

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

REED, et al.,	)	
Plaintiffs,	)	CASE NO. 1:08CV1761
	)	
	)	JUDGE CHRISTOPHER A. BOYKO
vs.	)	
	)	
FREEBIRD FILM PRODUCTIONS, INC.,	)	
et al.,	)	
	)	
Defendants.	)	
	)	
	)	

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**DECLARATION OF ROSS SCHILLING**

I, Ross Schilling, having been duly sworn, do hereby depose and state:

1. I am an employee of Vector Management, Inc. (“Vector”), the personal management company that manages the affairs of the musical group Lynyrd Skynyrd. Vector has provided personal management services for Lynyrd Skynyrd since September 1999. I have been employed by Vector and working with Lynyrd Skynyrd as a personal management representative since that time, almost 10 years.

2. Lynyrd Skynyrd is a world famous musical group known for Southern rock music. Among other songs, the band is known for “Sweet Home Alabama,” “Simple Man,” “Saturday Night Special,” and, of course, the rock anthem, “Free Bird.” Lynyrd Skynyrd has, in the aggregate, sold millions of recordings and is regarded throughout the world as an iconic and legendary musical group.

3. Tragically, on October 17, 1977, a privately chartered plane carrying the Lynyrd Skynyrd band between concerts crashed, killing singer, lyricist, and leader

Ronnie Van Zant, guitarist Steve Gaines, and back-up vocalist Cassie Gaines. Other members of the band and crew were seriously injured.

4. Following the crash, Lynyrd Skynyrd disbanded for approximately 10 years.

5. Crash survivors Defendant Gary Rossington, Billy Powell, Leon Wilkeson, and Artimus Pyle reformed Lynyrd Skynyrd in 1987, joined by deceased lead singer Ronnie Van Zant's young brother, Johnny Van Zant, on lead vocals.

6. In or around 2002, Lynyrd Skynyrd roadie Craig Reed ("Reed") turned over certain film footage that he shot in the band's early days that I understood had remained in Reed's possession. As I recall, Reed could not even look at this footage because it was still in Super 8 format, so I had it converted to video so we could look at it. It was my understanding that, by giving me this footage, Reed intended for Lynyrd Skynyrd to start using it, and so we did.

7. I had several phone calls with Reed concerning the use of the film footage, and I believe one or two conversations in person while we were on the road. At the time, I was not sure what Reed's rights were concerning the film footage. Also, I wanted to avoid any hard feelings and the band was willing to pay Reed something reasonable as a courtesy.

8. In August 2003, Reed and I verbally agreed to terms for the use of his footage for Lynyrd Skynyrd touring and a pay-per-view and DVD use. This was historic band footage that was used in the "Simple Man" music video and the "Free Bird" music video. We agreed that Reed would be compensated at a rate of \$75 per concert for each Lynyrd Skynyrd concert at which his footage was shown. This amount was later

increased to \$100 per concert. In addition, Reed and I agreed that he would receive a \$2,500 one-time fee in consideration of his footage being used in the "Limited Edition" Vicious Cycle DVD, the pay-per-view concert, and the Vicious Cycle DVD (released in November 2003).

9. Reed's film footage was not shown at any Lynyrd Skynyrd live concerts in 2006.

10. After Reed and I came to terms in August 2003, Reed never voiced any objections to me nor, as far as I know, to anyone affiliated with the Lynyrd Skynyrd organization in 2004 or 2005 (or at any time thereafter until he hired lawyers in 2008) concerning the use of his footage by the Lynyrd Skynyrd organization. Other than as detailed above, he never objected in 2003, 2004, or 2005, years in which portions of his footage were being shown at Lynyrd Skynyrd concerts at which he worked. I find it highly unlikely that he was unaware that his footage was being shown at the concerts he worked.

11. The Lynyrd Skynyrd group used Reed's film footage not to earn money from it, but simply because Lynyrd Skynyrd wanted to show people the historical roots of the band. The band, and in particular Gary Rossington and Johnny Van Zant, wanted to educate younger people about the founding members who tragically died in the plane crash. They also wanted to pay homage to those who died. It was special for Johnny Van Zant to see his brother in the film footage and to be able to salute him during the shows.

12. Reed's film footage was never sold as a stand-alone product and, to my knowledge, it was never used in advertising to promote the sale of any products or of any concerts.

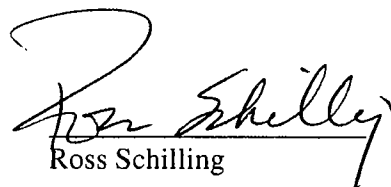
13. Lynyrd Skynyrd's motive in using Reed's footage was not to profit from it, but to remind and educate the band's audiences about the band's founding members who died in the plane crash, and to honor them.

14. Various factors can affect fees for concert revenues, including the size of the venue, the market, the economy, and the local promoter. However, the use of Reed's footage never had any bearing on concert revenues. Lynyrd Skynyrd's concert revenues never stemmed directly from the use of Reed's footage. Moreover, Lynyrd Skynyrd had some of its largest grosses in 2008 after Reed filed his lawsuit when his footage was no longer being shown at all.

15. Reed was terminated by the Lynyrd Skynyrd organization in 2005 for cause.

I swear under penalty of perjury that the foregoing is true and accurate to the best of my knowledge and belief.

Dated: January 13, 2009

  
Ross Schilling