UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC RECORDING CORPORATION; ARISTA MUSIC, fka BMG MUSIC; 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,

against –

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

Defendants.

ECF Case

06 CV 5936 (KMW)(DF)

DECLARATION OF AMINA JAFRI IN SUPPORT OF DEFENDANTS' MEMORANDUM OF LAW IN OPPOSITION TO PLAINTIFFS' MOTION FOR PARTIAL SUMMARY JUDGMENT ON THE DIRECT INFRINGEMENT OF THE WORKS AT ISSUE

AMINA JAFRI hereby declares and states:

1. I am admitted to practice before this Court and am an associate of the law firm Willkie Farr & Gallagher LLP, counsel for Lime Group LLC, Lime Wire LLC, Mark Gorton and M.J.G. Lime Wire Family Limited Partnership (collectively, the "Defendants"). I

submit this declaration in support of Defendants' Memorandum of Law in Opposition to

Plaintiffs' Motion for Partial Summary Judgment on the Direct Infringement of the Works at

Issue.

2. Attached hereto as Exhibit 1 is a true and correct copy of the Percipient

Witness Statement of Chris Connelly, dated September 30, 2010.

3. Attached hereto as Exhibit 2 is a true and correct copy of excerpts from

the deposition transcript of Christopher Connelly, dated February 9, 2011.

4. Attached hereto as Exhibit 3 is a true and correct copy of the Percipient

Witness Statement of Thomas Sehested, dated September 30, 2010.

5. Attached hereto as Exhibit 4 is a true and correct copy of excerpts from

the deposition transcript of Thomas Sehested, dated January 13, 2011.

I declare under the penalty of perjury that the statements contained herein are true and correct.

Dated: February 28, 2011

Amina Jafri

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