

EXHIBIT 2 TO THE MANDEL REPLY DECLARATION

[FILED UNDER SEAL]

1 Ossenmacher - Confidential - Attorneys' Eyes Only
2 significant exposure.

3 Q. Did you tell potential investors
4 that lawyers had cleared these activities?

5 MR. ADELMAN: Object to the form,
6 but you may answer.

7 A. I don't think we ever used the word
8 "cleared."

9 Q. Whether you used that exact word,
10 did you in sum and substance tell potential
11 investors that lawyers had blessed what you
12 were doing as legal?

13 MR. ADELMAN: Objection to form.

14 A. Again, I don't think we used the
15 word "blessed." We never gave a concrete this
16 is, you know, some higher-level stamp of
17 approval and there is no risk at all.
18 Everybody knew there was risk.

19 Q. I understand, but did you tell them
20 that you had been given an opinion that what
21 you were doing was legal?

22 MR. ADELMAN: Objection to form.

23 Asked and answered.

24 You may answer.

25 A. We told them we had been given

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2 opinions about the business, yes, and they were
3 favorable.

4 Q. That were favorable?

5 A. Yes.

6 Q. Did they ask to see those opinions?

7 A. Not to me.

8 Q. Do you know whether anybody provided
9 those opinions to potential investors?

10 A. I don't know.

11 RQ MR. MANDEL: We can talk about this
12 more, but I am going to call for production
13 of any communications from Mr. Andress to
14 potential investors that communicated
15 ReDigi's legal position. I am also going to
16 ask whether any of the opinion letters that
17 the witness testified about were ever
18 disclosed to investors and, if so, I call
19 for production of those opinion letters.

20 MR. ADELMAN: That will be taken
21 under advisement. We can discuss it this
22 afternoon.

23 MR. MANDEL: Okay. This is a good
24 time to break. Why don't we break for
25 lunch, if that's okay with everyone.

Mandel, Richard

From: Mandel, Richard
Sent: Tuesday, July 03, 2012 4:31 PM
To: 'Gary P. Adelman'
Cc: King, Jonathan
Subject: Discovery Follow-up

Gary,

I just want to follow up on a few of the loose discovery ends we agreed we would clean up. Can you let me know where things stand on the following:

1. Request for documents concerning user study groups, requested at pp. 92-93 of Ossenmacher deposition.
2. Information concerning whether any opinion letters were prepared by counsel for ReDigi and whether such information was shared (directly or indirectly with investors), as per discussion at pp. 136-141 of Ossenmacher deposition.
3. Documents responsive to last keyword searches that were not completed in advance of ReDigi depositions.

Let us know if there are open items at your end that you want us to follow up on as well. Thanks.

Richard S. Mandel, Esq.

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