

# ***EXHIBIT A***

WALTER MURPHY

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

BOURNE CO.,	)	ORIGINAL
	)	
Plaintiff,	)	
	)	
vs.	)	No. 07 CIV. 8580 (DAB)
	)	
TWENTIETH CENTURY FOX FILM	)	
CORPORATION, FOX BROADCASTING	)	
COMPANY, TWENTIETH CENTURY FOX	)	
TELEVISION, INC., TWENTIETH	)	
CENTURY FOX HOME ENTERTAINMENT,	)	
INC., FUZZY DOOR PRODUCTIONS,	)	
INC., THE CARTOON NETWORK, INC.,)	)	
SETH MAC FARLANE, WALTER MURPHY,)	)	
	)	
Defendants.	)	
	)	

DEPOSITION OF  
WALTER MURPHY  
TAKEN ON  
TUESDAY, MARCH 11, 2008

Reported by:  
Daryl Baucum, RPR, CRR, CBC, CSR No. 10356

WALTER MURPHY

1 clear and your best testimony today.

2 A. Right. I understand.

3 Q. Mr. Murphy, how long have you been a  
4 professional musician?

5 A. Since I was a teenager in high school.

6 Q. How long ago was that?

7 A. Oh, see, probably late 60's.

8 Q. And am I correct that you're both a composer  
9 and a recording artist?

10 A. Yes, I have been in the past a recording  
11 artist. These days I am primarily a composer of  
12 television and film scores.

13 Q. How long has it been since you released your  
14 last recording as a recording artist?

15 A. Oh, early 80's, although I was involved with a  
16 "Family Guy" album that was out a couple of summers ago.

17 Q. You played on that album?

18 A. I arranged music and conducted the orchestra  
19 and wrote songs with Seth MacFarlane but I wasn't the  
20 primary recording artist.

21 Q. What would you say your three biggest hits.

22 A. "A Fifth of Beethoven," that is my -- that's  
23 the medley of my hit, so to speak.

24 Q. That one is bigger than any others?

25 A. Yeah, that was the largest one. I had a record

WALTER MURPHY

1 of "Rhapsody and Blue" and a few others.

2 Q. How did you come to work for "Family Guy"?

3 A. I was contacted by Fox, a lady at Fox in the  
4 music department for another matter, and I happened to  
5 mention or ask what was new and pending in the TV  
6 department and she put me in touch with Seth MacFarlane  
7 who was in preliminary stages of developing "Family  
8 Guy." And I met Seth and we hit it off very well, and  
9 so I have been working with him ever since.

10 Q. And what's your business relationship with Fox  
11 with respect to "Family Guy"?

12 A. I guess you would say I'm an independent  
13 contractor. I am not an employee of Fox but when  
14 they -- they hire me to compose music for television  
15 shows at their discretion.

16 Q. And do they contract with you directly or  
17 through a corporation?

18 A. I have a corporation.

19 Q. What's the name of that corporation?

20 A. Crabapple Enterprises.

21 Q. Are you aware that the plaintiffs in this  
22 litigation requested documents from you?

23 A. Yes, I do.

24 Q. And what did you do to find documents for those  
25 requests?

WALTER MURPHY

1           A.    I went through my files and my library of  
2 scores and selected what was requested and sent them.

3           Q.    And the two pieces of written music that you  
4 produced, are those the only documents that you have in  
5 your possession now related to this episode of "Family  
6 Guy"?

7           A.    Yes.

8           Q.    Do you have any personal knowledge of the  
9 writing of the nonmusical elements of the Weinstein  
10 episode?

11          A.    No, I am never involved in script writing. My  
12 portion of the process of the "Family Guy" production  
13 happens after the scripts are written and the editing is  
14 done. All the post production begins and then I get  
15 involved writing music.

16          Q.    And do you have any personal knowledge of the  
17 lyric for "I Need A Jew"?

18          A.    No.

19          Q.    When were you first asked to be involved in  
20 writing "I Need A Jew"?

21          A.    I don't remember the exact date. It was in the  
22 year 2000 when we began post production on that episode.  
23 Let's see. I think it was the spring of the year 2000.

24          Q.    But it would be during the post production  
25 phase?

WALTER MURPHY

1           A.    Let me correct that.

2           Q.    Sure.

3           A.    I scored with the orchestra in the spring of  
4 the year 2000. The song was actually written probably  
5 six or eight months prior to that so that the animators  
6 could animate to a guide musical track, which is usually  
7 the way it's produced.

8           Q.    And what did you do to produce that version of  
9 the song that was used six months before its early  
10 version that you just discussed before you produced the  
11 score for the orchestra?

12          A.    I was sent a copy of the script and I read  
13 through it, and when I came to the page that had the  
14 song lyrics, the parody lyrics, I used that and sat down  
15 and wrote a tune to fit those lyrics.

16          Q.    And did you actually transcribe that tune at  
17 that point?

18                   Did you produce anything in writing for that  
19 purpose?

20          A.    Yes, I -- I am sure I wrote down -- I made a  
21 pencil sketch of the melody that I composed.

22          Q.    And what was done with that piece of writing?

23                   How was it used in the production of "Family  
24 Guy"?

25          A.    I recorded a piano version of the melody that I

WALTER MURPHY

1 had written and Seth MacFarlane sang a vocal -- a what's  
2 called a rough vocal so that -- so I suppose he could  
3 listen to it afterward and then play it for the other  
4 producers of the show and that that's -- that's what I  
5 did at first.

