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11 CORPORATION and CBS STUDIOS
INC.
12

13 UNITED STATES DISTRICT COURT
14 CENTRAL DISTRICT OF CALIFORNIA
15

16 PARAMOUNT PICTURES
CORPORATION, a Delaware
17 corporation; and CBS STUDIOS INC.,
a Delaware corporation,

18 Plaintiffs,

19 v.

20 AXANAR PRODUCTIONS, INC., a
21 California corporation; ALEC PETERS,
an individual, and DOES 1-20,

22 Defendants.
23
24
25
26
27

Case No.: 2:15-cv-09938-RGK-E

(DISCOVERY MATTER)

**PLAINTIFFS' EX PARTE
APPLICATION FOR ORDER (A)
THAT DEFENDANTS ARE TO
PRODUCE DEFENDANT ALEC
PETERS FOR FURTHER
DEPOSITION AFTER HE
COMPLETES PRODUCTION OF
RELEVANT DOCUMENTS; (B)
THAT FINANCIAL SUMMARY
REGARDING DEFENDANTS'
EXPENDITURES OF FAN FUNDS
BE DE-DESIGNATED; (C) THAT
DEFENDANTS PROVIDE A
PRIVILEGE LOG**

Discovery Cutoff: November 2, 2016
Pre-Trial Conference: January 9, 2017
Trial: January 31, 2017

28

1 **TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:**

2 **PLEASE TAKE NOTICE** that Plaintiffs Paramount Pictures Corporation
3 and CBS Studios, Inc. (“Plaintiffs”) hereby submit this *Ex Parte* Application in
4 accordance with Local Rule 7-19 and 37-3. In this Application:

- 5
- 6 • Plaintiffs are requesting that Mr. Peters and his counsel confirm that he
7 has produced all relevant emails, documents and social media postings
8 and, thereafter, sit for a further deposition so that he can be examined
9 regarding the documents that other witnesses have produced, that Mr.
10 Peters is still in the process of producing this week, and any other
11 documents that are turned over prior to that supplemental deposition.
 - 12 • Plaintiffs request that the Court order the de-designation of a financial
13 summary prepared by Mr. Peters’ accountant that was marked as
14 “Highly Confidential” or “Attorneys’ Eyes Only” as it is not a trade
15 secret and does not otherwise contain competitively-sensitive
16 information. Defendants request that this document be deemed not
17 Confidential Information under the Court’s Protective Order.
 - 18 • Third, Plaintiffs request that the Court require Defendants to provide a
19 privilege log relating to Mr. Peters’ pre-lawsuit communications with
20 counsel.

21 Plaintiffs are concurrently filing an Application For Leave To File Document
22 Under Seal, as Defendants have designated the financial summary as “Highly
23 Confidential.”

24 There is good cause for granting *ex parte* relief. The extent of Mr. Peters’
25 failure to produce documents was recently revealed when Plaintiffs took the
26 depositions of Mr. Peters and Christian Gossett (the director of Mr. Peters’ film,
27 *Star Trek: Prelude To Axanar*). Mr. Gossett is a third party witness who was
28 deposed on October 22, 2016, and he produced thousands of pages of emails and
other documents, primarily constituting communications between himself and Mr.

1 Peters, virtually none of which were turned over by Mr. Peters. Prior to and
2 following Mr. Gossett's deposition, Plaintiffs repeatedly advised Defendants'
3 counsel that Mr. Peters appeared not to have turned over documents relating to his
4 creation of his independent Star Trek film project, including emails, social media
5 and internet postings and other materials. Mr. Peters' counsel has refused to search
6 for any additional documents and to certify that Mr. Peters has produced all
7 responsive documents. Plaintiffs would like the opportunity to depose Mr. Peters
8 regarding all of the relevant documents in this case, after he has turned over those
9 documents.

10 Plaintiffs also need to be able to depose third party witnesses regarding the
11 financial document prepared by Mr. Peters' accountant. Finally, a privilege log is
12 necessary so that Plaintiffs have the chance to challenge any documents designated
13 as privileged.

14 In accordance with Local Rule 7-19.1, on October 27, 2016, counsel for
15 Plaintiffs gave notice to Defendants' counsel of the date and substance of this ex
16 parte application. Declaration of David Grossman ("Grossman Decl."), ¶ 21.
17 Defendants' counsel stated that Defendants will oppose the Application. *Id.*

18 The contact information for Defendants' counsel is as follows: Erin R.
19 Ranahan, Winston & Strawn LLP, 333 S. Grand Avenue, 38th Floor, Los Angeles,
20 CA 90071-1543, eranahan@winston.com.

21 Dated: October 27, 2016

LOEB & LOEB LLP
JONATHAN ZAVIN
DAVID GROSSMAN
JENNIFER JASON

24 By: /s/ Jennifer Jason

25 Jennifer Jason
26 Attorneys for Plaintiffs
27 PARAMOUNT PICTURES
28 CORPORATION and CBS STUDIOS
INC.

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1 **MEMORANDUM OF POINTS AND AUTHORITIES**

2 **I. INTRODUCTION**

3 Plaintiffs filed this suit for copyright infringement against Defendants Axanar
4 Productions, Inc. and the owner of that entity, Alec Peters. Mr. Peters created an
5 unlicensed Star Trek film called *Star Trek: Prelude to Axanar* and, at the time this
6 lawsuit was filed, Mr. Peters was producing a second work, a full-length feature film
7 entitled *Star Trek: Axanar* (these two works are collectively referred to as the
8 “Axanar Works”).

9 By this Application, Plaintiffs are seeking relief from the Court, based on
10 recently disclosed information obtained in discovery.

11 First, Defendant Alec Peters failed to produce hundreds, if not thousands, of
12 emails relating to his involvement in the creation of the two unlicensed Star Trek
13 works. On Saturday, October 22, 2016, Christian Gossett, the director of *Star Trek:*
14 *Prelude to Axanar* was deposed. Mr. Gossett produced thousands of pages of
15 documents, which included hundreds of emails between himself and Mr. Peters.
16 These emails were not produced by Mr. Peters, who hardly produced any emails
17 between himself and his creative collaborators. After uncovering these documents,
18 Plaintiffs asked Mr. Peters’ counsel to agree to present Mr. Peters for a further
19 deposition. Mr. Peters’ counsel refused, but at the same time, stated that she had
20 located over a hundred additional emails from Mr. Peters that had not been
21 produced, and would be turning those documents over this week. In addition,
22 Robert Meyer Burnett (represented by Defendants’ counsel), the director of *Star*
23 *Trek: Axanar*, and a key member of the Axanar Productions crew, was deposed
24 earlier this month and testified that he did not turn over any of his emails with Mr.
25 Peters and did not search for or produce any of his text messages with Mr. Peters.
26 Moreover, neither Mr. Peters nor Mr. Burnett searched for or produced any of their
27 internet and social media postings relating to the Axanar Works. Counsel for Mr.
28

1 Peters and Mr. Burnett has justified their failure to produce these documents on the
2 basis that these postings (to the extent they still exist) are “publicly available.”

3 Plaintiffs are requesting that Mr. Peters and his counsel confirm that he has
4 produced all relevant emails, documents and social media postings and, thereafter,
5 sit for a further deposition so that he can be examined regarding the documents that
6 Mr. Gossett produced, that Mr. Peters is still in the process of producing this week,
7 and any other documents that are turned over prior to that supplemental deposition.¹

8 Second, the only document Mr. Peters has turned over relating to the
9 expenditure of the \$1.4 million he raised from Star Trek fans to create *Star Trek:*
10 *Axanar* is a financial summary prepared by his accountant. Mr. Peters has marked
11 that document as “Highly Confidential” – restricting its use in this lawsuit to
12 counsel for the parties. This document shows the amounts and dates on which Mr.
13 Peters paid himself and his colleagues, and paid for his personal expenses with
14 funds from Star Trek fans. There is no competitively-sensitive reason for this
15 document to be marked as “Attorneys-Eyes Only” or “Highly Confidential,” and
16 Mr. Peters has not been able to offer an explanation as to why it had been so
17 designated. On October 3, 2016, shortly after this document was produced,
18 Plaintiffs sent a meet and confer letter to Defendants’ counsel asking that this
19 document be de-designated. Defendants’ counsel did not respond. At the
20 deposition of Alec Peters last week, Plaintiffs’ counsel again requested that this
21 document be de-designated and, this week, Plaintiffs’ counsel continued to meet and
22 confer requesting the de-designation of this document. Plaintiffs request that the
23 Court order the de-designation of this document, as it is not a trade secret and does

24 _____
25 ¹ After repeated requests from Plaintiffs, Defendants’ counsel only stated that
26 Mr. Peters was still in the process of producing documents, did not say what those
27 documents were, did not provide any explanation for Mr. Peters’ failure to produce
28 the hundreds of emails between Mr. Gossett and himself (or between Mr. Peters and
his other collaborators on the Axanar project), and eventually stated that Mr. Peters
would only be made available for two hours, and only with respect to the documents
that have been produced, but would not engage in the requested search for Mr.
Peters’ documents that were not produced.

1 not otherwise contain competitively-sensitive information. The only basis offered
2 by Defendants' counsel for the failure to de-designate this document is that is that
3 the material in that document may embarrass Mr. Peters by showing the ways in
4 which he spent funds that were raised from Star Trek fans. This is not a proper basis
5 for designating a document as Highly Confidential and Plaintiffs request that the
6 Court order this document de-designated.

7 Third, Defendants' counsel refused to produce a privilege log on behalf of
8 Mr. Peters. When this issue was raised, Defendants' counsel stated that "we are not
9 withholding anything from before the lawsuit was filed as privileged." However,
10 the documents that Mr. Gossett produced (which Mr. Peters did not produce) show
11 that Mr. Peters had counsel in connection with his work on the Axanar project, and
12 asked that counsel to create legal documents and agreements relating to Axanar.
13 Moreover, Mr. Peters himself has confirmed that he engaged counsel to assist him
14 with his Axanar project. Defendants' prior representations regarding Mr. Peters'
15 lack of any communications with counsel were not accurate. Plaintiffs request that
16 the Court require Defendants to provide, in addition to the documents that were not
17 produced, a privilege log relating to Mr. Peters' pre-lawsuit communications with
18 counsel.

19 **II. STATEMENT OF FACTS**

20 **A. Plaintiffs' Discovery Requests.**

21 On April 26, 2016, Plaintiffs served requests for production on Defendants,
22 which sought, among other things, communications relating to the Axanar Works
23 and communications between Peters and other parties who worked on the Axanar
24 Works. Grossman Decl., ¶ 2.

25 On or about September 7, 2016, Defendants made their first production.
26 Defendants' document production contained very few emails relating to the creation
27 and production of the Axanar works. Grossman Decl., ¶ 3. Instead, many of the
28 documents produced were non-substantive, and involved communications with

1 donors regarding the logistics of their donations. *Id.* Very few emails related to the
2 creative decisions that were made relating to the Axanar Works, the funds that were
3 spent in connection with the Axanar Works, or the source materials that were being
4 used in order to create Defendants’ “independent Star Trek film.” *Id.*

5 In that production was a summary document that Defendants designated
6 “Highly Confidential.”² Grossman Decl., ¶ 4. This document is a ledger showing
7 how Mr. Peters spent the funds solicited from donors (on the crowd-funding
8 websites Indiegogo and Kickstarter) for his full-length feature film production, *Star*
9 *Trek: Axanar*. *Id.*

10 In August, Plaintiffs noticed the depositions of Robert Meyer Burnett (the
11 director of *Star Trek: Axanar*), Diana Kingsbury (Alec Peters’ former girlfriend and
12 a member of the Axanar production team) and Bill Hunt (the co-writer of *Star Trek:*
13 *Axanar*). Grossman Decl., ¶ 6. At Defendants’ request, these depositions were re-
14 scheduled to mid-October. *Id.* Alec Peters’ deposition was scheduled for October
15 19, 2016 and Christian Gossett, a third party, and the director of the twenty-minute
16 film, *Star Trek: Prelude to Axanar*, was scheduled for Saturday October 22, 2016
17 (due to his work schedule). *Id.*, ¶ 7.

18 On October 3, 2016, Plaintiffs’ counsel delivered a letter to Defendants’
19 counsel asking for various documents and emails that were missing from
20 Defendants’ production. Grossman Decl., Ex. B. This letter noted the scarcity of
21 relevant emails in Defendants’ September 2016 document production, and requested
22 that all responsive emails, documents and social media/internet postings be
23 produced. Below are excerpts from the October 3, 2016 letter on these issues:

24 Request No. 17 seeks all COMMUNICATIONS with third
25 parties RELATING TO the AXANAR WORKS. Request
26 No. 18 seeks all COMMUNICATIONS, both public and
private, RELATING TO the AXANAR WORKS.

27 ² Plaintiffs are concurrently filing an Application For Leave To File
28 Document Under Seal as Defendants have designated the financial summary
document as Highly Confidential.

1 Plaintiffs are certain that Defendants have not produced all
2 of these communications, because at the very least
3 Defendants have not produced Peters' communications
4 with CBS. In fact, Defendants have produced under 200
5 emails about the Axanar production that are not from or to
6 donors.

7 Request No. 22 seeks all COMMUNICATIONS with
8 Robert Meyer Burnett RELATING TO the AXANAR
9 WORKS. Defendants have produced only about ten emails
10 that include Robert Meyer Burnett. Please confirm that
11 there are no other emails.

12 Request No. 23 seeks all COMMUNICATIONS with
13 Diana Kingsbury RELATING TO the AXANAR
14 WORKS. Defendants have produced communications
15 between Ms. Kingsbury and donors, but Defendants have
16 not produced any communications between Mr. Peters and
17 Ms. Kingsbury. Please confirm that there are no emails in
18 existence that you have not produced.

19 Request No. 24 seeks all COMMUNICATIONS with
20 Terry McIntosh RELATING TO the AXANAR WORKS.
21 Request No. 25 seeks all COMMUNICATIONS with
22 Alexander Bornstein RELATING TO the AXANAR
23 WORKS. Request No. 26 seeks all
24 COMMUNICATIONS with Bing Bailey RELATING TO
25 the AXANAR WORKS. Request No. 27 seeks all
26 COMMUNICATIONS with Bill Hunt RELATING TO the
27 AXANAR WORKS. Request No. 28 seeks all
28 COMMUNICATIONS with Michael Spatola RELATING
TO the AXANAR WORKS. Request No. 29 seeks all
COMMUNICATIONS with Frank Serafine RELATING
TO the AXANAR WORKS. Request No. 30 seeks all
COMMUNICATIONS with Adam Howard RELATING
TO the AXANAR WORKS. Defendants have produced
almost no email communications with these individuals.
Please confirm that Defendants have produced all
responsive documents.

Request No. 31 seeks all DOCUMENTS RELATED TO
any postings YOU have made on social media, message
boards, or any other website RELATED TO this
ACTION, the AXANAR WORKS, the STAR TREK
COPYRIGHTED WORKS, or PLAINTIFFS. Defendants
have not produced these documents, despite their large
social media presence. Please let me know when they will
be produced.

Plaintiffs' letter also asked that Mr. Peters' ledger, showing how he spent the
funds for *Star Trek: Axanar*, be de-designated.

28

1 Finally, Defendants produced a document bates labeled
2 AX030915-AX031129 that they designated “Highly
3 Confidential,” and therefore for Attorney’s Eyes Only. A
4 document relating to the expenditures of donor funds on
5 the Axanar Works and other items is not highly
6 confidential. There is no sensitive business information in
7 this document, and no risk that this document could be
8 exposed to potential “competitors.” Please re-designate
9 this document as not being “Highly Confidential,” or
10 please explain the basis for the designation.

11 Defendants did not respond to Plaintiffs’ October 3, 2016 letter. Grossman
12 Decl., ¶ 8.

13 On October 19, Plaintiffs took the deposition of Peters. Mr. Peters testified
14 that he did not search for or produce any of his text messages or any of his social
15 media or internet postings. Grossman Decl., ¶ 10. Mr. Peters also said that he did
16 not delete any substantive emails. *Id.* After the deposition of Mr. Peters, counsel
17 for Plaintiffs again met and conferred with Defendants’ counsel and noted that it
18 was clear that Mr. Peters had not produced his documents, including the emails
19 relating to the production of the Axanar Works, even though Mr. Peters had
20 produced other email communications from that same time period. *Id.*, ¶ 11.

