

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC RECORDING CORPORATION; ARISTA MUSIC, fka BMG MUSIC; CAPITOL RECORDS LLC fka CAPITOL RECORDS, INC.; ELEKTRA ENTERTAINMENT GROUP INC.; INTERSCOPE RECORDS; LAFACE RECORDS LLC; MOTOWN RECORD COMPANY, L.P.; PRIORITY RECORDS LLC; SONY MUSIC ENTERTAINMENT, fka SONY BMG MUSIC ENTERTAINMENT; UMG RECORDINGS, INC.; VIRGIN RECORDS AMERICA, INC.; and WARNER BROS. RECORDS INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC; MARK GORTON; and M.J.G. LIME WIRE FAMILY LIMITED PARTNERSHIP,

Defendants

06 Civ. 05936 (KMW)
ECF CASE

SUPPLEMENTAL DECLARATION OF KELLY M. KLAUS IN SUPPORT OF PLAINTIFFS' REPLY IN SUPPORT OF MOTION FOR EXPEDITED APPOINTMENT OF RECEIVER TO ENSURE COMPLIANCE WITH PERMANENT INJUNCTION

I, Kelly M. Klaus, hereby declare as follows:

1. I am a partner in the law firm of Munger, Tolles & Olson LLP, counsel of record for Plaintiffs. I make this Supplemental Declaration in support of Plaintiffs' Reply in Support of Motion for Expedited Appointment of Receiver to Ensure Compliance with Permanent Injunction. The contents of this Declaration are based upon my own personal knowledge, and if called upon to do so, I could and would testify competently to the matters stated herein.

2. Attached hereto as Exhibit L is a true and correct copy of Magistrate Judge Freeman's November 22, 2010 order, filed electronically as Document No. 366.

3. Attached hereto as Exhibit M is a true and correct copy of a November 9, 2010 email exchange between ksmith@limewire.com and sdingman@limewire.com, entitled "Re: for your angry customers," produced by Defendants at LW-PE-000544.

4. Attached hereto as Exhibit N is a true and correct copy of a November 23, 2010 email entitled "Gnutella Forum Newsletter (recent important news)," with recipient's name and email address redacted, sent from gnutellaforums@gnutelliums.com.

5. Attached hereto as Exhibit O is a true and correct copy of a printout of a post from www.gnutellaforums.com, entitled "DO NOT UPDATE your LimeWire version: LW still works fine with version 5.5.10, but do not attempt to use later version!!!," appearing at <http://www.gnutellaforums.com/limewire-cross-platform/97217-do-not-update-your-limewire-version-lw-still-works-fine-version-5-5-10-but-do-not-attempt-use-later-version.html#post359343>.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: November 24, 2010
Los Angeles, CA

/s/ Kelly M. Klaus
Kelly M. Klaus