6 Q. And did you play piano on that recording?

7 A. Yes, I did.

8 Q. Does Seth MacFarlane read music?

9 A. Yes.

10 Q. How exactly were you approached with this  
11 particular assignment to write "I Need A Jew"?

12 Who approached you from "Family Guy" and gave  
13 you this assignment?

14 A. I believe it was Seth or someone in Seth's  
15 office either called or just sent me the script, which  
16 it happens either way when production schedules get  
17 busy, sometimes, you know, there is an envelope in my  
18 mail box and it's a script and it's obviously for me to  
19 read.

20 Q. And were you given any particular instructions  
21 with respect to the song on how to write the melody?

22 A. Not at first. I read the script. I realized  
23 that this was a parody of a Disney-esque -- sweet  
24 Disney-esque song and I just sat down and wrote that  
25 tune and played it, made a copy of it and played it for

WALTER MURPHY

1 Seth, and he liked it and then he came over and sang a  
2 vocal demo.

3 Q. Do you know if -- did anybody from "Family Guy"  
4 ever discuss with you using the exact music from "When  
5 You Wish Upon A Star"?

6 A. No.

7 Q. When you were given your instructions to write  
8 the song, were you instructed to write something that  
9 would evoke the particular melody of "When You Wish Upon  
10 A Star"?

11 A. Actually, after I -- afterwards. I wrote this  
12 particular version of the melody and Seth sang it, and  
13 sometime after that -- I can't remember the sequence of  
14 events exactly -- either Seth or his partner, David  
15 Zuckerman, mentioned to me that they would like the  
16 melody to be even closer to the Disney song, and I said  
17 that I had to be careful because I have an agreement  
18 with Fox that I provide unique music, and so I didn't  
19 want to use any portion of the Disney song.

20 And later on, Seth sang another version of it,  
21 and changed a few notes here and there to make -- to  
22 make the average person realize that this was going to  
23 be a parody.

24 Q. And he did he do that by making the song closer  
25 to "When You Wish Upon A Star," the melody of "When You

WALTER MURPHY

1 Wish Upon A Star"?

2 A. Yeah, he changed a few notes at the beginning  
3 of each verse that made it a little closer so that  
4 the -- he felt that the average audience member would  
5 realize that this is a parody.

6 Q. So Seth wrote that part of the final melody as  
7 opposed to you?

8 A. Yes.

9 Q. In the process of writing the first version  
10 that you produced, did you reference any -- did you look  
11 at or reference any sheet music for "When You Wish Upon  
12 A Star"?

13 A. No.

14 Q. Did you listen to any recordings of "When You  
15 Wish Upon A Star"?

16 A. No.

17 Q. Did you have in your mind any recollection of  
18 the melody line for "When You Wish Upon A Star"?

19 A. Yes.

20 Q. And was it your intent to even in your first  
21 version evoke "When You Wish Upon A Star"?

22 A. My first intention was to try and write  
23 something sweet and Disney-esque, without -- without  
24 actually utilizing any material from "Wish Upon a Star"  
25 to try and convey the joke in the script.

WALTER MURPHY

1 Q. And what joke was that?

2 A. That it was a parody of a scene from a Disney  
3 movie, and the sweet melody coupled with the ridiculous  
4 lyrics and the absurd imagery on the screen would be  
5 funny.

6 Q. And in your view, your first version of that  
7 accomplished that goal.

8 A. Yes, I think my first version evoked the  
9 feeling of a Disney song.

10 Q. As you were writing the melody for "I Need A  
11 Jew," were you particularly using the same melodic  
12 rhythm for "When You Wish Upon A Star"?

13 A. Melodic rhythm.

14 Q. Putting aside the pitch, just, you know, the  
15 rhythm of the melody.

16 A. I wasn't aware of that or intending on doing  
17 that.

18 Q. Can I have the folder for Exhibit 2, please.

19 I would like to show you a document we have  
20 marked as Exhibit 2. This was a document that was  
21 produced in discovery as MURPHY 2 through MURPHY 15.

22 (Plaintiff's Exhibit 2 was  
23 marked for identification.)

24 BY MR. FAKLER:

25 Q. I will ask you to take a look at that and tell

WALTER MURPHY

1 me what it is.

2 A. This is a copy of my original orchestration  
3 right here. You have the conductor's score of my  
4 original orchestration for the song as it appeared on  
5 the soundtrack of the show.

6 Q. Okay. So was this the final version of the  
7 score that you used for the recording session?

8 A. Yes.

9 Q. Is this an accurate notation of the song as you  
10 wrote it -- I should say the final version of the song  
11 as you wrote it?

12 A. As far as the orchestra parts, yes. The  
13 melody, I would have to actually listen to a recording  
14 to see if any of the rhythm or the notes were changed by  
15 Seth vocal.

16 I mean I can't honestly say that without  
17 listening to it, but I can tell you that the  
18 orchestration part is exactly the way it appears on the  
19 soundtrack.