21 Counsel also met and conferred and requested, again, that Mr. Peters de-
22 designate the ledger showing the expenditures he made from his crowd-funding
23 campaigns.³ Grossman Decl., ¶ 12. Notably, for Mr. Peters’ first crowdfunding
24 campaign, relating to the twenty-minute film, *Star Trek: Prelude to Axanar*, Mr.
25 Peters distributed an “annual report” to donors in which he disclosed the
26 expenditures relating to the approximately \$100,000 that was raised for that film.
27 Grossman Decl., ¶ 13, Ex. D. This document, however, was not provided in this

28 ³ There were three crowd-funding campaigns relating to the Axanar Works. The first campaign was on Kickstarter, and raised approximately \$100,000 for the production of the twenty-minute film, *Prelude to Axanar*. After *Prelude to Axanar* was completed, two additional crowdfunding campaigns were completed (one on Kickstarter and another on Indiegogo), in order to raise funds for Mr. Peters’ full-length *Star Trek* film, entitled *Star Trek: Axanar*. Approximately \$1.4 million was publicly raised in connection with these two subsequent crowdfunding efforts.

1 litigation by Mr. Peters. *Id.* Plaintiffs, instead, obtained it and *produced it to*
2 *Defendants.* *Id.* at Ex. D. In this report relating to the funds spent by Mr. Peters on
3 *Star Trek: Prelude to Axanar*, Mr. Peters stated that “The Axanar Annual Report is
4 the financial review document of Axanar Productions. One thing we at Axanar
5 pride ourselves on is being the most transparent and accountable crowd-funded film
6 out there.” *Id.*

7 However, in response to counsel’s request that Mr. Peters de-designate the
8 ledger showing the funds expended on Mr. Peters’ follow-on project, *Star Trek:*
9 *Axanar*, his counsel declined to do so, stating that the public disclosure of the ways
10 in which Mr. Peters spent funds from Star Trek fans could cause embarrassment for
11 Mr. Peters. Grossman Decl., ¶ 20, Ex. G.

12 **B. Deposition of Christian Gossett.**

13 Christian Gossett was the director of *Star Trek: Prelude to Axanar.*
14 Grossman Decl., ¶ 14. Although he was subpoenaed in August, due to his work
15 schedule, he was not available for deposition during work hours and his deposition
16 was taken on Saturday October 22, 2016. *Id.* The day prior to his deposition, Mr.
17 Gossett produced thousands of pages of documents, including hundreds of emails
18 between himself and Mr. Peters (as well as other source documents showing the
19 material that was used to create the Axanar Works). *Id.*

20 The majority of these documents were communications between Mr. Gossett
21 and Alec Peters. Grossman Decl., ¶ 14. Virtually none of these documents were
22 produced by Mr. Peters. *Id.*

23 On October 24, counsel for Plaintiffs again raised these issues with counsel
24 for Defendants. Grossman Decl., ¶ 16, Ex. F. Plaintiffs asked for another
25 deposition of Peters and also stated:

26 Finally, as you know, Rob Burnett testified that he did not
27 produce emails or text messages relating to the creation of
28

1 the Axanar Works or this lawsuit. On Saturday, we
2 deposed Christian Gossett, the director of *Prelude To*
3 *Axanar*, which was co-written and produced by your client
4 Alec Peters...Mr. Gossett's production shows that
5 virtually none of the communications that Mr. Peters had
6 with the director of *Prelude to Axanar* were turned over
7 prior to Mr. Peters' deposition. Also, as we explained last
8 week, there were many communications between CBS and
9 Alec Peters that were produced by CBS, but were not
10 produced by Alec Peters.

11 Defendants' counsel responded by pointing out *one* email between Mr. Peters
12 and CBS that he had produced. Grossman Decl., ¶ 17, Ex. F.⁴ Defendants' counsel,
13 however, failed to explain the lack of production of Mr. Peters' communications
14 with Mr. Gossett, and refused to produce Mr. Peters for a further deposition. *Id.*

15 However, Defendants' counsel also stated that she had located over one
16 hundred unproduced emails from Mr. Peters, that those documents would be
17 produced this week, but that Mr. Peters would not agree to sit for a further
18 deposition regarding these productions. Grossman Decl., ¶ 17, Ex. F.

19 After continued demands from Plaintiffs, Defendants' counsel eventually
20 stated that Mr. Peters had located even more documents, and would be producing
21 them (of unknown content) but that he would not agree to be deposed for any more
22 than two hours, and only with respect to the limited documents that were located
23 after his October 19 deposition. Grossman Decl., ¶ 19, Ex. G. Mr. Peters' counsel
24 did not agree to produce Mr. Peters' text messages, social media postings, nor did
25 counsel agree to certify that Mr. Peters' emails had been searched for all responsive
26 documents. *Id.* Given that CBS has produced many communications with Mr.

27
28 ⁴ There are several communications between Mr. Peters and CBS that were
not produced by Mr. Peters. *See* Grossman Decl., ¶ 9, Ex. C.

1 Peters that he did not produce himself, that Mr. Gossett has produced voluminous
2 correspondence regarding the Axanar project that Mr. Peters did not produce
3 himself, and Mr. Burnett has not produced any documents or communications
4 relating to his involvement with the Axanar project, Plaintiffs believe that the Court
5 should order that Mr. Burnett and Mr. Peters certify that all responsive documents
6 (including emails, social media and internet postings and text messages) have been
7 produced, and produce Mr. Peters, without restriction, for a further deposition once
8 those documents have been turned over.

9 **III. ARGUMENT**

10 **A. Mr. Peters Should Be Required To Certify That All Relevant**
11 **Documents Have Been Produced And Should Appear For A**
12 **Second Deposition.**

13 It is undisputed that Mr. Peters has not produced emails relating to the
14 production of the Axanar Works. In addition to Mr. Gossett's emails with Mr.
15 Peters (that were produced this week by Mr. Gossett), Mr. Peters is in the process of
16 turning over additional emails relating to the Axanar Works that had not been
17 previously produced. Moreover, both Mr. Peters and Mr. Burnett testified that they
18 did not produce their online postings relating to Axanar. Mr. Peters' failure to
19 produce documents is further evidenced by the fact that he engaged in numerous
20 communications with CBS that were only produced by CBS, and not by Mr. Peters.
21 Mr. Peters' counsel should certify that counsel has performed a search of Mr.
22 Peters' emails and that all relevant documents have been produced and Mr. Peters
23 should be ordered to appear for a further deposition, without limitation, after further
24 documents are produced, or a certification is provided that a search of his emails has
25 been completed.

26 Federal Rules of Civil Procedure Rule 30(a)(2) provides that "[a] party must
27 obtain leave of court, and the court *must grant leave* to the extent consistent with
28 Rule 26(b)(2): (A) if the parties have not stipulated to the deposition and:...(ii) the

1 deponent has already been deposed in the case.” (emphasis added) The court shall
2 grant a motion seeking leave to re-depose a party, as long as the following do not
3 apply:

4 (i) the discovery [second deposition] sought is unreasonably cumulative
5 or duplicative, or can be obtained from some other source that is more
convenient, less burdensome, or less expensive;

6 (ii) the party seeking discovery has had ample opportunity to obtain the
7 information by discovery in the action; or

8 (iii) the burden or expense of the proposed discovery outweighs its
likely benefit, considering the needs of the case, the amount in
9 controversy, the parties’ resources, the importance of the issues at stake
in the action, and the importance of the discovery in resolving the
10 issues.

11 *Couch v. Wan*, 2012 U.S. Dist. LEXIS 137216 (E.D. Cal. Sept. 21, 2012)
(quoting Fed. R. Civ. P. 26(b)(2)(C)) (brackets in original).

12 ““The decision to permit a second deposition is left to the discretion of the
13 trial court, and the court should balance the burdens of the various parties in
14 exercising this discretion.’ [citations omitted].” *Enron Broadband Servs., L.P. v.*
15 *Travelers Cas. & Sur. Co. of Am. (In re Enron Corp.)*, 349 B.R. 115, 128-129
16 (Bankr. S.D.N.Y. 2006). “The purpose of this rule is to ‘guard against redundant or
17 disproportionate discovery;’ however, the court ‘must be careful not to deprive a
18 party of discovery that is reasonably necessary to afford a fair opportunity to
19 develop and prepare the case.’ Thus, the principles outlined in Rule 26(b)(2)(C)
20 involve balancing the benefit of the proposed discovery with its likely burdens.”
21 *Foreclosure Mgmt. Co. v. Asset Mgmt. Holdings, LLC*, 2008 U.S. Dist. LEXIS
22 75489 (D. Kan. Aug. 21, 2008) (citing Fed. R. Civ. P. 26 advisory committee’s note
23 to 1983 amendments).

24 A deposition of a previously-deposed witness is appropriate when the re-
25 deposition has been necessitated by the opposing party’s previous refusal to produce
26 relevant documents or answer certain questions. *See All Star Seed v. Nationwide*
27 *Agribusiness Ins. Co.*, 2013 U.S. Dist. LEXIS 64587 (S.D. Cal. May 3, 2013) (Court
28

1 found that plaintiff had demonstrated sufficient evidence to support re-opening two
2 depositions when “Plaintiff did not have the opportunity to question the witnesses
3 about the documents produced in February 2013, solely due to Defendant’s failure
4 to produce them.”); *Syncora Guar., Inc. v. EMC Mortg. Corp.*, 2013 U.S. Dist.
5 LEXIS 41770 (N.D. Cal. Mar. 25, 2013) (second deposition ordered over objection
6 by opposing party that “Syncora chose to depose Ms. Gibin knowing that it had
7 requested the production of these documents, but without waiting for their
8 production”).

9 For the following reasons, the discovery sought in the second session of
10 Peters’ deposition is not unreasonably cumulative or duplicative, cannot be obtained
11 from some other source that is more convenient, less burdensome, or less expensive,
12 and Plaintiffs have not had ample opportunity to obtain the information thus far.
13 Furthermore, it is solely because of the refusals of Defendants (and the third parties
14 over which they maintain control) to produce documents and information in
15 response to Plaintiffs’ discovery requests that this second deposition has been
16 necessitated:

- 17 • There are a significant amount of emails that Defendants have
18 inexplicably failed to produce in this case, and that Plaintiffs were
19 therefore unable to use for their deposition of Mr. Peters.
- 20 • The director of *Prelude to Axanar*, Christian Gossett, turned over
21 thousands of pages of documents, most of which were communications
22 with Mr. Peters. Grossman Decl., ¶ 15, Ex. E. Yet, Defendants have
23 given no explanation as to why they did not produce these documents
24 prior to Mr. Peters’ deposition, or at all. Notably, Mr. Peters produced
25 emails from that same email account, from the same time period, and
26 he also testified that he did not delete substantive emails with Mr.
27 Gossett.

28

- 1 • Since Mr. Peters' deposition, Defendants have said that they are
2 producing additional emails from Mr. Peters, although they have not
3 described the content of those documents. Grossman Decl., ¶ 19, Ex.
4 G. Plaintiffs have, obviously, not had the opportunity to depose Peters
5 regarding these documents.

6 Accordingly, Plaintiffs respectfully request that the Court direct Mr. Peters to
7 appear for a subsequent deposition.

8 **B. Mr. Peters' Summary Of Funds Expended Should Not Be**
9 **Designated Attorneys' Eyes Only.**

10 Mr. Peters had not provided any legitimate basis to support the designation of
11 the expenditures made on the *Star Trek: Axanar* film as "Highly Confidential" or
12 "Attorneys' Eyes Only." That Mr. Peters does not want to reveal the amounts that
13 he paid to himself and his colleagues, or the amounts he spent on personal expenses,
14 is not a sufficient basis for restricting access to that information.

15 There are two remaining depositions in this matter, and Plaintiffs will be
16 prejudiced if they are not able to provide this financial summary to actual and
17 potential witnesses, as this document evidences the nature of Mr. Peters' Star Trek
18 production, which he has (in this lawsuit) mischaracterized as a "fan film" and a
19 non-commercial enterprise.

20 Mr. Peters previously disclosed, in a published report, the expenditures made
21 on his first Star Trek film project, *Prelude to Axanar*. And in that financial
22 disclosure document (which Mr. Peters inexplicably did not turn over in this
23 lawsuit), Mr. Peters explained that: "[o]ne thing we at Axanar pride ourselves on is
24 being the most transparent and accountable crowd-funded film out there." Grossman
25 Decl., Ex. D.

26 Mr. Peters has not articulated any basis for the current designation of the
27 financial summary for the subsequent crowdfunding project, *Star Trek: Axanar*, and
28 Plaintiffs request that the Court order that document to be de-designated.

1 **C. Defendants Should Be Ordered To Provide A Privilege Log.**

2 Defendants' counsel previously refused to produce a privilege log for Mr.
3 Peters (and his company) on the grounds that "we are not withholding anything
4 from before the lawsuit was filed as privileged." Grossman Decl., ¶ 5, Ex. A. This
5 statement was made on September 26, 2016. *Id.* On October 19, 2016, Mr. Peters
6 confirmed that he had, in fact, engaged and paid counsel prior to the inception of the
7 litigation. Indeed, Mr. Peters hired production counsel for his Star Trek film project
8 and, on October 22, 2016, Mr. Gossett testified regarding documents that he
9 produced (and Mr. Peters did not produce) showing that Mr. Peters had engaged
10 counsel, and instructed his counsel to prepare agreements relating to the films, and
11 other legal documents. *Id.*, ¶ 15, Ex. E.

12 After Defendants' counsel's statement that no privilege communications
13 existed prior to the filing of this lawsuit was proven incorrect, Plaintiffs requested
14 that a privilege log be provided. Grossman Decl., Ex. F. Defendants' counsel
15 refused to do so. *Id.*, Ex. G.

16 "Counsel must ...prepare and provide to opposing counsel a privilege log if
17 documents are withheld as privileged." *HM Elecs., Inc. v. R.F. Techs., Inc.*, No.
18 12cv2884-BAS-MDD, 2015 U.S. Dist. LEXIS 104100, at *65 (S.D. Cal. Aug. 7,
19 2015); Fed. R. Civ. P. 26(b)(5)(A).

20 Plaintiffs request that the Court order Mr. Peters and Axanar Productions to
21 provide a privilege log, along with the other documents that have been withheld, and
22 prior to the date set for his continued deposition.

23 **IV. CONCLUSION**

24 Plaintiffs respectfully request that the Court (a) order Mr. Peters to appear for
25 deposition; (b) order that Mr. Peters de-designate the financial summary for his *Star*
26 *Trek: Axanar* project; and (c) provide a privilege log.

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Dated: October 27, 2016

LOEB & LOEB LLP
JONATHAN ZAVIN
DAVID GROSSMAN
JENNIFER JASON

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INC.
12

13 UNITED STATES DISTRICT COURT
14 CENTRAL DISTRICT OF CALIFORNIA
15

16 PARAMOUNT PICTURES
CORPORATION, a Delaware
17 corporation; and CBS STUDIOS INC.,
a Delaware corporation,
18
Plaintiffs,
19
v.
20
AXANAR PRODUCTIONS, INC., a
21 California corporation; ALEC PETERS,
an individual, and DOES 1-20,
22
Defendants.
23
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Case No.: 2:15-cv-09938-RGK-E

(DISCOVERY MATTER)

**PLAINTIFFS' EX PARTE
APPLICATION FOR ORDER (A)
THAT DEFENDANTS ARE TO
PRODUCE DEFENDANT ALEC
PETERS FOR FURTHER
DEPOSITION AFTER HE
COMPLETES PRODUCTION OF
RELEVANT DOCUMENTS; (B)
THAT FINANCIAL SUMMARY
REGARDING DEFENDANTS'
EXPENDITURES OF FAN FUNDS
BE DE-DESIGNATED; (C) THAT
DEFENDANTS PROVIDE A
PRIVILEGE LOG**

Discovery Cutoff: November 2, 2016
Pre-Trial Conference: January 9, 2017
Trial: January 31, 2017

1 **TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:**

2 **PLEASE TAKE NOTICE** that Plaintiffs Paramount Pictures Corporation
3 and CBS Studios, Inc. (“Plaintiffs”) hereby submit this *Ex Parte* Application in
4 accordance with Local Rule 7-19 and 37-3. In this Application:

- 5
- 6 • Plaintiffs are requesting that Mr. Peters and his counsel confirm that he
7 has produced all relevant emails, documents and social media postings
8 and, thereafter, sit for a further deposition so that he can be examined
9 regarding the documents that other witnesses have produced, that Mr.
10 Peters is still in the process of producing this week, and any other
11 documents that are turned over prior to that supplemental deposition.
 - 12 • Plaintiffs request that the Court order the de-designation of a financial
13 summary prepared by Mr. Peters’ accountant that was marked as
14 “Highly Confidential” or “Attorneys’ Eyes Only” as it is not a trade
15 secret and does not otherwise contain competitively-sensitive
16 information. Defendants request that this document be deemed not
17 Confidential Information under the Court’s Protective Order.
 - 18 • Third, Plaintiffs request that the Court require Defendants to provide a
19 privilege log relating to Mr. Peters’ pre-lawsuit communications with
20 counsel.

