

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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CAPITOL RECORDS, LLC,	:	12 Civ. 0095 (RJS)
	:	
Plaintiff,	:	
	:	<b>DECLARATION OF</b>
-against-	:	<b><u>RICHARD S. MANDEL, ESQ.</u></b>
	:	
REDIGI INC.,	:	
	:	
Defendant.	:	
	:	
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RICHARD S. MANDEL, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a shareholder in the firm of Cowan, Liebowitz & Latman, P.C., which represents Plaintiff Capitol Records, LLC (“Capitol”) in this matter. I submit this declaration in support of Capitol’s motion for partial summary judgment in order to bring before the Court certain deposition excerpts and exhibits relied on by Capitol on its motion. I am familiar with the facts set forth in this declaration based on my personal knowledge and the documents attached hereto as exhibits.

2. Accompanying this motion in a separately bound appendix are true and accurate excerpts from the depositions of ReDigi’s 30(b)(6) witnesses, Larry Rudolph and John Ossenmacher. The depositions were taken by Capitol on June 18, 2012 and June 19, 2012 respectively.

3. The various exhibits referenced in the submitted deposition excerpts of Larry Rudolph and John Ossenmacher are attached as exhibits to this declaration. For ease of reference, the deposition exhibit numbers referenced in the transcript have been cross-referenced in the submitted excerpts with the corresponding exhibit number used in this declaration.

4. Attached hereto as Exhibit A is a true and accurate copy of Plaintiff’s Deposition

Exhibit 25, a printout from the ReDigi website dated January 17, 2012.

5. Attached hereto as Exhibit B is a true and accurate copy of Plaintiff's Deposition Exhibit 30, an October 11, 2011 press release by ReDigi.

6. Attached hereto as Exhibit C is a true and accurate copy of Plaintiff's Deposition Exhibit 26, a November 14, 2011 New York Times article about ReDigi.

7. Attached hereto as Exhibit D is a true and accurate copy of Plaintiff's Deposition Exhibit 5, a printout from the ReDigi website.

8. Attached hereto as Exhibit E are true and accurate copies of relevant excerpts from Plaintiff's Deposition Exhibit 2, a patent application submitted by ReDigi.

9. Attached hereto as Exhibit F is a true and accurate copy of Plaintiff's Deposition Exhibit 6, an email sent by ReDigi to users who sign up on its site.

10. Attached hereto as Exhibit G is a true and accurate copy of Plaintiff's Deposition Exhibit 31, a December 1, 2011 press release by ReDigi.

11. Attached hereto as Exhibit H is a true and accurate copy of Plaintiff's Deposition Exhibit 28, a ReDigi newsletter.

12. Attached hereto as Exhibit I is a true and accurate copy of Plaintiff's Deposition Exhibit 11, an email generated by ReDigi customer service.

13. Attached hereto as Exhibit J is a true and accurate copy of Plaintiff's Deposition Exhibit 9, an email from ReDigi to users.

14. Attached hereto as Exhibit K are true and accurate copies of relevant excerpts from Plaintiff's Deposition Exhibit 27, a March 31, 2011 ReDigi presentation.

15. Attached hereto as Exhibit L are true and accurate copies of relevant excerpts from Plaintiff's Deposition Exhibit 24, a ReDigi Subscription Agreement in connection with the

Private Offering of Series A Preferred Stock.

16. Attached hereto as Exhibit M is a true and accurate copy of Plaintiff's Deposition Exhibit 16, a spreadsheet produced by ReDigi in discovery identifying recordings potentially owned by Capitol that have been sold on the ReDigi website.

I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE  
AND CORRECT. EXECUTED ON JULY 19, 2012 AT NEW YORK, NEW YORK.



RICHARD S. MANDEL