20 Q. Did you play the piano on the recording?

21 A. No.

22 Q. Now, when you mentioned the possibility of the  
23 vocal melody changing, that would be based on Seth's  
24 performance of it?

25 A. Yes.

WALTER MURPHY

1 Q. And what sort of changes would he typically  
2 make?

3 A. Well, any singer performing a song generally  
4 tries to make it his or her own by changing inflections  
5 or length of notes or even actually changing notes. I  
6 don't -- I haven't heard a recording of the song in  
7 quite a while. So I can't honestly tell you this is  
8 notated perfectly as to the way he actually sung it.

9 Q. Would that also include, for example, if he  
10 didn't come in right on the first beat --

11 A. Sure.

12 Q. -- of a phrase?

13 A. Sure.

14 Q. Or if he slowed down a little bit or sped up a  
15 little bit --

16 A. Right.

17 Q. -- in the portion of a song?

18 Do you view those sort of changes as changing  
19 the -- substantially changing the song that you wrote?

20 A. Well, I guess it's a -- it's hard to say it's a  
21 judgment call. Depends on how much someone changes the  
22 melody. It's hard to quantify unless you are talking  
23 about a specific recording of a specific song and then I  
24 could tell you how differently, you know, it's performed  
25 than the original. I don't think any song is performed

WALTER MURPHY

1 precisely the way it's notated by any particular singer.

2 Q. And you don't -- do you remember what this  
3 song -- whether there were significant changes?

4 A. The difference that I can tell you from memory  
5 is that the beginning of every phrase --

6 Q. Right.

7 A. -- is different from my original.

8 Q. We're not -- we're on this document.

9 A. Right.

10 Q. Just from that to the recording --

11 A. To the recording.

12 Q. -- is what I am talking about.

13 A. I think it's -- I would honestly have to listen  
14 to his final recording to tell you exactly what would be  
15 different. I don't remember.

16 Q. If a performer changes -- makes significant  
17 changes to the melody of a song like that in the process  
18 of their performance, are they generally considered to  
19 have authored a new version with you of the song?

20 A. No.

21 MR. ZAVIN: Objection only to the extent you  
22 said "like that." There is no evidence that that exists  
23 here.

24 MR. FAKLER: That's fair enough. That's fair  
25 enough.

1 BY MR. FAKLER:

2 Q. If a performer does change a melody  
3 significantly in the course of performing it for a  
4 recording, have you typically recognized that person as  
5 being a joint creator with you of the song of the music?

6 MR. ZAVIN: Objection.

7 MR. FAKLER: You can answer my question.

8 THE WITNESS: I have never had that occasion in  
9 anything I have written.

10 BY MR. FAKLER:

11 Q. So you have never had a performer change it so  
12 much that you considered it a whole new version of the  
13 song.

14 A. Let me think. Not that I can think of.

15 Q. So if somebody were to have done that, is that  
16 something that would stand out in your mind, giving them  
17 joint authorship credit?

18 A. I would imagine.

19 MR. ZAVIN: Objection.

20 BY MR. FAKLER:

21 Q. You can answer.

22 A. Well, it's never happened, so.

23 Q. That's a fair clarification.

24 Now, I would like to have you take a look at  
25 what we have marked as Plaintiff's Exhibit 3, and that

WALTER MURPHY

1 was produced in discovery as MURPHY 1.

2 (Plaintiff's Exhibit 3 was  
3 marked for identification.)

4 BY MR. FAKLER:

5 Q. And I would like to ask you what this document  
6 is.

7 A. This is a copy of my original, what's called a  
8 lead sheet of the melody of the song from --

9 Q. And this document and also Exhibit 2 that we  
10 just looked at, you retrieved these from your personal  
11 files?

12 A. Yes.

13 Q. And you kept these in the ordinary course of  
14 performing your --

15 A. Yes.

16 Q. -- composer services for "Family Guy"?

17 A. Yes.

18 Q. Okay. Is this the original version of the song  
19 that you wrote that you talked about earlier?

20 A. Yes.

21 MR. ZAVIN: Objection; only I think he said the  
22 original version was a pencil version. He's testified  
23 to that.

24 MR. FAKLER: Fair enough.

25 BY MR. FAKLER:

WALTER MURPHY

1 Q. When you discussed finally, you know,  
2 presenting a version of the song to Seth to sing that he  
3 eventually rejected and -- was this that version that  
4 you presented to Seth?

5 A. Yes.

6 Q. And did you ever record a version of this?

7 Did you ever record, rather -- I am sorry, let  
8 me start that over.

9 Did you ever record this version of "I Need A  
10 Jew"?

11 A. Yes, with Seth MacFarlane -- this was the  
12 first -- yes, this is the first version that we recorded  
13 of just piano and voice.

14 Q. And what are the differences between this  
15 version and the final version that was recorded?

16 A. Well, again, I think I would have to listen to  
17 a recording of the final version to tell you all the  
18 nuances of difference between this and what was recorded  
19 on the soundtrack.

20 Q. Can you tell me the differences between that  
21 and the score in Exhibit 2?

22 A. Well, yeah.

23 MR. ZAVIN: Objection; when you say "between  
24 that," are you saying between the recording or between  
25 Exhibit 3 and Exhibit 2?

