

FILED IN
4TH JUDICIAL DISTRICT COURT
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P/S: Morgan Stanley

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IN THE FOURTH JUDICIAL DISTRICT COURT
UTAH COUNTY, STATE OF UTAH

RALPH J. YARRO III, an individual,
DARCY G. MOTT, an individual, and
BRENT D. CHRISTENSEN, an individual,

Plaintiffs,

vs.

VAL NOORDA KREIDEL, an individual,
TERRY PETERSON, an individual,
WILLIAM MUSTARD, an individual, THE
NOORDA FAMILY TRUST, a Trust,
RAYMOND J. NOORDA, an individual
and a trustee of the Noorda Family Trust,
LEWENA NOORDA, an individual and a
trustee of the Noorda Family Trust, and
JOHN DOES 1 THROUGH 10,

Defendants,

THE CANOPY GROUP, INC., a Utah
corporation,

Intervenor Defendant.

**SUBPOENA TO
PRODUCE DOCUMENTS**

Civil No. 050400205

Honorable Anthony W. Schofield, Div. 8

TO: Morgan Stanley
5255 North Edgewood Drive, Suite 325
Provo, UT 84604

YOU ARE COMMANDED to produce the documents described in the attached Exhibit A at 10 Exchange Place, 11th Floor, in the City of Salt Lake, State of Utah, on the 22nd day of February, 2005, in connection with the above-entitled action pending in the Fourth Judicial District Court in and for Utah County, State of Utah.

DATED this 7th day of February, 2005.

SNOW, CHRISTENSEN & MARTINEAU

By: Maralyn M. Reger

Stanley J. Preston

Michael R. Carlston

Maralyn M. Reger

Attorneys for Plaintiffs

10 Exchange Place, 11th Floor

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Any subpoenaed organization not a party to this suit is hereby admonished pursuant to Rule 30(b)(6), Utah Rules of Civil Procedure, to file a designation with the court specifying one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf, and shall set forth, for each person designated, the matters on which he will testify or produce documents or things. The persons so designated shall testify as to matters known or reasonably available to the organization.

* See Notice to Persons Served with a Subpoena attached hereto

Exhibit A

1. Any and all time records and invoices from January 1, 1998 to the present relating to work performed for and on behalf of The Canopy Group, Inc. (“Canopy”), Raymond J. Noorda, Lewena Noorda, the Noorda Family Trust, Ralph Yarro, Darcy Mott, Brent Christensen, Val Noorda Kreidel, Terry Peterson and/or William Mustard relating in any respect to Canopy.
2. Any and all documents and/or agreements from January 1, 1998 to the present (including, without limitation, finalized agreements, drafts of agreements, revisions of agreements, redline versions of agreements/documents, business documents, notes, correspondence, communications and evidences of communications, electronic documents, email, recordings, spreadsheets, or calendars), whether on hard copy or electronic format relating in any respect to Canopy compensation plans, distributions, bonuses or compensation of any kind paid by Canopy, as well as Canopy’s ownership, recapitalization of Canopy, Canopy’s valuation, Canopy’s stock or stock options, Canopy’s Board, and/or Canopy loans.

Notice to Persons Served with a Subpoena

Subpoena to Appear at Trial, at Hearing, or at Deposition:

1. If this subpoena commands you to appear to give testimony at trial or at hearing, you must appear in person at the place designated in the subpoena.
2. If this subpoena commands you to appear to give testimony at deposition, you must appear in person at the place designated in the subpoena. If you are a resident of Utah, the subpoena may command you to appear only in the county where you reside, or where you are employed, or where you transact business in person, or where the court orders you to appear. If you are not a resident of Utah, the subpoena may command you to appear only in the county where you are served with the subpoena, or where the court orders.
3. If this subpoena commands you to appear to give testimony at trial, at hearing, or at deposition, but does not command you to produce or to permit inspection and copying of documents or tangible things, or inspection of premises, you have the right to object if the subpoena: (i) imposes an undue burden or expense upon you; (ii) does not allow you a reasonable time to comply, which may be less than 14 days, depending on the circumstances; or (iii) commands you to appear at deposition at a place in violation of paragraph 2, above.
4. To object to complying with the subpoena, you must file with the court issuing the subpoena a motion to quash or modify the subpoena. You must comply with the subpoena unless you have obtained a court order granting you relief from the subpoena.