21 Plaintiffs are concurrently filing an Application For Leave To File Document
22 Under Seal, as Defendants have designated the financial summary as “Highly
23 Confidential.”

24 There is good cause for granting *ex parte* relief. The extent of Mr. Peters’
25 failure to produce documents was recently revealed when Plaintiffs took the
26 depositions of Mr. Peters and Christian Gossett (the director of Mr. Peters’ film,
27 *Star Trek: Prelude To Axanar*). Mr. Gossett is a third party witness who was
28 deposed on October 22, 2016, and he produced thousands of pages of emails and
other documents, primarily constituting communications between himself and Mr.

1 Peters, virtually none of which were turned over by Mr. Peters. Prior to and
2 following Mr. Gossett’s deposition, Plaintiffs repeatedly advised Defendants’
3 counsel that Mr. Peters appeared not to have turned over documents relating to his
4 creation of his independent Star Trek film project, including emails, social media
5 and internet postings and other materials. Mr. Peters’ counsel has refused to search
6 for any additional documents and to certify that Mr. Peters has produced all
7 responsive documents. Plaintiffs would like the opportunity to depose Mr. Peters
8 regarding all of the relevant documents in this case, after he has turned over those
9 documents.

10 Plaintiffs also need to be able to depose third party witnesses regarding the
11 financial document prepared by Mr. Peters’ accountant. Finally, a privilege log is
12 necessary so that Plaintiffs have the chance to challenge any documents designated
13 as privileged.

14 In accordance with Local Rule 7-19.1, on October 27, 2016, counsel for
15 Plaintiffs gave notice to Defendants’ counsel of the date and substance of this ex
16 parte application. Declaration of David Grossman (“Grossman Decl.”), ¶ 21.
17 Defendants’ counsel stated that Defendants will oppose the Application. *Id.*

18 The contact information for Defendants’ counsel is as follows: Erin R.
19 Ranahan, Winston & Strawn LLP, 333 S. Grand Avenue, 38th Floor, Los Angeles,
20 CA 90071-1543, eranahan@winston.com.

21 Dated: October 27, 2016

LOEB & LOEB LLP
JONATHAN ZAVIN
DAVID GROSSMAN
JENNIFER JASON

22
23
24 By: /s/ Jennifer Jason
Jennifer Jason
Attorneys for Plaintiffs
PARAMOUNT PICTURES
CORPORATION and CBS STUDIOS
INC.

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1 **MEMORANDUM OF POINTS AND AUTHORITIES**

2 **I. INTRODUCTION**

3 Plaintiffs filed this suit for copyright infringement against Defendants Axanar
4 Productions, Inc. and the owner of that entity, Alec Peters. Mr. Peters created an
5 unlicensed Star Trek film called *Star Trek: Prelude to Axanar* and, at the time this
6 lawsuit was filed, Mr. Peters was producing a second work, a full-length feature film
7 entitled *Star Trek: Axanar* (these two works are collectively referred to as the
8 “Axanar Works”).

9 By this Application, Plaintiffs are seeking relief from the Court, based on
10 recently disclosed information obtained in discovery.

11 First, Defendant Alec Peters failed to produce hundreds, if not thousands, of
12 emails relating to his involvement in the creation of the two unlicensed Star Trek
13 works. On Saturday, October 22, 2016, Christian Gossett, the director of *Star Trek:*
14 *Prelude to Axanar* was deposed. Mr. Gossett produced thousands of pages of
15 documents, which included hundreds of emails between himself and Mr. Peters.
16 These emails were not produced by Mr. Peters, who hardly produced any emails
17 between himself and his creative collaborators. After uncovering these documents,
18 Plaintiffs asked Mr. Peters’ counsel to agree to present Mr. Peters for a further
19 deposition. Mr. Peters’ counsel refused, but at the same time, stated that she had
20 located over a hundred additional emails from Mr. Peters that had not been
21 produced, and would be turning those documents over this week. In addition,
22 Robert Meyer Burnett (represented by Defendants’ counsel), the director of *Star*
23 *Trek: Axanar*, and a key member of the Axanar Productions crew, was deposed
24 earlier this month and testified that he did not turn over any of his emails with Mr.
25 Peters and did not search for or produce any of his text messages with Mr. Peters.
26 Moreover, neither Mr. Peters nor Mr. Burnett searched for or produced any of their
27 internet and social media postings relating to the Axanar Works. Counsel for Mr.
28

1 Peters and Mr. Burnett has justified their failure to produce these documents on the
2 basis that these postings (to the extent they still exist) are “publicly available.”

3 Plaintiffs are requesting that Mr. Peters and his counsel confirm that he has
4 produced all relevant emails, documents and social media postings and, thereafter,
5 sit for a further deposition so that he can be examined regarding the documents that
6 Mr. Gossett produced, that Mr. Peters is still in the process of producing this week,
7 and any other documents that are turned over prior to that supplemental deposition.¹

8 Second, the only document Mr. Peters has turned over relating to the
9 expenditure of the \$1.4 million he raised from Star Trek fans to create *Star Trek:*
10 *Axanar* is a financial summary prepared by his accountant. Mr. Peters has marked
11 that document as “Highly Confidential” – restricting its use in this lawsuit to
12 counsel for the parties. This document shows the amounts and dates on which Mr.
13 Peters paid himself and his colleagues, and paid for his personal expenses with
14 funds from Star Trek fans. There is no competitively-sensitive reason for this
15 document to be marked as “Attorneys-Eyes Only” or “Highly Confidential,” and
16 Mr. Peters has not been able to offer an explanation as to why it had been so
17 designated. On October 3, 2016, shortly after this document was produced,
18 Plaintiffs sent a meet and confer letter to Defendants’ counsel asking that this
19 document be de-designated. Defendants’ counsel did not respond. At the
20 deposition of Alec Peters last week, Plaintiffs’ counsel again requested that this
21 document be de-designated and, this week, Plaintiffs’ counsel continued to meet and
22 confer requesting the de-designation of this document. Plaintiffs request that the
23 Court order the de-designation of this document, as it is not a trade secret and does

24 _____
25 ¹ After repeated requests from Plaintiffs, Defendants’ counsel only stated that
26 Mr. Peters was still in the process of producing documents, did not say what those
27 documents were, did not provide any explanation for Mr. Peters’ failure to produce
28 the hundreds of emails between Mr. Gossett and himself (or between Mr. Peters and
his other collaborators on the Axanar project), and eventually stated that Mr. Peters
would only be made available for two hours, and only with respect to the documents
that have been produced, but would not engage in the requested search for Mr.
Peters’ documents that were not produced.

1 not otherwise contain competitively-sensitive information. The only basis offered
2 by Defendants' counsel for the failure to de-designate this document is that is that
3 the material in that document may embarrass Mr. Peters by showing the ways in
4 which he spent funds that were raised from Star Trek fans. This is not a proper basis
5 for designating a document as Highly Confidential and Plaintiffs request that the
6 Court order this document de-designated.

7 Third, Defendants' counsel refused to produce a privilege log on behalf of
8 Mr. Peters. When this issue was raised, Defendants' counsel stated that "we are not
9 withholding anything from before the lawsuit was filed as privileged." However,
10 the documents that Mr. Gossett produced (which Mr. Peters did not produce) show
11 that Mr. Peters had counsel in connection with his work on the Axanar project, and
12 asked that counsel to create legal documents and agreements relating to Axanar.
13 Moreover, Mr. Peters himself has confirmed that he engaged counsel to assist him
14 with his Axanar project. Defendants' prior representations regarding Mr. Peters'
15 lack of any communications with counsel were not accurate. Plaintiffs request that
16 the Court require Defendants to provide, in addition to the documents that were not
17 produced, a privilege log relating to Mr. Peters' pre-lawsuit communications with
18 counsel.

19 **II. STATEMENT OF FACTS**

20 **A. Plaintiffs' Discovery Requests.**

21 On April 26, 2016, Plaintiffs served requests for production on Defendants,
22 which sought, among other things, communications relating to the Axanar Works
23 and communications between Peters and other parties who worked on the Axanar
24 Works. Grossman Decl., ¶ 2.

25 On or about September 7, 2016, Defendants made their first production.
26 Defendants' document production contained very few emails relating to the creation
27 and production of the Axanar works. Grossman Decl., ¶ 3. Instead, many of the
28 documents produced were non-substantive, and involved communications with

1 donors regarding the logistics of their donations. *Id.* Very few emails related to the
2 creative decisions that were made relating to the Axanar Works, the funds that were
3 spent in connection with the Axanar Works, or the source materials that were being
4 used in order to create Defendants’ “independent Star Trek film.” *Id.*

5 In that production was a summary document that Defendants designated
6 “Highly Confidential.”² Grossman Decl., ¶ 4. This document is a ledger showing
7 how Mr. Peters spent the funds solicited from donors (on the crowd-funding
8 websites Indiegogo and Kickstarter) for his full-length feature film production, *Star*
9 *Trek: Axanar*. *Id.*

10 In August, Plaintiffs noticed the depositions of Robert Meyer Burnett (the
11 director of *Star Trek: Axanar*), Diana Kingsbury (Alec Peters’ former girlfriend and
12 a member of the Axanar production team) and Bill Hunt (the co-writer of *Star Trek:*
13 *Axanar*). Grossman Decl., ¶ 6. At Defendants’ request, these depositions were re-
14 scheduled to mid-October. *Id.* Alec Peters’ deposition was scheduled for October
15 19, 2016 and Christian Gossett, a third party, and the director of the twenty-minute
16 film, *Star Trek: Prelude to Axanar*, was scheduled for Saturday October 22, 2016
17 (due to his work schedule). *Id.*, ¶ 7.

18 On October 3, 2016, Plaintiffs’ counsel delivered a letter to Defendants’
19 counsel asking for various documents and emails that were missing from
20 Defendants’ production. Grossman Decl., Ex. B. This letter noted the scarcity of
21 relevant emails in Defendants’ September 2016 document production, and requested
22 that all responsive emails, documents and social media/internet postings be
23 produced. Below are excerpts from the October 3, 2016 letter on these issues:

24 Request No. 17 seeks all COMMUNICATIONS with third
25 parties RELATING TO the AXANAR WORKS. Request
26 No. 18 seeks all COMMUNICATIONS, both public and
private, RELATING TO the AXANAR WORKS.

27 ² Plaintiffs are concurrently filing an Application For Leave To File
28 Document Under Seal as Defendants have designated the financial summary
document as Highly Confidential.

1 Plaintiffs are certain that Defendants have not produced all
2 of these communications, because at the very least
3 Defendants have not produced Peters' communications
4 with CBS. In fact, Defendants have produced under 200
5 emails about the Axanar production that are not from or to
6 donors.

7 Request No. 22 seeks all COMMUNICATIONS with
8 Robert Meyer Burnett RELATING TO the AXANAR
9 WORKS. Defendants have produced only about ten emails
10 that include Robert Meyer Burnett. Please confirm that
11 there are no other emails.

12 Request No. 23 seeks all COMMUNICATIONS with
13 Diana Kingsbury RELATING TO the AXANAR
14 WORKS. Defendants have produced communications
15 between Ms. Kingsbury and donors, but Defendants have
16 not produced any communications between Mr. Peters and
17 Ms. Kingsbury. Please confirm that there are no emails in
18 existence that you have not produced.

19 Request No. 24 seeks all COMMUNICATIONS with
20 Terry McIntosh RELATING TO the AXANAR WORKS.
21 Request No. 25 seeks all COMMUNICATIONS with
22 Alexander Bornstein RELATING TO the AXANAR
23 WORKS. Request No. 26 seeks all
24 COMMUNICATIONS with Bing Bailey RELATING TO
25 the AXANAR WORKS. Request No. 27 seeks all
26 COMMUNICATIONS with Bill Hunt RELATING TO the
27 AXANAR WORKS. Request No. 28 seeks all
28 COMMUNICATIONS with Michael Spatola RELATING
TO the AXANAR WORKS. Request No. 29 seeks all
COMMUNICATIONS with Frank Serafine RELATING
TO the AXANAR WORKS. Request No. 30 seeks all
COMMUNICATIONS with Adam Howard RELATING
TO the AXANAR WORKS. Defendants have produced
almost no email communications with these individuals.
Please confirm that Defendants have produced all
responsive documents.

Request No. 31 seeks all DOCUMENTS RELATED TO
any postings YOU have made on social media, message
boards, or any other website RELATED TO this
ACTION, the AXANAR WORKS, the STAR TREK
COPYRIGHTED WORKS, or PLAINTIFFS. Defendants
have not produced these documents, despite their large
social media presence. Please let me know when they will
be produced.

Plaintiffs' letter also asked that Mr. Peters' ledger, showing how he spent the
funds for *Star Trek: Axanar*, be de-designated.

28

1 Finally, Defendants produced a document bates labeled
 2 AX030915-AX031129 that they designated “Highly
 3 Confidential,” and therefore for Attorney’s Eyes Only. A
 4 document relating to the expenditures of donor funds on
 5 the Axanar Works and other items is not highly
 6 confidential. There is no sensitive business information in
 7 this document, and no risk that this document could be
 8 exposed to potential “competitors.” Please re-designate
 9 this document as not being “Highly Confidential,” or
 10 please explain the basis for the designation.

11 Defendants did not respond to Plaintiffs’ October 3, 2016 letter. Grossman
 12 Decl., ¶ 8.

13 On October 19, Plaintiffs took the deposition of Peters. Mr. Peters testified
 14 that he did not search for or produce any of his text messages or any of his social
 15 media or internet postings. Grossman Decl., ¶ 10. Mr. Peters also said that he did
 16 not delete any substantive emails. *Id.* After the deposition of Mr. Peters, counsel
 17 for Plaintiffs again met and conferred with Defendants’ counsel and noted that it
 18 was clear that Mr. Peters had not produced his documents, including the emails
 19 relating to the production of the Axanar Works, even though Mr. Peters had
 20 produced other email communications from that same time period. *Id.*, ¶ 11.

21 Counsel also met and conferred and requested, again, that Mr. Peters de-
 22 designate the ledger showing the expenditures he made from his crowd-funding
 23 campaigns.³ Grossman Decl., ¶ 12. Notably, for Mr. Peters’ first crowdfunding
 24 campaign, relating to the twenty-minute film, *Star Trek: Prelude to Axanar*, Mr.
 25 Peters distributed an “annual report” to donors in which he disclosed the
 26 expenditures relating to the approximately \$100,000 that was raised for that film.
 27 Grossman Decl., ¶ 13, Ex. D. This document, however, was not provided in this

28 ³ There were three crowd-funding campaigns relating to the Axanar Works. The first campaign was on Kickstarter, and raised approximately \$100,000 for the production of the twenty-minute film, *Prelude to Axanar*. After *Prelude to Axanar* was completed, two additional crowdfunding campaigns were completed (one on Kickstarter and another on Indiegogo), in order to raise funds for Mr. Peters’ full-length *Star Trek* film, entitled *Star Trek: Axanar*. Approximately \$1.4 million was publicly raised in connection with these two subsequent crowdfunding efforts.