WALTER MURPHY

1 MR. FAKLER: No, no, between Exhibit 3 and any  
2 Exhibit 2. Thank you.

3 THE WITNESS: Okay. Give me a minute and I  
4 will look.

5 BY MR. FAKLER:

6 Q. Sure.

7 A. You have these stapled out of order.

8 Q. I apologize for that. We had them stapled in  
9 the order they were Bates produced to us.

10 A. Well, the essential difference is the melody in  
11 the first measure is changed in the score version,  
12 and -- well, the bar numbers don't match up because  
13 there is no introduction here, but this measure and --  
14 the first and third measures of the melody are changed  
15 each time the verse happens. That's the essential  
16 difference. Now, there could be more minor inflections  
17 or differences in his vocal recording which, you know, I  
18 can't tell you that.

19 Q. Sure.

20 A. Yeah.

21 Q. Could you look in the folder for Exhibit 4,  
22 please.

23 I would like to show you a document that we  
24 have marked as Plaintiff's Exhibit 4. The document was  
25 produced in discovery at FOX 256 through 259.

WALTER MURPHY

1 (Plaintiff's Exhibit 4 was marked for  
2 identification by the court reporter  
3 and is attached hereto.)

4 BY MR. FAKLER:

5 Q. And can you tell me what this document is?

6 A. This is a copy of the musical cue sheet for  
7 that particular episode.

8 Q. And what is this document used for?

9 A. It's used for royalty credit with the  
10 performance rights society, either ASCAP or BMI, so that  
11 composers and authors receive proper credit.

12 Q. And is that for when the episode is shown --  
13 broadcast on TV --

14 A. Yes.

15 Q. -- or when it's publicly performed?

16 A. That's correct.

17 Q. Were you involved in the creation of this cue  
18 sheet?

19 A. I didn't create the cue sheet but I looked at  
20 it when it was completed.

21 Q. So did you approve it the form that it was sent  
22 out in?

23 A. I did.

24 Q. If you look down at the entries for "I Need A  
25 Jew", entry six through nine, can you tell me why the

WALTER MURPHY

1 song is broken out in several different pieces.

2 A. Because I recorded the song in four pieces for  
3 recording convenience. They're four segueing pieces of  
4 music. I often do that just for expediency on the  
5 scoring stage. And the two middle sections are actually  
6 a musical -- I think maybe just the second section is a  
7 musical interlude. I have to look and see.

8 Q. You are talking now line number seven?

9 A. Line number seven, yeah, doesn't have a vocal.  
10 There was a sequence in the middle of the song on screen  
11 where Peter goes out the window and tumbles and winds up  
12 on the ground, and so I did a musical interlude with no  
13 vocal during that section.

14 Q. And you gave that section a different title --

15 A. Yes.

16 Q. -- on that sheet?

17 A. Yes, I called it "Interlude."

18 Q. And why did you do that?

19 A. Just because it wasn't specific -- it was kind  
20 of based on the -- a little bit on the song, but not  
21 really. I mean a lot of the other material was new  
22 material, musical material.

23 Q. So the way that it's notated on this music cue  
24 sheet for the purpose of the performing royalties,  
25 "Interlude" is treated as a different song than "I Need

WALTER MURPHY

1 A Jew"?

2 A. Yes.

3 Q. And does breaking out the other parts of "I  
4 Need A Jew" as separate pieces in six, eight and nine,  
5 does that have any impact on the royalties you were  
6 paid?

7 A. No.

8 Q. And do you know if there's -- if that is  
9 consistent with BMI rules as far as creating cue sheets?

10 A. Sure.

11 Q. Your testimony is it is consistent?

12 A. It's consistent, yes.

13 Q. Could I have the Exhibit 5 folder, please.

14 A. Also, I might point out that the interlude was  
15 notated as BI, which is background instrumental, and the  
16 other sections of the song are notated as VV, which is  
17 visual vocal, which is a different rate of payment from  
18 BMI. So all the more reason to specify which portions  
19 of the song have a visual vocal and which don't.

20 Q. And what's the difference in the rates?

21 A. I don't recall. It's less money if there's not  
22 a visual vocal.

23 Q. I would like to show you this document which we  
24 have premarked as Plaintiff's Exhibit 5. It was  
25 produced in discovery at FOX 297.

WALTER MURPHY

1 but I am asking you to answer that question.

2 Can you articulate how without the lyrics  
3 this -- would the average listener, the nonspecialized  
4 listener, would take the musically this as making fun of  
5 "When You Wish Upon A Star"?

6 A. It's hard to answer. I mean I think people  
7 that saw the show, got the joke, but comedy has to do  
8 with context.

9 Q. Right.

10 A. Usually.

11 Q. But I am asking you now just musically, can you  
12 explain to me any musical device that you used in this  
13 that a casual listener would recognize as making fun of  
14 "When You Wish Upon A Star"?

15 A. I think the melody would make someone make the  
16 connection.

17 Q. But would they -- what connection?

18 A. The connection that this is a joke, a spoof, if  
19 you want, of the song, the Disney song "Wish Upon A  
20 Star".

