

REDACTED VERSION
-COMPLETE VERSION FILED UNDER SEAL

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

DECLARATION OF KELLY M. KLAUS IN SUPPORT OF PLAINTIFFS' MOTION *IN LIMINE* TO PRECLUDE ANY ARGUMENT OR EVIDENCE CONCERNING DEFENDANTS' PURPORTED BELIEF IN THE LAWFULNESS OF THEIR CONDUCT

Glenn D. Pomerantz (*pro hac vice*)
Kelly M. Klaus (*pro hac vice*)
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Attorneys for Plaintiffs

February 25, 2011

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 Declaration in support of Plaintiffs' Motion *In Limine* to Preclude any Argument or Evidence Concerning Defendants' Purported Belief in the Lawfulness of their Conduct. 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 1 is a true and correct copy of excerpts of the July 29, 2010 Hearing on Plaintiffs' Motion for an Order Freezing Defendants' Assets.

3. Attached hereto as Exhibit 2 is a true and correct copy of excerpts of the April 14, 2008 Deposition of Mark Gorton.

4. Attached hereto as Exhibit 3 is a true and correct copy of excerpts of the February 7, 2011 Deposition of Mark Gorton.

5. Attached hereto as Exhibit 4 is a true and correct copy of excerpts of the February 2, 2011 Deposition of Fred Von Lohmann.

6. Attached hereto as Exhibit 5 is a true and correct copy of excerpts of the February 9, 2011 Deposition of Kenneth Rubinstein.

7. Attached hereto as Exhibit 6 is a true and correct copy of the July 17, 2008 Declaration of Mark Gorton in Support of Defendants' Motion for Summary Judgment (without exhibits).

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

Dated: February 25, 2011
Los Angeles, CA

/s/ Kelly M. Klaus
Kelly M. Klaus