1 litigation by Mr. Peters. *Id.* Plaintiffs, instead, obtained it and *produced it to*
2 *Defendants.* *Id.* at Ex. D. In this report relating to the funds spent by Mr. Peters on
3 *Star Trek: Prelude to Axanar*, Mr. Peters stated that “The Axanar Annual Report is
4 the financial review document of Axanar Productions. One thing we at Axanar
5 pride ourselves on is being the most transparent and accountable crowd-funded film
6 out there.” *Id.*

7 However, in response to counsel’s request that Mr. Peters de-designate the
8 ledger showing the funds expended on Mr. Peters’ follow-on project, *Star Trek:*
9 *Axanar*, his counsel declined to do so, stating that the public disclosure of the ways
10 in which Mr. Peters spent funds from Star Trek fans could cause embarrassment for
11 Mr. Peters. Grossman Decl., ¶ 20, Ex. G.

12 **B. Deposition of Christian Gossett.**

13 Christian Gossett was the director of *Star Trek: Prelude to Axanar.*
14 Grossman Decl., ¶ 14. Although he was subpoenaed in August, due to his work
15 schedule, he was not available for deposition during work hours and his deposition
16 was taken on Saturday October 22, 2016. *Id.* The day prior to his deposition, Mr.
17 Gossett produced thousands of pages of documents, including hundreds of emails
18 between himself and Mr. Peters (as well as other source documents showing the
19 material that was used to create the Axanar Works). *Id.*

20 The majority of these documents were communications between Mr. Gossett
21 and Alec Peters. Grossman Decl., ¶ 14. Virtually none of these documents were
22 produced by Mr. Peters. *Id.*

23 On October 24, counsel for Plaintiffs again raised these issues with counsel
24 for Defendants. Grossman Decl., ¶ 16, Ex. F. Plaintiffs asked for another
25 deposition of Peters and also stated:

26 Finally, as you know, Rob Burnett testified that he did not
27 produce emails or text messages relating to the creation of
28

1 the Axanar Works or this lawsuit. On Saturday, we
2 deposed Christian Gossett, the director of *Prelude To*
3 *Axanar*, which was co-written and produced by your client
4 Alec Peters...Mr. Gossett's production shows that
5 virtually none of the communications that Mr. Peters had
6 with the director of *Prelude to Axanar* were turned over
7 prior to Mr. Peters' deposition. Also, as we explained last
8 week, there were many communications between CBS and
9 Alec Peters that were produced by CBS, but were not
10 produced by Alec Peters.

11 Defendants' counsel responded by pointing out *one* email between Mr. Peters
12 and CBS that he had produced. Grossman Decl., ¶ 17, Ex. F.⁴ Defendants' counsel,
13 however, failed to explain the lack of production of Mr. Peters' communications
14 with Mr. Gossett, and refused to produce Mr. Peters for a further deposition. *Id.*

15 However, Defendants' counsel also stated that she had located over one
16 hundred unproduced emails from Mr. Peters, that those documents would be
17 produced this week, but that Mr. Peters would not agree to sit for a further
18 deposition regarding these productions. Grossman Decl., ¶ 17, Ex. F.

19 After continued demands from Plaintiffs, Defendants' counsel eventually
20 stated that Mr. Peters had located even more documents, and would be producing
21 them (of unknown content) but that he would not agree to be deposed for any more
22 than two hours, and only with respect to the limited documents that were located
23 after his October 19 deposition. Grossman Decl., ¶ 19, Ex. G. Mr. Peters' counsel
24 did not agree to produce Mr. Peters' text messages, social media postings, nor did
25 counsel agree to certify that Mr. Peters' emails had been searched for all responsive
26 documents. *Id.* Given that CBS has produced many communications with Mr.

27
28 ⁴ There are several communications between Mr. Peters and CBS that were
not produced by Mr. Peters. *See* Grossman Decl., ¶ 9, Ex. C.

1 Peters that he did not produce himself, that Mr. Gossett has produced voluminous
2 correspondence regarding the Axanar project that Mr. Peters did not produce
3 himself, and Mr. Burnett has not produced any documents or communications
4 relating to his involvement with the Axanar project, Plaintiffs believe that the Court
5 should order that Mr. Burnett and Mr. Peters certify that all responsive documents
6 (including emails, social media and internet postings and text messages) have been
7 produced, and produce Mr. Peters, without restriction, for a further deposition once
8 those documents have been turned over.

9 **III. ARGUMENT**

10 **A. Mr. Peters Should Be Required To Certify That All Relevant** 11 **Documents Have Been Produced And Should Appear For A** 12 **Second Deposition.**

13 It is undisputed that Mr. Peters has not produced emails relating to the
14 production of the Axanar Works. In addition to Mr. Gossett's emails with Mr.
15 Peters (that were produced this week by Mr. Gossett), Mr. Peters is in the process of
16 turning over additional emails relating to the Axanar Works that had not been
17 previously produced. Moreover, both Mr. Peters and Mr. Burnett testified that they
18 did not produce their online postings relating to Axanar. Mr. Peters' failure to
19 produce documents is further evidenced by the fact that he engaged in numerous
20 communications with CBS that were only produced by CBS, and not by Mr. Peters.
21 Mr. Peters' counsel should certify that counsel has performed a search of Mr.
22 Peters' emails and that all relevant documents have been produced and Mr. Peters
23 should be ordered to appear for a further deposition, without limitation, after further
24 documents are produced, or a certification is provided that a search of his emails has
25 been completed.

26 Federal Rules of Civil Procedure Rule 30(a)(2) provides that "[a] party must
27 obtain leave of court, and the court *must grant leave* to the extent consistent with
28 Rule 26(b)(2): (A) if the parties have not stipulated to the deposition and:...(ii) the

1 deponent has already been deposed in the case.” (emphasis added) The court shall
2 grant a motion seeking leave to re-depose a party, as long as the following do not
3 apply:

4 (i) the discovery [second deposition] sought is unreasonably cumulative
5 or duplicative, or can be obtained from some other source that is more
convenient, less burdensome, or less expensive;

6 (ii) the party seeking discovery has had ample opportunity to obtain the
7 information by discovery in the action; or

8 (iii) the burden or expense of the proposed discovery outweighs its
likely benefit, considering the needs of the case, the amount in
9 controversy, the parties’ resources, the importance of the issues at stake
in the action, and the importance of the discovery in resolving the
10 issues.

11 *Couch v. Wan*, 2012 U.S. Dist. LEXIS 137216 (E.D. Cal. Sept. 21, 2012)
(quoting Fed. R. Civ. P. 26(b)(2)(C)) (brackets in original).

12 ““The decision to permit a second deposition is left to the discretion of the
13 trial court, and the court should balance the burdens of the various parties in
14 exercising this discretion.’ [citations omitted].” *Enron Broadband Servs., L.P. v.*
15 *Travelers Cas. & Sur. Co. of Am. (In re Enron Corp.)*, 349 B.R. 115, 128-129
16 (Bankr. S.D.N.Y. 2006). “The purpose of this rule is to ‘guard against redundant or
17 disproportionate discovery;’ however, the court ‘must be careful not to deprive a
18 party of discovery that is reasonably necessary to afford a fair opportunity to
19 develop and prepare the case.’ Thus, the principles outlined in Rule 26(b)(2)(C)
20 involve balancing the benefit of the proposed discovery with its likely burdens.”
21 *Foreclosure Mgmt. Co. v. Asset Mgmt. Holdings, LLC*, 2008 U.S. Dist. LEXIS
22 75489 (D. Kan. Aug. 21, 2008) (citing Fed. R. Civ. P. 26 advisory committee’s note
23 to 1983 amendments).

24 A deposition of a previously-deposed witness is appropriate when the re-
25 deposition has been necessitated by the opposing party’s previous refusal to produce
26 relevant documents or answer certain questions. *See All Star Seed v. Nationwide*
27 *Agribusiness Ins. Co.*, 2013 U.S. Dist. LEXIS 64587 (S.D. Cal. May 3, 2013) (Court
28

1 found that plaintiff had demonstrated sufficient evidence to support re-opening two
2 depositions when “Plaintiff did not have the opportunity to question the witnesses
3 about the documents produced in February 2013, solely due to Defendant’s failure
4 to produce them.”); *Syncora Guar., Inc. v. EMC Mortg. Corp.*, 2013 U.S. Dist.
5 LEXIS 41770 (N.D. Cal. Mar. 25, 2013) (second deposition ordered over objection
6 by opposing party that “Syncora chose to depose Ms. Gibin knowing that it had
7 requested the production of these documents, but without waiting for their
8 production”).

9 For the following reasons, the discovery sought in the second session of
10 Peters’ deposition is not unreasonably cumulative or duplicative, cannot be obtained
11 from some other source that is more convenient, less burdensome, or less expensive,
12 and Plaintiffs have not had ample opportunity to obtain the information thus far.
13 Furthermore, it is solely because of the refusals of Defendants (and the third parties
14 over which they maintain control) to produce documents and information in
15 response to Plaintiffs’ discovery requests that this second deposition has been
16 necessitated:

- 17 • There are a significant amount of emails that Defendants have
18 inexplicably failed to produce in this case, and that Plaintiffs were
19 therefore unable to use for their deposition of Mr. Peters.
- 20 • The director of *Prelude to Axanar*, Christian Gossett, turned over
21 thousands of pages of documents, most of which were communications
22 with Mr. Peters. Grossman Decl., ¶ 15, Ex. E. Yet, Defendants have
23 given no explanation as to why they did not produce these documents
24 prior to Mr. Peters’ deposition, or at all. Notably, Mr. Peters produced
25 emails from that same email account, from the same time period, and
26 he also testified that he did not delete substantive emails with Mr.
27 Gossett.

28

- 1 • Since Mr. Peters' deposition, Defendants have said that they are
2 producing additional emails from Mr. Peters, although they have not
3 described the content of those documents. Grossman Decl., ¶ 19, Ex.
4 G. Plaintiffs have, obviously, not had the opportunity to depose Peters
5 regarding these documents.

6 Accordingly, Plaintiffs respectfully request that the Court direct Mr. Peters to
7 appear for a subsequent deposition.

8 **B. Mr. Peters' Summary Of Funds Expended Should Not Be**
9 **Designated Attorneys' Eyes Only.**

10 Mr. Peters had not provided any legitimate basis to support the designation of
11 the expenditures made on the *Star Trek: Axanar* film as "Highly Confidential" or
12 "Attorneys' Eyes Only." That Mr. Peters does not want to reveal the amounts that
13 he paid to himself and his colleagues, or the amounts he spent on personal expenses,
14 is not a sufficient basis for restricting access to that information.

15 There are two remaining depositions in this matter, and Plaintiffs will be
16 prejudiced if they are not able to provide this financial summary to actual and
17 potential witnesses, as this document evidences the nature of Mr. Peters' Star Trek
18 production, which he has (in this lawsuit) mischaracterized as a "fan film" and a
19 non-commercial enterprise.

20 Mr. Peters previously disclosed, in a published report, the expenditures made
21 on his first Star Trek film project, *Prelude to Axanar*. And in that financial
22 disclosure document (which Mr. Peters inexplicably did not turn over in this
23 lawsuit), Mr. Peters explained that: "[o]ne thing we at Axanar pride ourselves on is
24 being the most transparent and accountable crowd-funded film out there." Grossman
25 Decl., Ex. D.

26 Mr. Peters has not articulated any basis for the current designation of the
27 financial summary for the subsequent crowdfunding project, *Star Trek: Axanar*, and
28 Plaintiffs request that the Court order that document to be de-designated.

1 **C. Defendants Should Be Ordered To Provide A Privilege Log.**

2 Defendants' counsel previously refused to produce a privilege log for Mr.
3 Peters (and his company) on the grounds that "we are not withholding anything
4 from before the lawsuit was filed as privileged." Grossman Decl., ¶ 5, Ex. A. This
5 statement was made on September 26, 2016. *Id.* On October 19, 2016, Mr. Peters
6 confirmed that he had, in fact, engaged and paid counsel prior to the inception of the
7 litigation. Indeed, Mr. Peters hired production counsel for his Star Trek film project
8 and, on October 22, 2016, Mr. Gossett testified regarding documents that he
9 produced (and Mr. Peters did not produce) showing that Mr. Peters had engaged
10 counsel, and instructed his counsel to prepare agreements relating to the films, and
11 other legal documents. *Id.*, ¶ 15, Ex. E.

12 After Defendants' counsel's statement that no privilege communications
13 existed prior to the filing of this lawsuit was proven incorrect, Plaintiffs requested
14 that a privilege log be provided. Grossman Decl., Ex. F. Defendants' counsel
15 refused to do so. *Id.*, Ex. G.

16 "Counsel must ...prepare and provide to opposing counsel a privilege log if
17 documents are withheld as privileged." *HM Elecs., Inc. v. R.F. Techs., Inc.*, No.
18 12cv2884-BAS-MDD, 2015 U.S. Dist. LEXIS 104100, at *65 (S.D. Cal. Aug. 7,
19 2015); Fed. R. Civ. P. 26(b)(5)(A).

20 Plaintiffs request that the Court order Mr. Peters and Axanar Productions to
21 provide a privilege log, along with the other documents that have been withheld, and
22 prior to the date set for his continued deposition.

23 **IV. CONCLUSION**

24 Plaintiffs respectfully request that the Court (a) order Mr. Peters to appear for
25 deposition; (b) order that Mr. Peters de-designate the financial summary for his *Star*
26 *Trek: Axanar* project; and (c) provide a privilege log.

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Dated: October 27, 2016

LOEB & LOEB LLP
JONATHAN ZAVIN
DAVID GROSSMAN
JENNIFER JASON

By: /s/ Jennifer Jason
Jennifer Jason
Attorneys for Plaintiffs
PARAMOUNT PICTURES
CORPORATION and CBS STUDIOS
INC.

EXHIBIT A

From: Ranahan, Erin R. <ERanahan@winston.com>
Sent: Monday, September 26, 2016 3:11 PM
To: David Grossman; Jonathan Zavin; Jennifer Jason
Cc: Leiden, Diana Hughes; Oki, Kelly; Waters, Patricia S.
Subject: RE: Axanar-- Verifications, Common Interest, etc.

Hi David,

Jonathan and I specifically discussed the privilege log point during the June meet and confer (which you and Jennifer were present for, though it was several months ago). Jonathan made the same point you make below, and I explained that I had recently had a motion where we obtained documents that had been designated privileged in another case, and that we do believe privilege logs can be useful, especially in a case like this, because you are withholding documents that we may want to challenge as not-privileged based on those that are party to the communications (which will be apparent from the privilege log itself).

We are not withholding anything from before the lawsuit was filed as privileged, and we are only withholding post-lawsuit communications that include an attorney on the communication. It sounds like you have taken a far broader interpretation of privileged; hence, the need to review your privilege log.

Please provide by 10/3.

Best,

-Erin

Erin R. Ranahan

Partner

Winston & Strawn LLP

T: +1 (213) 615-1700

D: +1 (213) 615-1835

F: +1 (213) 615-1750

winston.com

From: David Grossman [mailto:dgrossman@loeb.com]
Sent: Monday, September 26, 2016 3:03 PM
To: Ranahan, Erin R.; Jonathan Zavin; Jennifer Jason
Cc: Leiden, Diana Hughes; Oki, Kelly; Waters, Patricia S.
Subject: RE: Axanar-- Verifications, Common Interest, etc.

Erin,

We will work on getting the verifications this week.

The common interest discussion related to whether that doctrine extended to pre-litigation discussions. I believe that it does. Purely non-legal communications (that are also not protected by work product) would likely not fall under that category. However, I don't believe any documents have been withheld that fall into that latter category.

I don't recall any agreement on a privilege log. They are generally not productive but if you are demanding that a log be provided, let us know when the defendants intend to provide theirs.

David Grossman
Loeb & Loeb LLP
10100 Santa Monica Blvd. Suite 2200
Los Angeles, CA 90067
Tel: 310.282.2077
Fax: 310.919.3943

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From: Ranahan, Erin R. [<mailto:ERanahan@winston.com>]
Sent: Monday, September 26, 2016 2:44 PM
To: David Grossman; Jonathan Zavin; Jennifer Jason
Cc: Leiden, Diana Hughes; Oki, Kelly; Waters, Patricia S.
Subject: Axanar-- Verifications, Common Interest, etc.