21 Q. What part of the melody would do that?

22 A. I don't know if there is a specific part. I  
23 mean it would be in its entirety. I mean how could you  
24 excerpt these notes or these notes or these notes and  
25 say those are the specific things that make somebody

WALTER MURPHY

1 recognize, that you are making fun of something?

2 Q. I guess what I am asking --

3 A. It's hard to quantify.

4 Q. What is the funny part? I understand your  
5 testimony that overall the song evokes "When You Wish  
6 Upon A Star." I understand that, but I am not asking  
7 about how the song evokes it.

8 I am asking specifically how would -- what part  
9 of the song "I Need A Jew" would the listener recognize  
10 as not just evoking but specifically ridiculing or  
11 making fun of "When You Wish Upon A Star."

12 A. I would have to say the entire song.

13 Q. But not one particular phrase or part?

14 A. I think I would have to answer the whole song.  
15 I don't know if you can excerpt certain portions of it  
16 and say okay, that's it right there, that's the thing.

17 Q. But can you as you sit here excerpt a certain  
18 part and point to it? It's just the whole song?

19 A. I would say the whole song, yeah.

20 Q. And how is the whole song making -- not just  
21 saying evoking but particularly ridiculing the original?

22 Musically, how is it doing that?

23 MR. ZAVIN: Objection; I don't think he said  
24 "ridiculing." I think that is your word.

25 MR. FAKLER: That is my question and he can

WALTER MURPHY

1 answer it.

2 MR. ZAVIN: Then objection.

3 BY MR. FAKLER:

4 Q. Okay. Do you believe that the entire song in  
5 addition to making fun also ridicules "When You Wish  
6 Upon A Star"?

7 A. I don't know that. I don't know if that's the  
8 right word. I mean, you know, that's also in the ear of  
9 the listener and in the context of the show if people  
10 think that this is satire or parody or ridicule.

11 Q. But, again, I am asking now -- not in the  
12 context of the show, just musically, just musically, do  
13 you believe that "I Need A Jew" musically, using just --  
14 does it musically, alone, does it ridicule "When You  
15 Wish Upon A Star"?

16 A. I would say parodies "When You Wish Upon A  
17 Star."

18 Q. But does it ridicule "When You Wish Upon A  
19 Star"?

20 A. Well, explain what you mean by "ridicule."

21 Q. Have you ever used the term "ridicule"?

22 A. Yes.

23 Q. What do you mean it to -- when you say it,  
24 what does it mean?

25 A. Well, I mean I don't know the dictionary

WALTER MURPHY

1 definition of it.

2 Q. I am asking what your -- when you have used it  
3 in the past.

4 A. "Ridicule," I think it's not just makes fun. I  
5 mean -- I think it's more negative, has a more negative  
6 connotation.

7 Q. Okay.

8 A. So my -- I think that this song parodies and  
9 spoofs, if you will, "Wish Upon a Star." I don't think  
10 it ridicules "Wish Upon a Star," in my estimation.

11 Q. And by making fun of, you talk about evoking  
12 it.

13 A. Well, it's making the viewer realize that this  
14 song -- yes, evokes the memory of "Wish Upon a Star"  
15 when they see it in the show and for all the reasons  
16 that we talked about.

17 Q. Can I have the folder for Exhibit 1, please.  
18 You can put that back.

19 (Plaintiff's Exhibit 1 was  
20 marked for identification.)

21 BY MR. FAKLER:

22 Q. Are you aware that -- do you know who  
23 Dr. Ferrara is, a musicologist?

24 A. No.

25 Q. Are you aware that an expert report has been

# EXHIBIT PL 2

FG 2ACX05

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Vc.  
Bs.  
Dr.

need a Jew. Lo - is makes me take the rap, 'Cause our check-book

10 11 12 13 14

Confidential

MURPHY-00004

*Tempo poco rit* *poco rit* *Tempo* *rit*

Cl.  
Ob.  
Cl.  
Bsn.

Flg 1  
Flg 2  
Flg 3

Tbn 1  
Tbn 2  
Tbn 3  
Tbn 4

Pc. *Bells*  
*p*

Pno.  
C sus/E C E7(16) Fmaj7 F#dim. C/G Dm7/GG7(10) C D/CC

Voc.  
looks like crap. Since I can't give her a slap I need a Jew.

Vlns.  
Vc.  
Ba.  
Dr. *p*

15

16

17

18

19

*Piu Mosso*

#205 - 1M6, P.5

The musical score is arranged in a standard orchestral format. The instruments and parts are as follows:

- Cl.** (Clarinets): Two staves, both marked *mp*.
- Ob.** (Oboe): One staff, marked *mp*.
- CL.** (Clarinet Bass): One staff, marked *mp*.
- Ban.** (Bassoon): One staff, marked *mp*.
- Fig 1, 2, 3**: Three staves for figures, with notes appearing in measures 21 and 22.
- Tbn 1-4** (Trumpets): Four staves. Tbn 1 is marked *p* in measure 20. Tbn 2, 3, and 4 are marked *p* in measure 21 and *mp* in measure 22.
- Pc.** (Percussion): One staff, mostly silent.
- Pno.** (Piano): Two staves. The right hand contains a melodic line, and the left hand contains chords. Chord symbols are:  $Dm^9/GG(13)$ ,  $Em^7/G Eb^9/G$ ,  $Dm^7/G$ ,  $G7(9)$ ,  $Dm^7(13)/G$ ,  $B^7/C$ , and  $Cmaj^7$ .
- Voc.** (Vocal): One staff with lyrics: "Where to find a Baum or Steen or Stein".
- Vlns.** (Violins): Two staves, marked *mp*.
- Vc.** (Violoncello): One staff, marked *mp*.
- Ba.** (Bass): One staff, marked *mp*.
- Dr.** (Drums): One staff, marked *mp*.

