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*Attorneys for Plaintiffs*

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**IN THE UNITED STATES DISTRICT COURT**  
**DISTRICT OF UTAH, CENTRAL DIVISION**

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INCENTIVE CAPITAL, LLC, a Utah Limited  
 Liability Company,

Plaintiff,

v.

CAMELOT ENTERTAINMENT GROUP,  
 INC., a Delaware Corporation; CAMELOT  
 FILM GROUP, INC., a Nevada Corporation;  
 CAMELOT DISTRIBUTION GROUP, INC.,  
 a Nevada Corporation, ROBERT P. ATWELL,  
 an individual; JAMIE R. THOMPSON, an  
 individual; STEVEN ISTOCK, an individual;  
 TED BAER, an individual; PETER  
 JAROWEY, an individual,

Defendants.

**DECLARATION OF JOSEPH G. PIA**

Civil No. 2:11-cv-00288

Judge Clark Waddoups

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JOSEPH PIA, under penalty of perjury, declares and says:

1. I am an individual over the age of 18, and have personal knowledge of the facts set forth herein.

2. I am a partner at the law firm of Pia Anderson Dorius Reynard & Moss and am lead counsel to Plaintiff Incentive Capital, LLC.

3. From July 25, 2011 through August 5, 2011, I and my family were on a family vacation in Sea Side, Oregon.

4. On August 4, 2011, the Court entered a minute entry stating that it had reconsidered its order and “conclude[d] that the grant was correct” [Dckt Entry No. 80].

5. I was away from my computer and did not see the order until the morning of August 5, 2011.

6. Upon seeing the Order, I immediately prepared a Motion to Permit Filing of Opposition to Motion to Dismiss and coordinated with my assistant to make the filing.

7. I also coordinated with my assistant to file the previously prepared Opposition to Motion to dismiss, which was filed on August 5, 2011.

8. While I was coordinating the filing of the Motion and the Opposition, I was *en route* to the airport in Portland which was approximately two hours from Sea Side.

9. I realize now that in an abundance of caution, I probably should have made the filing on or before August 3, 2011. The mistake was inadvertence, and I acted in good faith to rectify the matter as quickly as possible.

DATED this 26th day of August, 2011.

/s/Joseph Pia  
Joseph Pia