Subpoena to Produce or to Permit Inspection of Documents or Tangible Things or to Permit Inspection of Premises:

5. If this subpoena commands you to produce or to permit inspection and copying of documents or tangible things, or to permit inspection of premises, but does not command you appear to give testimony at trial, at a hearing, or at a deposition: (i) you need not appear in person at the place of production or inspection; (ii) you must produce documents as you keep them in the ordinary course of business or organize and label them to correspond with the categories demanded in the subpoena; and (iii) you need not make any copies or advance any costs for production, inspection or copying. If you agree to make copies, the party who has served the subpoena upon you must pay the reasonable costs of production and copying.
6. You have the right to object if the subpoena: (i) imposes an undue burden or expense upon you; (ii) does not allow you at least 14 days to comply, unless the party serving the subpoena has obtained a court order requiring an earlier response; (iii) requires you to disclose a trade secret or other confidential research, development or commercial information; (iv) requires you to disclose privileged communication with your attorney or privileged trial preparation materials; or (v) requires you to disclose an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from expert's study made not at the request of any party.
7. To object to a subpoena for one of the reasons stated in paragraph 6, you must provide notice in writing of your objection to the party or attorney serving the subpoena before the date specified in the subpoena for you to respond. If your objection is based on either paragraph 6(iii), 6(iv) or 6(v), your written objection must describe the nature of the documents, communications or things that you object to producing with sufficient specificity to enable the party or attorney serving the subpoena to contest your objection. You must also comply with the subpoena to the extent that it commands production or inspection of materials to which you do not object.
8. After you make timely written objection, the party who has served the subpoena upon you must obtain a court order to compel you to comply with the subpoena. The party must give you a copy of its motion for a court order and notice of any hearing before the court. You have the right to file a response to the motion with the court and a right to attend any hearing. After you make a timely written objection, you have no obligation to comply with the subpoena until the party serving the subpoena has served you with a court order that compels you to comply.
9. If this subpoena commands you to produce or to permit inspection and copying of documents or tangible things, or to permit inspection of premises, and to appear to give testimony at trial, at a hearing, or at a deposition, you may object to the production or inspection of documents or tangible things, or inspection of premises, by following the procedure identified in paragraph 7. Even though you object to production or inspection of documents or tangible things, or inspection of premises, you must appear in person at the trial, at the hearing or at the deposition unless you obtain an order of the court by following the procedures identified in paragraph 4.

AFFIDAVIT OF SERVICE

State of UTAH

County of UTAH

Fourth District Court

Case Number: 050400205 Court Date: 2/22/2005

Plaintiff:

RALPH J. YARRO III

vs.

Defendant:

VAL NOORDA KREIDELL

For:

Maralyn M. Reger
SNOW, CHRISTENSEN & MARTINEAU
10 Exchange Place
Suite 1100
Salt Lake City, UT 84145-5000

Received by ANDERSON PROCESS SERVICES, L.C. on the 7th day of February, 2005 at 6:58 pm to be served on **MORGAN STANELY, 5255 NORTH EDGEWOOD DR, #325, PROVO, UTAH 84604-5689.**

I, Heidi A. Anderson, being duly sworn, depose and say that on the **9th day of February, 2005 at 2:45 pm, I:**

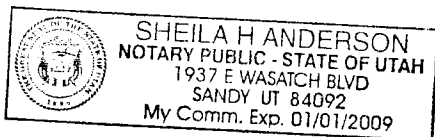
SERVED the within-named **CORPORATION** by delivering a true copy of the **SUBPOENA DUCES TECUM** with the date and hour of service endorsed thereon by me to TERRY D. PETERSON as Records Custodian in accordance with state statutes.

Additional Information pertaining to this Service:

2/9/2005 11:31 pm SERVED 2-9, 2:45P

2/9/2005 5:55 pm Service Made: 2-9, 2:45 P SERVED. THE PERSON THAT I SERVED WOULD NOT GIVE ME HIS NAME. HE SAID THAT I HAD TO TAKE THE PAPERS TO HIS ATTORNEY. WHEN I WENT THERE, I ASKED THE SEC FOR A CUSTODIAN OF RECORDS, OFFICER OF THE BUSINESS OR A MANAGER. SHE SAID THAT SHE WAS GOING TO GET TERRY. THE FIRST MAN CAME OUT AND SAID THAT HE WAS GOING TO GET THE CORRECT GUY. THEN THE SECOND GUY CAAME OUT AND SAID THAT I HAD TO TAKE IT TO HIS ATTORNEY. I EXPLAINED THAT BECAUSE WE WERE BOTH THERE, THAT I HAD TO LEAVE IT W

I am over the age of 18 and have no interest in the above action.



Heidi Anderson

Heidi A. Anderson
Process Server

Subscribed and Sworn to before me on the 10th day of February, 2005 by the affiant who is personally known to me.

Sheila Anderson
NOTARY PUBLIC

ANDERSON PROCESS SERVICES, L.C.
230 West 200 South
Suite 2302
Salt Lake City, UT 84101
(801) 619-1110
Our Job Serial Number: 2005000356

Service Fee: \$78.00