20

21

22

23

Confidential

MURPHY-00006

*rit.* .....

The musical score is arranged in a standard orchestral layout. The instruments and their parts are as follows:

- Cl.**: Clarinet (two staves)
- Ob.**: Oboe
- Bsn.**: Bassoon
- Flg 1, 2, 3**: Flutes (three staves)
- Tbn 1, 2, 3, 4**: Trumpets (four staves)
- Pc.**: Percussion
- Pno.**: Piano (with chord symbols:  $Dm^7/G$ ,  $G^7(b9)Dm^7(b5)/G$ ,  $Am^9$ ,  $Am$ ,  $Am^{17}$ ,  $Am^7$ ,  $Dm^7(b5)$ ,  $G^{13}$ )
- Voc.**: Vocal soloist (with lyrics: "To teach me how to whine and do my tax - es")
- Vlins.**: Violins (two staves)
- Vc.**: Viola
- Bs.**: Bass
- Dr.**: Drums

The score is divided into measures 24, 25, 26, and 27. A *rit.* (ritardando) marking is present above measure 25. The vocal line includes the lyrics "To teach me how to whine and do my tax - es" across measures 25 and 26.

24

25

26

27

Confidential

MURPHY-00007

♩ = 150  
6 Free Clix

FG 2ACX05

1M6-A  
Interlude

Walter Murphy (BMI)  
orch. W.M.

The musical score is arranged in a standard orchestral layout with the following parts and markings:

- Flt.**: Flute part with a *dim.* marking.
- Ob.**: Oboe part with a *Solo... espr.* marking and a *dim.* marking.
- Clar.**: Clarinet part with a *dim.* marking.
- Fl/Cl.**: Flute/Clarinet part with a *dim.* marking.
- Tpt. 1, 2, 3**: Trumpet parts, each with a *Flugel.* marking and a *p* dynamic.
- Tbn. 1, 2, 3**: Trombone parts, each with a *dim.* marking.
- Tuba**: Tuba part with a *dim.* marking.
- Pc.**: Percussion part with a *Mark Tree* marking and a *(to tymps)* instruction.
- Pno.**: Piano part with a *dim.* marking.
- Seq.**: Sequencer part with a *Hp.* marking.
- Vins.**: Violin part with a *p* dynamic.
- Vc.**: Viola part with a *p* dynamic.
- EL. Guitar**: Electric Guitar part with a *Fender* marking.
- Bass**: Bass part with a *Fender* marking.
- Drums**: Drums part with a *Mallets - susp. cmb.* marking.

1 2 3 4 5

Confidential

MURPHY-00008

Solo ... *espr.*

IM6-A P.2

FL

Ob.

Cl.

FL (to clar.)

Solo ... *espr.*

Tpt. 1

Tpt. 2

Tpt. 3

Tbn. 1

Tbn. 2

Tbn. 3

Tbn.

Pc.

Pno.

Seq. Hp. gr. F7 Celest

Vins. Pizz. (div.) Pizz.

Vc. Pizz.

Gt.

Ba.

Dr.

6 7 8 9 10

**Confidential**

MURPHY-00009

FL  
Ob.  
Cl.  
FL  
Clar.  
Tpt. 1  
Tpt. 2  
Tpt. 3  
Tbn. 1  
Tbn. 2  
Tbn. 3  
Tbn.  
Pc.  
Pno.  
Seq.  
Hp. (A maj.)  
Vlns. Arco  
Vc.  
Gt. A A aug. F#m F#dim.  
Ba.  
Dr. (sticks) h.h.

11 12 13 14 15

Musical score for various instruments including:

- FL (Flute)
- Ob. (Oboe)
- Cl. (Clarinet)
- FL (Flute)
- Tpt. 1 (Trumpet)
- Tpt. 2 (Trumpet)
- Tpt. 3 (Trumpet)
- Tbn. 1 (Tuba)
- Tbn. 2 (Tuba)
- Tbn. 3 (Tuba)
- Tba. (Tuba)
- Pc. (Percussion)
- Pno. (Piano)
- Seq. (Glock. (loco) & celesta (8vas))
- Vlns. (Violins)
- Vc. (Violoncello)
- Gt. (Guitar)
- Ba. (Bass)
- Dr. (Drum)

Measures 16, 17, 18, and 19 are indicated at the bottom of the score.