Counsel,

I believe we are still waiting for Plaintiffs' verifications for all three sets of interrogatories. Can you please send those ASAP? Back in June you assured we would have these shortly. We would like them in advance of the depositions this week.

David—you and Diana discussed at the last in person meet and confer (9/8) whether Plaintiffs were standing by the position that communications between non-lawyers at CBS and Paramount about the lawsuit are covered by a "comment interest" privilege. You were going to look into this and get back to us. If you are standing by this, please provide the authority for this. We also understood from our June meet and confer that you would be producing a privilege log, which should include any of the documents you are withholding on this basis. Please advise.

Also, we are confirming that the depositions Wednesday and Friday are starting at 10am. Please provide us the name of all attendees from your side so that we can add to the security list.

Best,

-Erin

Erin R. Ranahan
Partner
Winston & Strawn LLP
333 S. Grand Avenue
Los Angeles, CA 90071-1543
D: +1 (213) 615-1835
F: +1 (213) 615-1750

[Bio](#) | [VCard](#) | [Email](#) | [winston.com](#)

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EXHIBIT B

Paramount/Axanar
202828-10048



JENNIFER JASON
Attorney At Law

10100 Santa Monica Blvd.
Suite 2200
Los Angeles, CA 90067

Direct 310.282.2195
Main 310.282.2000
Fax 310.919.3614
jjason@loeb.com

Via Messenger

October 3, 2016

Erin R. Ranahan
Winston & Strawn LLP
333 S. Grand Avenue, 38th Floor
Los Angeles, CA 90071-1543

Re: Paramount Pictures Corporation et al. v. Axanar Productions et al.

Dear Erin:

I am writing to meet and confer about the document production of defendant Alec Peters and defendant Axanar Productions (collectively, "Defendants"). The numbering on the Requests for Production below refer to the requests that were served on Axanar Productions; however, the discussion below also applies the corresponding Requests for Production to Alec Peters.

Affiliates and Owners of Axanar Productions

Request No. 1 seeks documents sufficient to identify YOUR owners, officers, directors, partners, shareholders, parent entities, affiliates, subsidiaries, and employees. These documents have not been produced for Axanar Productions. Please confirm that Defendants have produced all responsive documents. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Scripts

Request No. 2¹ seeks all scripts and all versions of any script (whether complete or incomplete, and whether used or not used) used for or at any time intended for use in any of the AXANAR WORKS. While Defendants have produced some scripts, according to the numbering system on the scripts, Defendants have not produced each iteration of their script. For example, script numbers 3 and 6 were produced, yet scripts numbers 4 and 5 were not produced. Please confirm that Defendants have produced all scripts. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Agreements With Third Parties

Request No. 9 seeks all agreements with third parties for services in connection with the production of the AXANAR WORKS, including but not limited to all DOCUMENTS reflecting payments to third parties with respect to such services. While Defendants have produced some

¹ The discussion for this Request for Production and all subsequent Requests also apply to the corresponding Requests that were served on Alec Peters.



agreements with third parties, Defendants have not produced the agreements for the actors other than Tony Todd, or with any of the crew to the extent that they exist. Please confirm that Defendants have produced all responsive documents. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Ares Studio

Request No. 12 seeks all DOCUMENTS RELATING TO Ares Studio, including but not limited to all DOCUMENTS regarding the leasing and or purchase of the Studio, the ownership of the Studio, the construction of the Studio (including all financial documents), and the use of the Studio. Request No. 13 seeks all DOCUMENTS RELATING TO any future plans for Ares Studio, including but not limited to agreements, business plans, incorporation documents, and tax documents. Defendants have produced the lease and some construction information, but no information showing the proportional interests of the various people in the studio. Please confirm that Defendants have produced all responsive documents. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Schedules

Request No. 14 seeks all DOCUMENTS setting forth any schedules associated with the making of the AXANAR WORKS, including writing and other pre-production schedules, production schedules and editing and other post-production schedules. Other than the Vulcan Scene, Defendants have not produced any schedules for the Axanar Works. Please confirm that Defendants have produced all responsive documents. If Defendants have not produced all responsive documents, please let me know when they will be produced.

All Partial and Complete Versions of the Axanar Works

Request No 16 seeks copies of all partial and complete versions of the AXANAR WORKS, including without limitation those film cuts and sequences which were filmed but have not yet been distributed. Defendants agreed to produce these documents at the parties' June 21, 2016 meet and confer. Defendants have not produced any partial versions of any scenes. Please confirm that Defendants have produced all partial versions of the Axanar Works, including rough cuts. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Communications Relating to the Axanar Works

Request No. 17 seeks all COMMUNICATIONS with third parties RELATING TO the AXANAR WORKS. Request No. 18 seeks all COMMUNICATIONS, both public and private, RELATING TO the AXANAR WORKS. Plaintiffs are certain that Defendants have not produced all of these communications, because at the very least Defendants have not produced Peters' communications with CBS. In fact, Defendants have produced under 200 emails about the Axanar production that are not from or to donors. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Communications with Actors



Request No. 19 seeks all COMMUNICATIONS with actors RELATING TO the AXANAR WORKS, including but not limited to all agreements with actors. The only agreement with an actor that Defendants have produced is the agreement with Tony Todd. Please confirm that there are no other agreements in existence. Moreover, Defendants have not produced any communications with actors. Please confirm that Defendants have produced all responsive documents. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Communications With Robert Meyer Burnett

Request No. 22 seeks all COMMUNICATIONS with Robert Meyer Burnett RELATING TO the AXANAR WORKS. Defendants have produced only about ten emails that include Robert Meyer Burnett. Please confirm that there are no other emails.

Communications with Diana Kingsbury

Request No. 23 seeks all COMMUNICATIONS with Diana Kingsbury RELATING TO the AXANAR WORKS. Defendants have produced communications between Ms. Kingsbury and donors, but Defendants have not produced any communications between Mr. Peters and Ms. Kingsbury. Please confirm that there are no emails in existence that you have not produced.

Communications Relating to the Axanar Works

Request No. 24 seeks all COMMUNICATIONS with Terry McIntosh RELATING TO the AXANAR WORKS. Request No. 25 seeks all COMMUNICATIONS with Alexander Bornstein RELATING TO the AXANAR WORKS. Request No. 26 seeks all COMMUNICATIONS with Bing Bailey RELATING TO the AXANAR WORKS. Request No. 27 seeks all COMMUNICATIONS with Bill Hunt RELATING TO the AXANAR WORKS. Request No. 28 seeks all COMMUNICATIONS with Michael Spatola RELATING TO the AXANAR WORKS. Request No. 29 seeks all COMMUNICATIONS with Frank Serafine RELATING TO the AXANAR WORKS. Request No. 30 seeks all COMMUNICATIONS with Adam Howard RELATING TO the AXANAR WORKS. Defendants have produced almost no email communications with these individuals. Please confirm that Defendants have produced all responsive documents.

Social Media Postings

Request No. 31 seeks all DOCUMENTS RELATED TO any postings YOU have made on social media, message boards, or any other website RELATED TO this ACTION, the AXANAR WORKS, the STAR TREK COPYRIGHTED WORKS, or PLAINTIFFS. Defendants have not produced these documents, despite their large social media presence. Please let me know when they will be produced.

Documents Relating to Plaintiffs

Request No. 32 seeks all DOCUMENTS RELATING TO PLAINTIFFS. Request No. 33 seeks all COMMUNICATIONS with PLAINTIFFS. Request No. 34 seeks all DOCUMENTS RELATING TO any COMMUNICATIONS YOU had with any PLAINTIFFS. Request No. 35 seeks all



COMMUNICATIONS RELATING TO this ACTION. Defendants did not produce any communications between Peters and Plaintiffs, nor any documents related to such communications. Defendants provided very few communications relating to this action. Please let me know when these documents will be produced.

Star Trek

Request No. 36 seeks all DOCUMENTS RELATING TO Star Trek and/or the STAR TREK COPYRIGHTED WORKS. Request No. 37 seeks all DOCUMENTS RELATING TO the rights to Star Trek and/or the STAR TREK COPYRIGHTED WORKS. Request No. 42 seeks all DOCUMENTS RELATING TO any research conducted on Star Trek and/or the STAR TREK COPYRIGHTED WORKS in connection with the AXANAR WORKS. Request No. 43 seeks copies of all works RELATING TO Star Trek that YOU currently have in YOUR possession, custody, or control, or that YOU reviewed in connection with work performed by YOU on the AXANAR WORKS. Request No. 44 seeks copies of works utilized or relied upon by YOU in the creation of the AXANAR WORKS, including books, films, or television shows. Request No. 47 seeks all pre-existing writings or audio-visual works upon which any AXANAR WORKS is based, and/or out of which any such AXANAR WORKS arose. At the parties' June 21, 2016 meet and confer, Defendants agreed to produce any Star Trek works that were marked up, interlineated, or commented upon by Defendants to be turned over to evidence the writings placed on those works. Please confirm that all such documents have been produced.

Expenditures

Request No. 39 seeks all DOCUMENTS RELATING TO the expenditure of funds on the AXANAR WORKS. Request No. 40 seeks all DOCUMENTS RELATING TO how funds of investors in the AXANAR WORKS was spent. Request No. 41 seeks all DOCUMENTS showing which individuals received money with respect to the AXANAR WORKS, and how much money they received.

Defendants only produced one document relating to the expenditures on the Axanar Works, a document that was designated "Highly Confidential." Plaintiffs are certain that not all responsive documents have been produced because Defendants have not produced "The Axanar Annual Report 2015 Revised," a document that Plaintiffs have produced to Defendants. Please confirm that Defendants will produce all responsive documents, including all versions of all annual reports, and let me know when they will be produced.

Communications With YouTube and Kickstarter

Request No. 52 seeks all COMMUNICATIONS with Youtube.com RELATING TO the AXANAR WORKS. Request No. 65 seeks all COMMUNICATIONS with Kickstarter RELATING TO the AXANAR WORKS. No such communications were produced. Please confirm that all responsive documents have been produced. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Monetization of the Axanar Works and Materials Distributed in Connection With the Axanar Works



Erin R. Ranahan
October 3, 2016
Page 5

Request No. 53 seeks all DOCUMENTS RELATING TO any efforts to monetize the AXANAR WORKS. Request No. 54 seeks all DOCUMENTS showing revenue of the AXANAR WORKS. Request No. 55 seeks all DOCUMENTS RELATING TO the sale or distribution of products or any physical materials RELATING TO the AXANAR WORKS. Request No. 56 seeks all DOCUMENTS regarding the design, manufacture, sale, and other distribution of products or any physical materials RELATING TO the AXANAR WORKS, including but not limited to all products sold through the Axanar store, and all products given to any donors of Axanar, or any other person. Defendants have produced very limited information regarding the physical materials that were distributed in conjunction with the Axanar Works. Please confirm that all responsive documents have been produced. If Defendants have not produced all responsive documents, please let me know when they will be produced.

Finally, Defendants produced a document bates labeled AX030915-AX031129 that they designated "Highly Confidential," and therefore for Attorney's Eyes Only. A document relating to the expenditures of donor funds on the Axanar Works and other items is not highly confidential. There is no sensitive business information in this document, and no risk that this document could be exposed to potential "competitors." Please re-designate this document as not being "Highly Confidential," or please explain the basis for the designation.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jennifer Jason'.

Jennifer Jason
Attorney At Law

EXHIBIT C

From: alec@propworx.com <alec@propworx.com>
Sent: January 30, 2010 10:13 AM
To: Citters Van
Subject: Anovus
Importance: Normal

John:

Are they authorized to use actors images?

<http://www.anovos.com/>

Just want to make sure they aren't opening themselves and CBS up for a lawsuit.

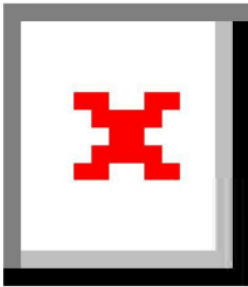
Alec

Alec Peters
CEO
Propworx
404-918.1701

From: Alec Peters <alec@propworx.com>
Sent: July 18, 2011 3:46 PM
To: Van Citters, John
Subject: Re: T-shirt infringement
Importance: Normal

John:

The point man in the USA is Brandon Alger. Their info is below.



The Prop Store
Los Angeles Office
9000 Fullbright Ave
Chatsworth
CA 91311
USA

Telephone
+1 818 727 7829

Fax
+1 818 727 7958

Alec Peters

PROPWORX

(404) 918-1701 ? Fax (678) 264-0950
2941 MacArthur Blvd ? Suite 135 ? Santa Ana, CA 92704

On Jul 18, 2011, at 3:26 PM, Van Citters, John wrote:

Do care! Have forwarded to legal for action, hope we can.

John Van Citters
VP, Product Development
CBS Consumer Products
2401 Colorado Ave., Suite 110
Santa Monica, CA 90404
310.264.3342
310.264.3344 fax

From: Alec Peters [mailto:alec@propworx.com]
Sent: Monday, July 18, 2011 2:59 PM
To: Van Citters, John
Subject: T-shirt infringement

https://fbcdn-sphotos-a.akamaihd.net/hphotos-ak-ash4/267865_232066603493347_104664682900207_770838_832967_n.jpg

That is Prop Store of London. They are giving those out at SDCC as advertised on their FB page. I don't know if you even care. But stuff like this sets of my legally trained mind (and besides they are a competitor that needs to get knocked down a peg).

Alec

Alec Peters
PROPWORX
(404) 918-1701 ? Fax (678) 264-0950
2941 MacArthur Blvd ? Suite 135 ? Santa Ana, CA 92704

From: Alec Peters <alec@propworx.com>
Sent: December 22, 2012 10:35 PM
To: Van Citters, John
Subject: Infringement
Importance: Normal

<https://itunes.apple.com/us/album/starship-farragut-price-anything/id581105637>

These guys are selling the music to their fan film.

Alec

Alec Peters

PROPWORX

2941 Macarthur Blvd, Suite 135
Santa Ana, CA 92704
404-918-1701

From: Alec Peters <alec@propworx.com>
Sent: December 27, 2012 6:23 AM
To: Van Citters, John
Subject: Interetsing license violation
Importance: Normal

http://www.etsy.com/shop/SceneShoes?section_id=5903682

: -)

Alec Peters

PROPWORX

2941 Macarthur Blvd, Suite 135
Santa Ana, CA 92704
404-918-1701

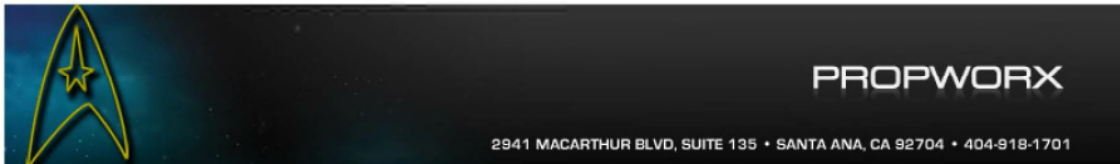
From: Alec Peters <alec@propworx.com>
Sent: February 22, 2013 6:34 PM
To: Van Citters, John
Subject: Another issue?
Importance: Normal

<http://www.startrekcontinues.com/2013/02/21/star-trek-continues-writer-contest/#.USgp91p4Yh0>

This guy just doesn't get it. Not sure you guys care, but Mallory should see this.

Alec

Alec Peters



From: Alec Peters <alec@propworx.com>
Sent: September 03, 2014 4:14 PM
To: Van Citters, John
Cc: Cordry, Marian
Subject: Selling Tickets

<http://www.itsmyseat.com/events/996997.html>

John, we are always trying to tow the line and I know that selling tickets is a huge no-no.

This is the second time they have done this. Please pass it on.

