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UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK

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ARISTA RECORDS LLC, et al.,

Case Number: 06 CIV 05936 (KMW/DCF)

Plaintiffs,

**DECLARATION OF
JEFFREY P. WEINGART**

-against-

LIME GROUP LLC, et al.,

Defendants.

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JEFFREY P. WEINGART, under the penalties of perjury, declares:

1. I am a member of Meister Seelig & Fein LLP, attorneys for non-parties to the referenced action, iMesh, Inc. and MusicLab, LLC (iMesh, Inc.'s wholly owned subsidiary) (collectively referred to herein as "iMesh"). I make this declaration in support of iMesh's objections to the order of Magistrate Judge Debra Freeman dated January 31, 2011 (the "Order").¹
2. A true and correct copy of the Subpoenas to Testify at a Deposition in a Civil Action dated September 21 and September 22, 2010 (the "Subpoenas") served on iMesh, Inc. and Musiclab, LLC, are collectively annexed hereto as Exhibit B.

¹ The Order is attached hereto as Exhibit A.

3. A true and correct copy of the Response of Non-Party iMesh, Inc. to Subpoena and Accompanying Demand for the Production of Documents (“Response to Subpoenas”) is annexed hereto as Exhibit C. iMesh’s Response to Subpoenas, by agreement with Defendants, is also a response to the subpoena served on MusicLab, LLC.

4. A true and correct copy of a Subpoena in a Civil Case dated September 14, 2007 which were served on iMesh, is annexed hereto as Exhibit D.

5. A true and correct copy of a Subpoena in a Civil Case and Defendants’ Amended Notice of Intention to Take the Oral Deposition of Talmon Marco and Subpoena Duces Tecum, each dated March 25, 2008 and served on iMesh, are collectively annexed hereto as Exhibit E.

6. On October 19, 2007, iMesh timely served responses to the September 14, 2007 subpoena, and on April 9, 2008 iMesh produced documents Bate Stamped IMESH 00001 – 00630 in response to the March 25, 2008 subpoena. A true and correct copy of iMesh’s October 19, 2007 Response to Subpoena and Accompanying Request for Production, served in response to the September 14, 2007 subpoena, is annexed hereto as Exhibit F.

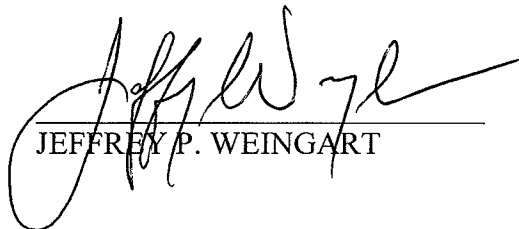
7. Pursuant to Defendants’ March 25, 2008 Subpoena in a Civil Case and Defendants’ Amended Notice of Intention to Take the Oral Deposition of Talmon Marco and Subpoena Duces Tecum Talmon Marco of iMesh appeared for deposition, which was recorded by videotape, on April 14, 2008.

8. A true and correct copy of iMesh’s December 21, 2010 letter to Magistrate Judge Freeman is annexed hereto as Exhibit G.

9. A true and correct copy the Order of The District Court for the Western District of Washington, U.S. District Court Judge Marsha J. Pechman, dated February 9, 2011 (10 cv 2074, W.D. Washington, Dkt. 10) is annexed hereto as Exhibit H.

I declare under the penalty of perjury that the forgoing is true and correct.

Executed: February 16, 2011



JEFFREY P. WEINGART