16

17

18

19

Confidential

MURPHY-00011

Musical score for orchestra and band, measures 20-22. The score includes parts for Flute (FL), Oboe (Ob.), Clarinet (Cl.), Flute (FL), Trumpet 1 (Tpt. 1), Trumpet 2 (Tpt. 2), Trumpet 3 (Tpt. 3), Trombone 1 (Tbn. 1), Trombone 2 (Tbn. 2), Trombone 3 (Tbn. 3), Trombone (Tbn.), Percussion (Pc.), Piano (Pno.), Sequencer (Seq.), Violins (Vlins.), Viola (Vc.), Guitar (Gt.), Bass (Ba.), and Drums (Dr.).

Measures 20, 21, and 22 are indicated at the bottom of the page.

1M6-B p.2

*A Tempo*    *rit.* .....    *A Tempo*    *rit.* .....    *A Tempo*    *accel.*.....

FL.    *p*    *mp*    *p*

Ob.    *mp*    *mp*    *p*

Cl.    *p*    *mp*    *p*

Cl.    *p*    *mp*    *p*

Flg 1    *p*    *mp*    *p*

Flg 2    *p*    *mp*    *p*

Flg 3    *p*    *mp*    *p*

Tbn. 1    *p*    *mp*    *p*

Tbn. 2    *p*    *mp*    *p*

Tbn. 3    *p*    *mp*    *p*

Tbn. 4    *mp*    *mp*    *p*

Pc.    *p*    *mp*    *p*    Bells

Pno.    C    E7(b9)    Fmaj7    F#dim.    C/G    Dm7/GG(13)    C    D/C

Voc.    Ev - en though they killed my Lord I need a Jew!

Vlns.    *p*    *p*

Vc.    *p*    *p*

Bs.    *p*    *p*

Dr.    *p*    *p*

5                          6                          7                          8                          9

Confidential

MURPHY-00013

FG 2ACX05

1M6-B

R. Blitt/ W. Murphy (BMI)  
orch. W.M.

Clix = 95 (2 free)

Fl. *poco rit. A Tempo poco rit.*

Ob.

Cl.

Cl.

Flg1

Flg2

Flg3

Tbn 1

Tbn 2

Tbn 3

Tbn 4

Pc.

Pno. *Tacet - (on tape)* *C<sub>4</sub>dim* *Dm<sup>7</sup> G<sup>7</sup> Dm<sup>7</sup> D<sub>4</sub>dim. Cou<sup>9</sup>E*

Voc.  
Though by man - y they're ab - hored, He - brew peo - ple I've a - dored.

Vins. *p*

Vc. *p*

Gtr. *Tacet*

Bass

Dra.

1.

2

3

4

Confidential

MURPHY-00014

1M6-8 p.3

*rit.* .....

Fl.

Ob.

Cl.

Cl.

Flg 1

Flg 2

Flg 3

Tbn. 1

Tbn. 2

Tbn. 3

Tbn. 4

Pc.

Pno.

Voc.

Vlna.

Vc.

Bs.

Dr.

Mark Tree

10 11 12 13

# EXHIBIT PL 3

FG 2ACX05

# I Need A Jew

Lyrics by Ricky Blitt &  
Seth Mac Farlane  
Music by Walter Murphy

C C#dim Dm7 G7 Dm7 D#dim Em7 C E7#5

Noth-ing else has worked so far, so I'll wish up - on a star. Won-drous dan-cing

6 Fmaj F#dim C/G Dm7/G7b9 C Dm7 G7 C C#dim Dm7 G7 Dm7 D#dim

speck of light, I need a Jew. Lo-is makes me take the rap, cause our check-book

12 Em7 C E7#5 Fmaj F#dim C/G Dm7/G7b9 C Dm9/G G13(b9) Em7/Eb7/ G G

lookslike crap. Since I can't give her a slap, I need a Jew. Where to find

19 Dm7/G Fm/G C F E7sus E7 Am7 Dm7(b9) G13

a Baum or Steen or Stein to teach me how to whine and do my tax - es?

25 C C#dim Dm7 G7 Dm7 D#dim Em7

Though by man - y they're ab - hored, He - brew peo - ple I've a - dored.

29 C E7#5 Fmaj F#dim C/G Dm7/G G13(b9) C D/C C

E - ven though they killed my Lord, I need a Jew

Confidential

MURPHY-00001

# EXHIBIT PL 4



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SERIES TITLE: FAMILY GUY  
 EPISODE TITLE: WHEN YOU WISH UPON A WEINSTEIN  
 PART NUMBER:  
 SERIES TYPE: ANIMATED SERIES  
 VERSION TYPE: EDITED FOR TV  
 PRODUCTION NO.:  
 EPISODE NO.: 2ACX05  
 SYNDICATOR NO.:  
 AIRDATE:  
 LENGTH: 30:00  
 NETWORK/STATION:  
 PRODUCER:  
 DISTRIBUTOR:

TWENTIETH CENTURY FOX FILM CORPORATION

TV Music Cue Sheet

USAGE LEGEND: VV=VISUAL VOCAL VI=VISUAL INSTRUMENTAL BV=BACKGROUND VOCAL  
 BI=BACKGROUND INSTRUMENTAL SRC=SOURCE

SEQ #	CUE #	TITLE	COMPOSER/PUBLISHER	PERF SOC	OCC	%	USAGE	TIME
1	1M1	FAMILY GUY MAIN TITLE	C MURPHY, WALTER	BMI	1	50.00	VV	0:30
			C MACFARLANE, SETH	ASCAP		25.00		
			C ZUCKERMAN, DAVID	ASCAP		25.00		
			P TCF MUSIC PUBLISHING INC.	ASCAP		50.00		
			P FOX FILM MUSIC CORP.	BMI		50.00		
USAGE DESC:		MAIN TITLE THEME						
2	1M2	PLAYON	C MURPHY, WALTER	BMI	1	100.00	BI	0:05
			P FOX FILM MUSIC CORP.	BMI		100.00		
USAGE DESC:		BACKGROUND INSTRUMENTAL						
3	1M3	LIFETIME BUMPER 1	C MURPHY, WALTER	BMI	1	100.00	BI	0:04
			P FOX FILM MUSIC CORP.	BMI		100.00		
USAGE DESC:		BACKGROUND INSTRUMENTAL						
4	1M4	LIFETIME BUMPER 2	C MURPHY, WALTER	BMI	1	100.00	BI	0:03
			P FOX FILM MUSIC CORP.	BMI		100.00		
USAGE DESC:		BACKGROUND INSTRUMENTAL						
5	1M5	THE DRUNKEN CLAM	C MURPHY, WALTER	BMI	1	100.00	BI	0:05
			P FOX FILM MUSIC CORP.	BMI		100.00		
USAGE DESC:		BACKGROUND INSTRUMENTAL						
6	1M6	I NEED A JEW	C MURPHY, WALTER	BMI	1	50.00	VV	1:08
			C BLITT, RICKY	BMI		50.00		
			P FOX FILM MUSIC CORP.	BMI		100.00		
USAGE DESC:		VISUAL VOCAL						
7	1M6A	INTERLUDE	C MURPHY, WALTER	BMI	1	100.00	BI	0:30
			P FOX FILM MUSIC CORP.	BMI		100.00		
USAGE DESC:		BACKGROUND INSTRUMENTAL						
8	1M6B	I NEED A JEW	C MURPHY, WALTER	BMI	1	50.00	VV	0:34
			C BLITT, RICKY	BMI		50.00		
			P FOX FILM MUSIC CORP.	BMI		100.00		
USAGE DESC:		VISUAL VOCAL						
9	1M7	I NEED A JEW	C MURPHY, WALTER	BMI	1	50.00	VV	0:10
			C BLITT, RICKY	BMI		50.00		

FOX-00256



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SEO #	CUE #	TITLE	COMPOSER/PUBLISHER	PERF	SOC	OCC	%	USAGE	TIME
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:03
10	2M1	PLAYON	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:19
11	2M2	WEINSTEIN FOOTCHASE	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:04
12	2M3	DOWNTOWN TRANS.	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:04
13	2M4	TRANS. TO HOUSE	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:15
14	2M5	INDIANA KRAMDEN	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:33
15	2M6	TEMPLE SOURCE	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:11
16	2M7	RULER WIELDING NUNS	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:19
17	2M8	SHATNER ON THE ROOF	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	C MURPHY, WALTER		BMI	1	100.00	BI	0:11
18	2M9	TENDER WEINSTEIN	P FOX FILM MUSIC CORP.		BMI		100.00		
		USAGE DESC:	P FOX FILM MUSIC CORP.		BMI		100.00		

FOX-00257



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SEO #	CUE #	TITLE	COMPOSER/PUBLISHER	PERF	SOC	OCC	%	USAGE	TIME
19	2M10	UH-OH	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:06
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
20	3M1	TEMPLE PLAYON	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:04
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
21	3M2	CAR DRIVE	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:06
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
22	3M3	VEGAS	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:15
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
23	3M4	STAR SEARCH	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:13
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
24	3M5	STING ON LOIS	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:02
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
25	3M6	DETERMINED DRIVING	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:07
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
26	3M7	RABBI COPPERFIELD	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:05
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
27	3M8	MRS. RABINOWITZ	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:13
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		
28	3M9	ALL'S WELL, SORT OF	C MURPHY, WALTER P FOX FILM MUSIC CORP.	BMI		1	100.00	BI	0:24
	USAGE DESC:	BACKGROUND INSTRUMENTAL		BMI			100.00		

FOX-00258



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 SERIES TYPE: ANIMATED SERIES  
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SEQ #	CUE #	TITLE	COMPOSER/PUBLISHER	PERF SOC	OCC	%	USAGE	TIME	
29	3M10	FAMILY GUY END CREDITS	C MURPHY, WALTER	BMI	1	50.00	BI	0:30	
			C MACFARLANE, SETH	ASCAP			25.00		
			C ZUCKERMAN, DAVID	ASCAP			25.00		
			P TCF MUSIC PUBLISHING INC.	ASCAP			50.00		
			P FOX FILM MUSIC CORP.	BMI			50.00		
USAGE DESC:		END TITLE THEME							
30	3M11	TWENTIETH CENTURY FOX FILM CORPORATION LOGO	C NEWMAN, ALFRED	ASCAP	1	100.00	BI	0:03	
			P TCF MUSIC PUBLISHING	ASCAP			100.00		
USAGE DESC:		LOGO THEME							

FOX-00259