Alec

Alec Peters
404-918-1701

PROPWORX

EXHIBIT D



THE AXANAR ANNUAL REPORT

2015

REVISED

INTRODUCTION

I created this document because we at Axanar Productions believe that we have an obligation to our donors to give them all the information they need to evaluate our performance. The Axanar Annual Report is the financial review document of Axanar Productions. One thing we at Axanar pride ourselves on is being the most transparent and accountable crowd-funded film out there. So, we have produced this “Annual Report” to review the first year-and-a-half of Axanar Productions operations and give you a glimpse of what the next year-and-a-half holds.

I urge all of you to read it. Not only will it give you an understanding of where your money goes and what creating a project like this really costs, but it will give you the knowledge to answer questions others have and to be able to talk intelligently about the movie business, which you are now helping to fund! We want you to know everything about our business, because only then can you fully appreciate what enormous effort it takes, and maybe find a way to help and be even more involved.

After all, Axanar isn't just crowd-funded. We are crowd-sourced. Meaning we have multitudes of volunteers from around the world helping with our project. Whether it be in the art department, helping with set construction, helping Diana shipping out perks, or volunteering at conventions, Axanar is an amazing project because of you, our donors. And we thank you.

This has been an amazing ride, and we hope it is even more amazing as we enter the year of Star Trek's 50th Anniversary.

Alec Peters

TABLE OF CONTENTS

- I. Prelude to Axanar Kickstarter** - The income and expenses of Prelude to Axanar. The spreadsheets with all expenses along with an explanation of how we spent our money and what we learned.

- II. The Axanar Kickstarter** - The income and expenses of Axanar 2014-2015 and the Axanar Kickstarter. A summary of expenses and an explanation of how we spent our money.

- III. How Axanar has Changed** - How Axanar has evolved and changed over the last year since the Axanar Kickstarter. What that means for our finances and the quality of our product.

- IV. How Expenses have Risen** - How expenses have increased because of the evolution of Axanar Productions.

- V. Lessons Learned** - Things we have discovered and areas in which the Axanar team would like to make improvements.

- VI. Accomplishments** - What we did right— major accomplishments of the Axanar team thus far.

- VII. 2016 plans** - Our plan through 2016.

I. PRELUDE TO AXANAR KICKSTARTER

The Prelude to Axanar Kickstarter launched on March 1, 2014 and concluded on March 31, 2014. It raised \$101,171, of which Axanar received \$91,006.72. Add to this the additional \$22,826.06 which we raised through the Backerkit add-on sales and our total income for Prelude was \$113,872.38.

Expenses totaled \$123,285.26, leaving a shortfall of \$ 9,452.48, which was paid out of the Axanar Kickstarter receipts.

All expenses were recorded on an Excel spreadsheet which is presented here. For Axanar, and the greater income, expenses and transactions to be expected we are using Quicken, and are looking into using either Quickbooks or another online bookkeeping solution. We are consulting with a professional accountant now.

Significant lessons were learned from the Prelude to Axanar shoot. While the shoot was vastly more expensive than anticipated—a portion of which can be attributed to the inexperience of the production team—some areas of immediate concern were noted.

The costs of makeup—for which we had to pay full union rates to Makeup & Effects Lab—were well-above expectations and will not be repeated in the Axanar feature, where New Media rates will instead apply. (This became readily apparent when Makeup & Effects Lab submitted a budget bid of \$400,000 for the feature film Axanar. Since that is nearly 50% of the projected budget for the entire movie, we were forced to find another makeup team for Axanar. The new team is lead by veteran makeup artist Michael Spatola, who is one of the principles at Cinema Makeup School, Hollywood's premier makeup school. He has already submitted a budget for Axanar that will be approximately \$150,000.)

Costumes need to be well planned out and not last-minute. Our costume costs were extremely high in Prelude to Axanar because of the limited time we had to make them.

Also, there were several charges that were due to the inexperience of the production team. \$2,450 had to be paid for damages caused to the rather expensive camera dolly because it was improperly loaded on the truck. And \$1,500 was paid to the art team, because of a failure to properly inform them of the terms of the work. We took great care on the Vulcan shoot to ensure that both of these problems were not replicated.

Certain expenses, notably perks and fulfillment, were also way more expensive than envisioned. Needing a full-time fulfillment specialist is one such problem. Diana Kingsbury has been doing this since last August and does an amazing job. We have not included her salary in the Prelude to Axanar portion of this, since she didn't start working full-time until after the Axanar Kickstarter concluded. So expenses here are slightly lower than would be expected because of us not apportioning a part of her salary to the Prelude financials. It is just too speculative and not a significant number. But her salary is included from here on out in the Axanar financials.

Overall, many lessons were learned during the production of Prelude to Axanar, and steps have been taken to avoid past issues.

PRELUDE TO AXANAR INCOME AND EXPENSES

DATE	CK #	CATEGORY	DESCRIPTION	NOTES	INCOME	EXPENSE
4/17/14		Deposit	Kickstarter	Income from Kickstarter	\$ 89,584.84	
4/17/14		VFX	Alec Repayment	VFX - Tobias Richter		\$ 5,000.00
4/17/14		Costumes	Alec Repayment	Costume Fabric/Misc		\$ 2,000.00
4/17/14		Costumes	Alec Repayment	Prelude Costumes - USA Sewing		\$ 3,000.00
4/18/14		Entertainment	Genwa	Dinner with Tony Todd		\$ 198.41
4/18/14		Corporate	Biz Filings	Corporation		\$ 167.00
4/18/14		Corporate	Biz Filings	Corporation		\$ 900.00
4/18/14		Marketing	Space Fest	Table at SpaceFest		\$ 200.00
4/18/14	1016	Make Up	MEL	Make Up		\$ 6,540.00
4/21/14		Fees	Kickstarter Fees	Misc. KS fee.		\$ 17.30
4/21/14		Marketing	Bullfrog Printing	Cards for Table		\$ 548.64
4/21/14		Marketing	Stylin Enterprises	Star Trek Costumes		\$ 90.00
4/22/14		Marketing	Stylin Enterprises	Star Trek Costumes		\$ 30.00
4/22/14		Costumes	PayPal	Uniform Patches		\$ 19.98
4/22/14		Costumes	PayPal	Uniform Patches		\$ 18.88
4/24/14		Travel	Hotels.com	Hotel		\$ 537.28
4/24/14	1019	Insurance	Film Group Inc.	Insurance		\$ 198.41
4/25/14		Travel	Hotels.com	Hotel		\$ 768.31
4/22/14		Costumes	USA Sewing Factory	Costume Balance		\$ 3,579.50
4/28/14	1018	Marketing	Metamorfic	Table Signage		\$ 1,133.60
4/29/14		Travel	Delta	FedCon Airfare		\$ 1,624.20
4/30/14		Costumes	Joe Kerezman	Award Ribbons (PayPal)		\$ 68.00
4/30/14		Entertainment	PF Changs	Dinner with Kevin Haney		\$ 54.40
4/30/14		Production	The Crafty Caterer	Craft Services		\$ 1,840.00
5/1/14		Deposit	Kickstarter	Income from Kickstarter	\$ 2,021.88	
5/1/14		Marketing	Facebook	Advertising		\$ 289.50
5/1/14		Equipment	Amazon	Hard Drives (2)		\$ 59.98
5/1/14		Costumes	Berger Specialty	Costume Trim		\$ 21.80
5/2/14		Equipment	Amazon	Hard Drives (2)		\$ 374.20
5/2/14		Sound Stage	Ben Kitay Studios	Stage Rental		\$ 4,000.00
5/2/14		Equipment	Fry's Electronics			\$ 49.02
5/2/14		Travel	Hotels.com	Terry/Tristan Housing		\$ 528.30
5/5/14		Entertainment	Marriott	Lunch with JG/Gary/Team		\$ 157.80
5/5/14		Fees	Kickstarter Fees	Misc. KS fee.		\$ 95.72
5/5/14		Entertainment	Marriott	Dinner with team		\$ 178.15
5/5/14		Equip Rental	Ryder	Truck Rental		\$ 1,395.00
5/5/14			Camadeus Film			\$ 431.64
5/5/14	Check		CASH	Petty Cash		\$ 1,000.00
5/5/14		Shipping	Fed Ex	Shipping		\$ 5.44
5/5/14		Shipping	Fed Ex	Shipping		\$ 53.66
5/7/14		Make Up	Kevin Haney	Make Up		\$ 900.00
5/7/14	#5733		The Film Group			\$ 871.25
5/7/14			Anderson Live Media			\$ 3,800.00
5/7/14	#5732	Cast	Metamorfic	1099 Payments		\$ 5,000.00
5/8/14		Equip. Rental	Catherine Cavanaugh	Camera Accessories		\$ 1,300.00
5/8/14			Robert Romero			\$ 900.00
5/9/14		Sound Stage	Ben Kitay Studios	Sound Stage		\$ 3,002.20
5/9/14	#5730	Salaries	Gary Peticone			\$ 2,000.00
5/12/14			Ryder	Truck Rental - Credit		\$ (190.46)
5/12/14	#5736		NPI Production Services			\$ 6,814.90
5/12/14	#5731	Salaries	Brad Look			\$ 3,207.91
5/12/14		Entertainment	Rubios			\$ 38.18
5/12/14		Entertainment	Yard House			\$ 89.50
5/12/14		Sets	Craig Sheeler	TOS Bridge Chair		\$ 2,000.00
5/13/14		Travel	Scott Johnson	Travel reimbursement		\$ 200.00
5/14/14	#1031	Marketing	Ryan Husk	Wondercon Table		\$ 814.00
5/14/14		Equipment	The Electronic Mailbox	2x drives		\$ 724.85
5/16/14			Atomic Production Supply			\$ 347.07
5/19/14		Sound Stage	Ben Kitay Studios	Sound Stage		\$ 2,125.80
5/20/14			Kickstarter		\$ (600.00)	

5/20/14	#5734	Salaries	Stephen Martin	Stage Manager		\$ 1,063.16
5/20/14	#5735	Production	Crafty Caterer	Craft Services		\$ 460.00
5/23/14		Production		Damage to Dolly		\$ 2,450.18
6/2/14	#5737	Cast	Tony Todd	Promotional fee		\$ 2,000.00
6/2/14		Marketing	Sheraton Dusseldorf	Meals - FedCon		\$ 118.66
6/3/14		Marketing	Maritim Dusseldorf	Hotel charges		\$ 190.48
6/4/14		Marketing	Select Service	Meals - FedCon		\$ 19.59
6/19/14		Income	STRIPE DEPOSIT		\$ 12,888.55	
6/25/14		Perks	Hero Patches			\$ 4,500.00
6/26/14		Perks	Hero Patches			\$ 365.00
6/26/14		Income	STRIPE DEPOSIT		\$ 7,633.19	
6/27/14		Income	STRIPE DEPOSIT		\$ 45.75	
6/30/14		Income	STRIPE DEPOSIT		\$ 22.72	
7/2/14		Income	STRIPE DEPOSIT		\$ 288.60	
7/2/14		VFX	Tobias Richter	VFX		\$ 4,500.00
7/7/14		Perks	DRI Printing	Posters		\$ 532.20
7/7/14		Perks	In District Printing	T-Shirts		\$ 2,922.77
7/7/14		Perks	DRI Printing	Posters		\$ 599.13
7/7/14		Supplies	Fry's	Drive		\$ 98.09
7/7/14		Income	STRIPE DEBIT		\$ (57.96)	
7/8/14		Perks	Uline	Perk Supplies		\$ 676.02
7/9/14		Marketing	San Diego Comic Con	Ticket		\$ 165.00
7/11/14		Income	STRIPE DEPOSIT		\$ 1,374.91	
7/11/14		Pick Up	Cachet Productions	Pick Up		\$ 960.00
7/11/14		Pick Up	Independence Studios	Pick Up		\$ 500.00
7/14/14		Income	STRIPE DEPOSIT		\$ 68.47	
7/14/14		Marketing	Image Design	Signage		\$ 130.80
7/15/14		Costumes	International Silks	Fabric		\$ 123.44
7/16/14		Income	STRIPE DEPOSIT		\$ 458.06	
7/17/14		Travel	JG Hertzler	Travel reimbursement		\$ 617.50
7/18/14		Income	STRIPE DEPOSIT		\$ 103.77	
7/18/14		Costumes	Danskin	Undershirts for Tunics		\$ 150.06
7/18/14		Perks	Staples	Supplies		\$ 29.41
7/21/14		Perks	Fed Ex Office	Printing		\$ 475.64
7/21/14		Perks	Amazon	Supplies		\$ 262.37
7/21/14		Perks	Staples	Supplies		\$ 43.36
7/22/14		Meals	Chop Stop	Mark/Jesse/Diana		\$ 36.57
7/22/14		Perks	Uline	Supplies		\$ 1,184.73
7/22/14		Marketing	Constant Contact	Mailing List		\$ 55.00
7/22/14	1044	Post	Lembod	Sound Studio Rental		\$ 500.00
7/23/14		Marketing	Delta	Airfare		\$ 459.70
7/23/14		Marketing	Jesse Aikns	Gas Money		\$ 460.70
7/23/14		Marketing	Pier 1	Directors Chairs		\$ 113.35
7/24/14		Marketing	Bullfrog Printing	Flyers/Tickets		\$ 892.08
7/24/14		Marketing	Pier 1	Directors Chairs		\$ 80.95
7/28/14		Costumes	USA Sewing	Fabric		\$ 5,005.00
9/16/14		VFX	Tobias Richter	VFX		\$ 5,500.00
8/15/14		Post	Lembod	Sound Studio Rental		\$ 500.00
10/28/14		Art	Scott Cobb	Fee		\$ 1,500.00
6/30/15		Shipping	USPS	Perk Shipping		\$ 5,000.00
6/30/15		Perks		CDs		\$ 2,000.00
6/30/15		Perks		Blu-ray		\$ 4,925.00
					\$ 113,832.78	\$ 123,285.26
				Kickstarter	\$ 91,006.72	
				Backer Kit	\$ 22,826.06	
					\$ 113,832.78	
				Balance		\$ (9,452.48)

II. AXANAR KICKSTARTER

The first Axanar Kickstarter was launched with some very specific goals in mind, namely building the infrastructure that would allow us to make Axanar and other Star Trek properties. So here is what we wrote in the Kickstarter as to where money raised would go:

SET CONSTRUCTION - \$100,000

*We need to build a complete set of Starship sets from scratch. We are lucky to have two of the top set builders in Hollywood working on this. One worked on Star Trek for 15 years for Herman Zimmerman and also built the bridges of the Kelvin, Kobayashi Maru simulator and Enterprise in the JJ Star Treks. The other built the bridge of the SHIELD Helicarrier in **Avengers**.*

(Remember, to get \$100,000, we need to raise approximately \$125,000)

SOUND STAGE - \$125,000

*We have two potential locations we are negotiating for to serve as our sound stage in Valencia, CA, just north of LA. This will be the permanent home of Axanar Productions and allow us to do more than just **Axanar**, from other adventures in the Star Trek universe and beyond.*

(Remember, to get \$125,000, we need to raise approximately \$155,000)

SOUND STAGE RENOVATION - \$50,000

Converting this space to be a sound stage will cost approximately \$50,000. This includes dropping a grid system for lights and baffling, sound-proofing and other modifications to the building. Depending which space we get will determine what exactly we need to do, but this is a rough estimate.

(Remember, to get \$ 50,000, we need to raise approximately \$62,000)

AXANAR PRE-PRODUCTION COSTS - \$ 50,000

This includes costume manufacture (\$20,000), VFX pre-visualization and modeling (\$15,000), and makeup (\$15,000). These are all costs we incur before we ever shoot a day on set. These are just pre-production costs to get these departments going.

(Remember, to get \$50,000, we need to raise approximately \$62,000)

Many people do not remember that we specifically stated this and so they incorrectly assume that the money was to go to production costs. This is due to either the fact that it was over a year ago that the Kickstarter ended, or due to a failure to read and understand the specifics of the Kickstarter (often a combination of the two!). What this teaches us is we have to consistently communicate to our donors.

So, we outlined \$325,000 in costs for infrastructure that we would need to raise roughly \$400,000 for. (Remember, you always lose 20-25% to Kickstarter and payment processing fees as well as perk cost and shipping). And that was before we found out what everything would really cost and what we didn't even know we needed.

So where did that money actually go? Well, here is a rough breakdown. (Note an accountant is reviewing the finances next month as we prepare our tax returns, but this gives a good idea what we spent money on. Updated financials will be provided when available.

These financials cover the period of 4/1/2014 – 7/31/2015. We will release financials for the Axanar Indiegogo, which cover 7/31/14 to present in Q1 when we release the first part of Axanar and launch our next fundraiser.

INCOME

Kickstarter Donations	\$638,471.00	
Kickstarter/Payment Fees	\$67,426.14	
Net Donations		\$571,044.86

EXPENSES

Salaries		
1099	\$17,420.00	
Alec Peters	\$38,166.57	
Diana Kingsbury	Deferred till 2016	
Robert Burnett	\$5,000.00	
Curtis Laseter	\$9,800.00	
Salaries	<u>\$48,042.31</u>	
		\$118,428.88
Advertising		\$6,246.83
Auto		\$9,163.62
Bank Fees		\$958.00
Building Renovation		\$49,674.48
Cleaning Services		\$986.00
Computer Repair		\$413.32
Computer Software		\$684.86
Convention Expenses		\$2,670.00
Corporate Expenses		\$908.00
Equipment		\$20,598.44
Equipment Rental		\$14,557.43
Event Cost		\$1,061.52
Facility Fees		\$271.77
Film Festival Fees		\$2,180.88
Furniture		\$643.10
Insurance		\$9,320.52
Internet Fees		\$2,351.19
Legal		\$2,728.00
Perks		\$25,142.03
Music		\$1,950.00

Office Supplies	\$1,052.37
Phone	\$6,810.45
Prelude to Axanar Costs	\$7,000.00
Printing	\$8,006.85
Make Up	\$15,000.00
Rent	\$196,510.41
Set Construction	\$36,372.56
Shipping	\$5,403.32
Shipping Supplies	\$2,388.83
Supplies	\$4,324.12
Travel	\$9,018.29
Union Fees	\$3,099.00
Utilities	\$8,446.21

\$574,371.28

\$(3,326.42)

SALARIES

Unlike other fan films which use all volunteers, or no full time personnel, Axanar has both Alec Peters and Diana Kingsbury working full time, and since the beginning of 2015, Dean Newberry, our construction coordinator as well. There is just too much work to do Axanar part time. And that is why the quality of Axanar is so good.

The salaries Axanar is paying are incredibly low. Everyone is working for a fraction of what they could get anywhere else because we love this project.

III. HOW AXANAR HAS CHANGED

When I first came up with the idea for Axanar in 2010, it was over lunch with James Cawley on the set of Star Trek: New Voyages (the grand daddy of all Star Trek fan films). James had invited me up to the set to play Garth in a scene in an episode they were filming. James is the one who pushed me to write a script for the Garth story I had first written 20 years earlier. And so when it was conceived, “Axanar” was going to simply be a fan film like any other.

But as we went on, we knew we weren’t going to be happy just doing a fan film. We wanted it to not have any of the same shortcomings that plague so many fan films, namely a weak story and poor acting. And, while New Voyages had clearly set and then raised the bar on what a fan film is, we thought we could make something that was even closer to a Hollywood production.

This meant engaging professionals. Prelude to Axanar had many professionals involved, both in front and behind the camera. It had to in order to look as good as it did. And after the success of Prelude to Axanar, it was clear we had to do even better as our fans had now come to expect something quite different from what they had seen in other fan films.

A big part of this process was to create our own studio...to rent a building, convert it to a sound stage, and build our sets there. Originally, I’d planned on shooting everything on the sets of Star Trek: New Voyages, where James Cawley had generously offered to let us film. We would have converted their sets to look less like TOS, shot the film, then gone into post-production on it (and frankly, Axanar would probably have been done by now, if we’d stuck to the original plan).

But then, Prelude to Axanar director Christian Gossett said no, he couldn’t shoot

there—not even at the new facility I had helped James rent and move into. He said there wasn't enough room to do what he wanted and the sound stage was too small. He also didn't want to use James' crew, which was comprised of all amateurs. Christian felt our only option was to find a facility in Los Angeles. This decision changed *Axanar dramatically*, as it suddenly meant that the first Axanar Kickstarter would have to pay for the infrastructure, not the production.

Again, if we hadn't made this decision, then we could have had *Axanar* done by now, and probably for the money we had already raised. The quality wouldn't perhaps be quite as good as we had hoped, but we certainly *could* have gone that route. However, in the end, it was agreed that more time and more money would equal greater quality.

IV. HOW EXPENSES HAVE RISEN

Axanar is a fan film in that we are not the rights holders to the subject of our films, namely Star Trek. We do not own the intellectual property; CBS does. And that means that we cannot profit from Axanar, ever. We can raise donations to pay our expenses, but at the end of the day, there are certain things we can't do... and our company making a profit from anything we produce based on Star Trek is one of them.

Axanar is a professional production in that we do pay people who work on the production. This is not a group of fans getting together and having a great time playing Star Trek (although we certainly enjoy it). That means we do things like a studio would. And of course, it also means things cost more. We don't cut corners, and we think the results speak for themselves. Prelude to Axanar is the only Star Trek fan film that looks like it came from a modern Hollywood studio.

But, behaving like a professional production means *everything* costs more money. No other fan film has production insurance like we do. (We pay \$12,000 a year for that, alone.) Our volunteers are actually covered by Worker's Compensation Insurance! As with any business, all utilities cost more, and there are numerous permits and periodic inspections which must be paid. Plus, we're based in Los Angeles, where *everything* costs more. But in the end, what you get is a higher-quality production.

Here are the areas costs have risen and why:

RENT

We estimated \$125,000 for the first year's rent because we were negotiating a lease while the Kickstarter was going on that was about that amount. Sadly, that deal fell through when the landlord changed, and it then took us six months to

find and secure a suitable alternative, which is costing us \$181,000 for the first year. Not only was the rent higher than we'd anticipated, but we also had to put down a three-month deposit. So, instead of spending \$125,000, we had to spend \$181,000.

STUDIO RETROFITTING

There were a lot more expenses than originally planned in turning the warehouse into a studio. We incurred additional expenses for two main reasons.

Government Red Tape - As of the writing of this document in September 2015, we have been working for six months trying to get the city and county to approve our plans for building out our offices and wardrobe/makeup rooms. Tenant improvements should have been easy, but the city and county want you to jump through innumerable hoops, and this meant hiring an architect, which ran \$11,000 (and even that was a third of our first quote!). Government fees have been over \$3,000 so far.

Enlarged scope of work - Right off the bat we decided to fill in the loading dock, which was worthless to us, and so we covered it to make more usable space. Then we had to put "elephant" doors on the roll-up metal loading doors as the metal doors would cause major sound problems. In addition, the buildout of the offices—which we thought would be inexpensive—has turned into a bigger project because of government requirements.

SET CONSTRUCTION

Building the sets to be studio-quality is not a cheap process. While other productions do a wonderful job building sets that look like TOS with just volunteers, that won't work for us for a number of reasons.

1. Our sets must “fly”. That means everything has to be able to move, and to be taken down and put back up. (Thus, our bridge can be taken apart by section, and it is all on wheels. No other bridge set out there does that.)
2. Our sets cannot be left standing. Both of the full TOS sets in the US are built in buildings in the middle of the countryside in small towns where rent is cheap, so it’s feasible for them to build sets that are only used for their fan productions 2-4 times a year. At Axanar, we are building a fully-functioning sound stage that we will also be able to rent out to support the production and the studio. That means no standing sets.
3. Our sets are built by professional carpenters with studio experience. They know what the requirements are to make these sets sturdy and able to last the rigors of being moved around.

Thus, building our sets is a much-more expensive process. Fortunately, we have been managing our resources well, but with a locked script finally in, we now know how many sets we have to build, and there are a lot. The initial budget of \$100,000 is certainly low. The entire process of set construction will cost \$150-200,000 when all is said and done.

EMPLOYEE COSTS

Axanar has become a full time venture for some of us. And as such, all full-time employees need to get paid. We did not anticipate this when we launched our Kickstarter. But immediately it became apparent that with almost 10,000 donors and a lot of perks to be delivered (and a store to run and fulfill), we needed a full-time fulfillment person, and that was Diana Kingsbury.

In addition, I have been working full-time on Axanar since the Kickstarter last year. There is an enormous amount of work to do in order to get a studio up and running and put together a movie. It is safe to say that Diana and I each work *at least* 60 hours a week on Axanar (which doesn’t count all of the time we spend at

conventions promoting Axanar to fans and soon-to-be fans!).

Dean Newberry started working full-time in February (along with Curtis Laseter, the construction coordinator for Babylon 5 who left us in April for another job), but the construction salaries are accounted for in the set construction totals.

Also, Rob Burnett, our Director for Axanar, is put on salary when he is working full-time for Axanar, such as when he did the Vulcan scene.

No one is making a lot. It is fair to say we are all working for a fraction of our previous salaries. But these expenses were not anticipated in the Kickstarter, and so are noted here.

V. LESSONS LEARNED

In this section we deal with some of the key things we've learned.

DONOR TYPES

Understanding our donors is important to making them happy. While it's impossible to generalize, we can put our donors into three rough groups.

Highly-Engaged - Donors who follow our project closely, read every update we send out, read our website and the blogs there, including my Captain's Log and Diana's Fulfillment blog, and maybe join the Facebook Axanar Fan Group and follow us in the Axanar Facebook Donors Group. Many of these donors are the engine that runs Axanar fandom.

Laid-Back - This group doesn't follow us closely, but stays in touch from time to time. They may read our updates, or check out the Axanar Fan Group occasionally, but they are content to just sit back and wait for the film. They donate because they love Star Trek, love what we are doing, and they aren't very demanding.

Occasional - These donors don't read or follow anything. They may have shut off their updates because they don't want to get them, or they aren't on Facebook. They donated and really don't want to stay on top of what is happening. And, while that is perfectly fine, some of these donors, one day realize "Hey, where's my stuff?" or "Wait, they are asking for more money? Where's the film?" because they haven't read any of the numerous updates we have sent or published alerting everyone to what's happening.

Highly-Engaged and **Laid-Back** Donors don't need us to tell them anything; they know we care, know we work our asses off, and know what we are doing because they read our content.

Occasional donors need STUFF. Because they don't pay attention to updates, emails, Facebook or our website, they aren't in the loop about what is happening. They just want to get their stuff (including the movie), and that is how they know we are doing our job. (This group impacts Diana's time a great deal as they email her and require *a lot* of explanation since they haven't been keeping up.)

Now, we can't change people's behavior. And we can't expect everyone to be one of the first two groups. But the third group does have an impact on our time and efficiency.

Where we could have been better

It is always important to note where you can improve.

- 1) It wasn't until after our Indiegogo that we started to deliver the Blu-rays from Prelude—the most important perk from our very first Kickstarter and we were unable to get it out before our third campaign. We feel that this could have been a huge positive if we had gotten Prelude released on time; not doing so made some people question our ability to deliver, and this almost certainly meant fewer donations.

- 2) We told everyone at the start of the second Kickstarter that NO perks would ship until ALL of the perks were ready (meaning after the feature film was completed)—having learned a costly lesson in fulfilling Prelude, of how ridiculously-expensive multiple shipments are (which means how much extra money *isn't* able to go into production)—but this has also hurt us with the Type 3 donors who didn't pay attention to the wording of the

Axanar Kickstarter, haven't been following our progress or any of the dozens of updates, but merely judged us by what we delivered (or didn't deliver, as the case may be).

- 3) Changing from Backerkit (the online checkout system we used following the Prelude Kickstarter) to Ares Digital (our own checkout system, which was some time in the making) meant the Axanar Kickstarter donors weren't sent through checkout for over a year, further eroding some donors' confidence.

VI. ACCOMPLISHMENTS

So what have we accomplished in the past year and a half?

Prelude to Axanar - We successfully funded this project and executed what most consider the best Star Trek fan film ever. Prelude has been winning film festival awards all over the country and remains a fan favorite with over 1.5 million views on You Tube.

The Prelude to Axanar Blu-ray - The Blu-ray perk for Prelude to Axanar is as good as any disc of its kind. Created by the three producers who created the Star Trek: The Next Generation Blu-rays, it proves that Axanar is world-class.

Ares Studios - We funded and created a film studio. While not yet finished, Ares Studio will have everything needed to make movies for years to come.

Infrastructure - We built the infrastructure that will allow us to make great Star Trek and great science fiction films for years to come. Our fundraising operation is now one of the most sophisticated to come out of crowd-sourcing.

Ares Digital - This technology, which is the entire back-end of fulfillment operations, is critical to any crowd-funded project. Its creation not only gives Ares Studio an advanced product that will make donors' lives easier, by putting all their perks and information in one, easily-accessible web page, but it allows Ares Studios to create a product it can eventually distribute to other crowd-funded projects as well. This will create a new revenue stream for Ares Studios.

From top to bottom, Axanar Productions has blazed a new trail and raised expectations. We thank our loyal donors for the ability to do this with you.

VII. 2016 PLANS

What are our 2016 plans?

Axanar Shoot - We will shoot the first part of Axanar in February, with an expected release in April 2016. We will then raise the money for the rest of the film, which we will release before 2016 is over (hopefully by September 8, the 50th Anniversary of Star Trek!).

The Four Years War Anthology - This book is well underway with a group of NY Times best selling authors. The project will be Kickstarted and be a hardcover, slipcase edition. We plan on the Kickstarter in Q1 2016 and delivery of the book in Q3 2016.

The Ships of Axanar - A large hard cover, coffee-table style book, this book will harken back to the "Ships of the Star Fleet" books of the '80s and '90s, and give an in-depth look at every ship that fought in the Four Years War. We expect to Kickstart this book in early 2016 and deliver it in Fall 2016.

Sci-Fi Film School - We would like to hold this event in spring 2016, to be followed immediately by AxaCon. The film school will be a five-day event, where participants will learn all the ins and outs of film production, and be able to go in-depth on an area they find most interesting, such as editing, acting, directing, etc. The event will be taught by Axanar cast and crew, and be at Ares Studios, utilizing the Ares sets.

AxaCon - The Sci-Fi Film School will be followed immediately by AxaCon, so those interested can stay for both events. AxaCon will start with a Friday trip to Star Trek filming locations Vasquez Rocks and Tillman Japanese Gardens (Starfleet HQ). Saturday will be traditional panels and autograph signings, and

Sunday attendees will have the opportunity to film on the Ares Sets. This will be a truly unique event!

So a hearty THANK YOU to all of our donors that made this wild ride possible. We hope this has given you additional insights into the operation your donations have helped create, and makes you that much more excited for what is still to come!

Sincerely,

The Axanar Team

EXHIBIT E

From: Alec Peters alec@propworx.com
Subject: Must watch TOS
Date: January 4, 2011 at 10:13 AM
To: Christian Gossett christian.gossett@gmail.com
Cc: John Muenchrath johnmuenchrath@hotmail.com, Victhewop@aol.com victhewop@aol.com

Doc and Vic:

Christian and I are meeting next Friday to work on the Axanar treatment. In the mean time he is going to go get the TOS Blu Rays and watch the key episodes again. I suggested the following, which are all on various top 10 lists too.

Top Star Trek TOS Episodes:

Where no Man has gone Before (second pilot w/ Kirk instead of Pike)

The Menagerie Parts 1 & 2 (Incorporates "The Cage", the original pilot)

City on the Edge of Forever

Mirror, Mirror

Space Seed (Khan)

Doomsday Machine

The Trouble with Tribbles

Balance of Terror

Amok Time

The Enterprise Incident

The Tholian Web

A Piece of the Action

And of course "Whom Gods Destroy".

From: Christian Gossett <christian.gossett@gmail.com>
Sent: Sunday, November 25, 2012 9:16 AM
To: Alec Peters
Subject: Re: Klingon Concepts

I agree. I'll do the Klingons. We've got a specific need for them in the story so I'll handle them.

On Sun, Nov 25, 2012 at 6:00 AM, Alec Peters <alec@propworx.com> wrote:
We can discuss.

I think you should do a couple.

Alec Peters

PROPWORX

2941 Macarthur Blvd, Suite 135
Santa Ana, CA 92704
[404-918-1701](tel:404-918-1701)

Begin forwarded message:

From: Sean Tourangeau <stourangeau@earthlink.net>
Subject: Klingon Concepts
Date: November 24, 2012 3:53:31 PM EST
To: Alec Peters <alec@propworx.com>

Here are the sketches I did on vacation. Feel Free to post.

Sean

Character: Klingon Concepts



**Character:
Klinton
Concepts**



**Character:
Klinton
Concepts**



5

CHRISTIAN GOSSETT
cell: 323. 710. 2031



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Burbank, CA 91505

Tel 818.845.5148
metamorfic.com

From: Facebook notification+mwj51hwm@facebookmail.com
Subject: Alec Peters tagged you in a post on Facebook
Date: August 14, 2013 at 11:17 PM
To: Christian Gossett christian.gossett@gmail.com

facebook



[Alec Peters](#) tagged you and 11 others in a [status](#).

Alec wrote: "Just saw "Oblivion" and I have to say it is the best movie of the summer. Brilliantly written, it shows just why "Star Trek: Into Darkness is such a fail. You don't have to make up stupid shit and forget science to make a believable Sci Fi movie. Best production design I have seen in years, which also puts Star Trek to shame. GO SEE THIS MOVIE. I am buying the Blu Ray, something I don't do much."

Learn more about [tagging on Facebook](#).

[See Post](#)

This message was sent to christian.gossett@gmail.com. If you don't want to receive these emails from Facebook in the future, please [unsubscribe](#).
Facebook, Inc., Attention: Department 415, PO Box 10005, Palo Alto, CA 94303

From: Alec Peters alec@propworx.com 
Subject: KLINGONS
Date: November 13, 2013 at 5:28 PM
To: Christian Gossett christian.gossett@gmail.com

TMP Klingons

<http://www.wearysloth.com/Gallery/ActorsL/10198-18156.gif>

<http://img697.imageshack.us/img697/5774/78305980.jpg>

<http://www.ex-astris-scientia.org/observations/thenakednow/12-startreki.jpg>

<http://www.fxwarehouse.info/mm5/graphics/00000002/Klingon.jpg>

http://images2.wikia.nocookie.net/_cb20131001095437/memoryalpha/en/images/c/c7/Klingon_Captain_in_makeup.jpg

http://images3.wikia.nocookie.net/_cb20131025184147/memoryalpha/en/images/a/a6/Klingons2286.jpg

Chang

<http://www.infinitespace.ca/wp-content/uploads/2012/03/general-chang.jpg>

<http://photos1.blogger.com/hello/68/1600/640/six007.jpg>


http://www.startrek.com/uploads/assets/db_articles/37140e9f62c94e2c7696886d5994d6252b545f61.jpg

Neville Page

http://www.nevillepage.com/gallery_StarTrek2.html

Alec Peters
404-918-1701



From: Alec Peters alec@startrekaxanar.com 
Subject: Fwd: Prelude to Axanar Shoot
Date: March 17, 2014 at 3:44 PM
To: Hamilton Cox hamiltoncox@gmail.com, Christian Gossett christian.gossett@gmail.com

The Neru neck undergarment works. I think the outer robe works too. We can add Vulcan Glyphs.

Compare as to what I am getting.


This undersuit (First one on left)

<http://startrekpropcollector.com/trekauctions/image.pl?9214e987cc6bdfec3378e1e926a2cdac>

<http://www.yourprops.com/Vulcan-Robe-original-movie-costume-Star-Trek-Enterprise-TV-2001-YP65325.html>

Thoughts Christian?



From: Christian Gossett christian.gossett@gmail.com 
Subject: Re: Star Trek Locations
Date: April 4, 2014 at 8:11 AM
To: Alec Peters alec@startrekaxanar.com
Cc: Scott Trimble scott@ststlocations.com, Jhennifer Webberley jwebb@christiangossett.com, Tommy Woodard wootom@yahoo.com

Well, what I meant was they haven't been shot for some time. :)

On Fri, Apr 4, 2014 at 8:10 AM, Christian Gossett <christian.gossett@gmail.com> wrote:

Good morning, Scott:

Have you ever heard of the Trona Pinnacles? They're out past Ridgecrest (near Lone Pine) and they are amazing. They also don't ever get shot for reasons unknown. I would very much appreciate finding out if they are an option, even just for a TOS style EST matte shot into which we'd comp a set of Trek buildings.

On Fri, Apr 4, 2014 at 8:02 AM, Alec Peters <alec@startrekaxanar.com> wrote:

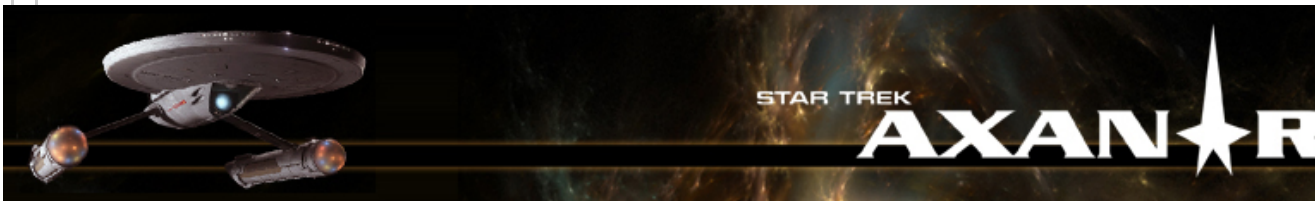
The Rockhaven stuff is brilliant. That place is so perfect for the Peace Conference. Tillman is a lock as we need to shoot Starfleet HQ there. Vasquez is out as everyone shoots there.

Alec Peters
[404-918-1701](tel:404-918-1701)

Website: <http://startrekaxanar.com/>

Facebook: <https://www.facebook.com/StarTrekAxanar>

Twitter: <https://twitter.com/StarTrekAxanar>



On Apr 3, 2014, at 12:39 PM, Scott Trimble <scott@ststlocations.com> wrote:

Hey everyone,

For both "Star Trek: Prelude to Axanar" and "Star Trek: Axanar", I just set up the following website for our location scout photos. Art department and make-up can utilize it too if they have images they'd like to share.

<http://www.startreklocations.com/>
PASSWORD: kelvin007

For security reasons, that password will change about once a month or as necessary.

I haven't yet done a full file pull from my archives, but, just for the sake of example so you'll know what to expect later, I uploaded three locations.

Under AXANAR, you can check out images of Tillman Japanese Gardens. We've previously discussed using this location since it was already established as part of Starfleet Headquarters in TNG, DSN, VOY0, and ENT.

Under OTHER PLACES, I threw in two places that have been established as Vulcan filming locations: Vasquez Rocks (which is perhaps the most iconic of ALL the locations that "Star Trek" has ever shot at) and Rockhaven. It was the mention of Rockhaven in the real estate news a few months back that led to you guys contacting me about potentially working on this project. It was a filming location for "Star Trek XII", though much of the scenes were cut out.

Anyway, when I do the full pile full, I will write to you all again!

Scott

=====

SCOTT THOMAS SUGGS TRIMBLE
Location Scout / Location Manager
Production Supervisor / Producer
cell [310-528-1241](tel:310-528-1241) / www.stst.net

=====

--
CHRISTIAN GOSSETT
cell: [323.710.2031](tel:323.710.2031)



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--
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From: Christian Gossett christian.gossett@gmail.com 
Subject: Please Look - images for Kevin
Date: April 4, 2014 at 11:37 AM
To: Alec Peters alec@startrekaxanar.com

Alec:

Okay, yeah no rest for the traveler: :)

Kevin needs to see any changes we want for Kharn so this is what I was thinking.

It's just a subtle alteration of the creases beyond the central ridge. It's consistent, actually, with the drawings I submitted, which I didn't realize until I checked out the sketches again.

I love what Kevin has done. It's subtle, biological and Klingon. I'm just trying to add a little aggression to the angle of the creases without sacrificing any of the above.

Kevin knows this is an experiment and that by trying it we're not losing what we have.

If you DO NOT LIKE these, then let me know. Otherwise I send them because he can't wait.

--
CHRISTIAN GOSSETT
cell: 323. 710. 2031

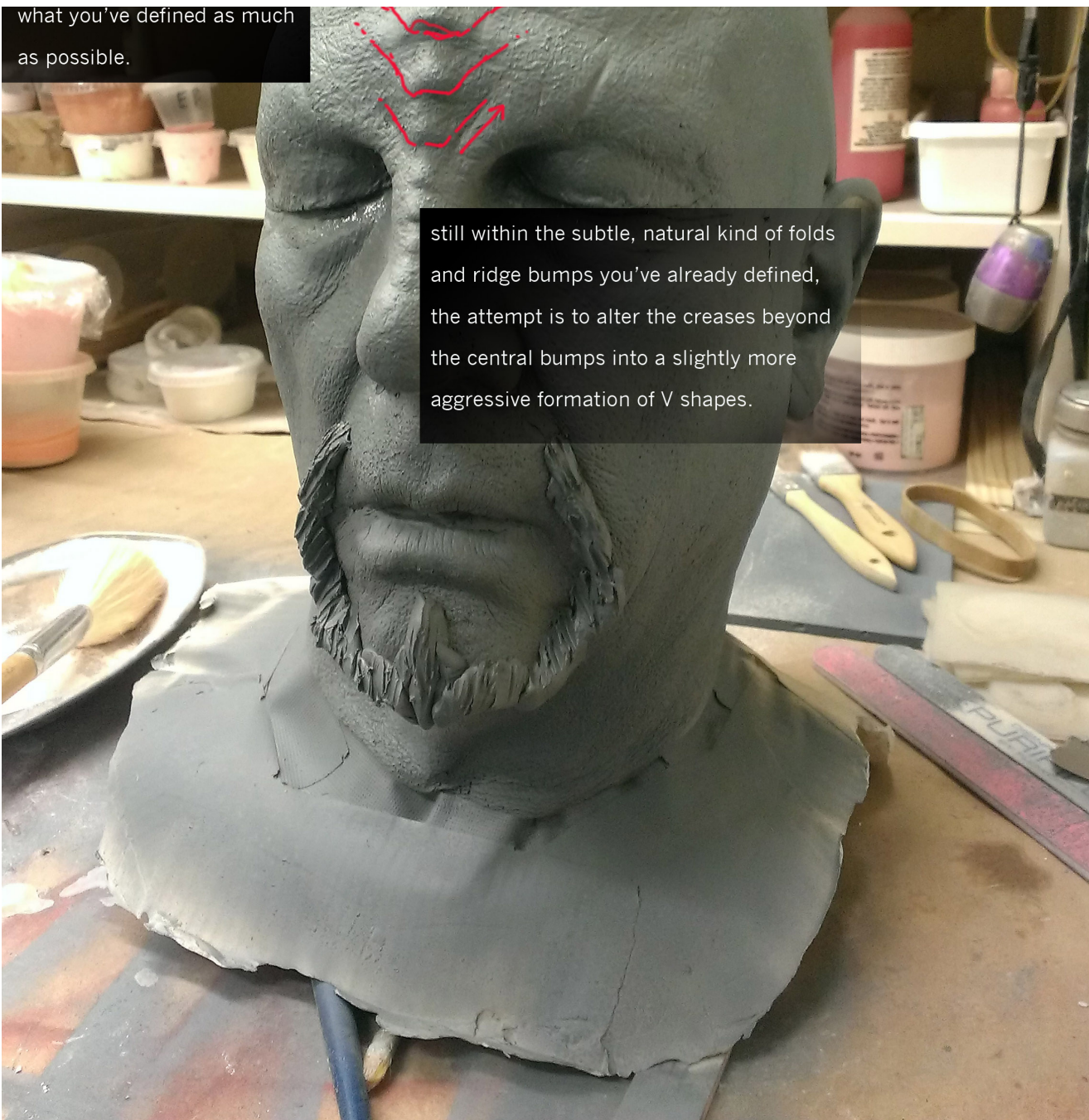


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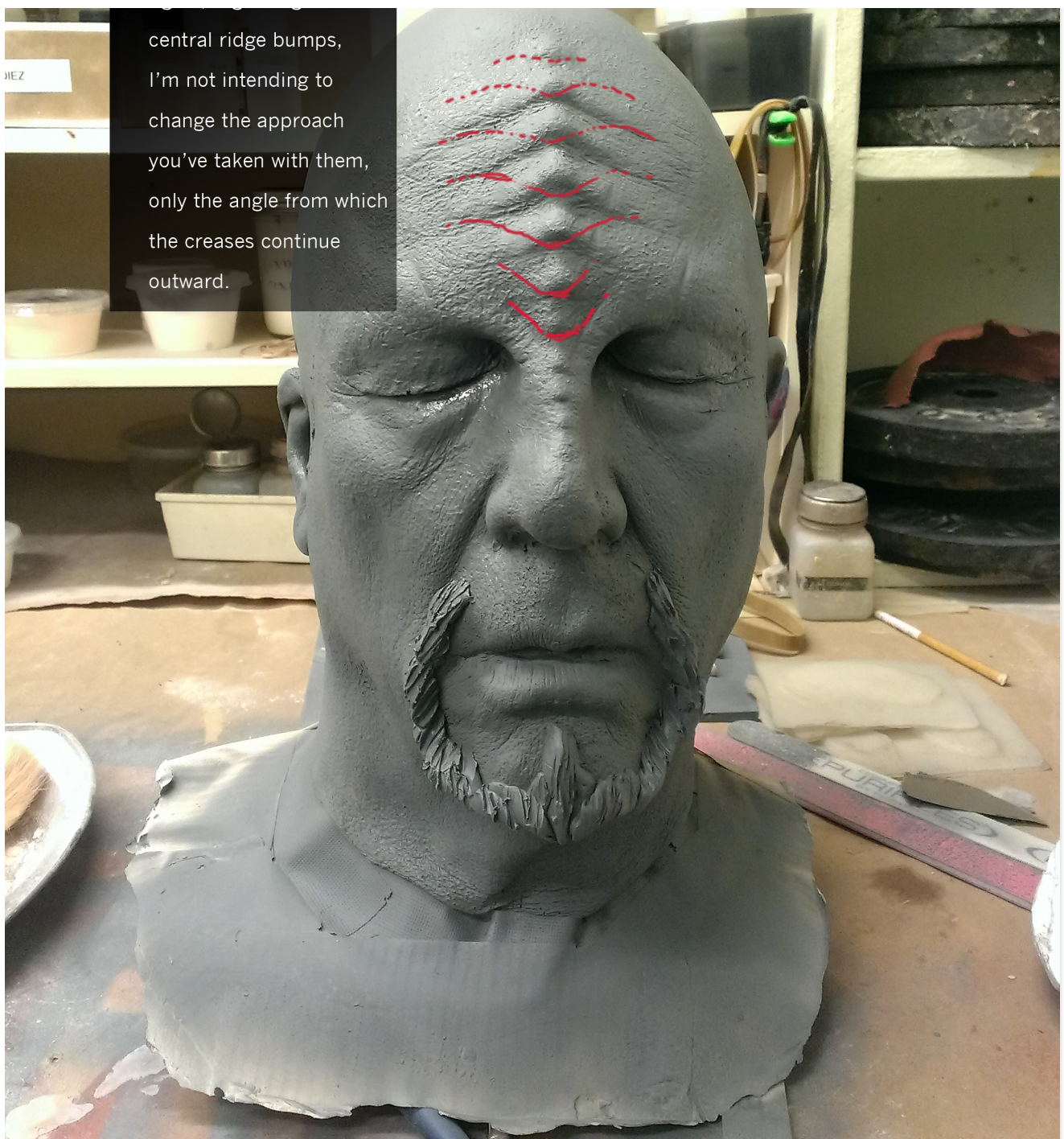
what you've defined as much as possible.



still within the subtle, natural kind of folds and ridge bumps you've already defined, the attempt is to alter the creases beyond the central bumps into a slightly more aggressive formation of V shapes.




Again, regarding the



central ridge bumps,
I'm not intending to
change the approach
you've taken with them,
only the angle from which
the creases continue
outward.





From: Christian Gossett christian.gossett@gmail.com 
Subject: Prelude to Axanar V6
Date: April 26, 2014 at 9:56 AM
To: Alec Peters alec@startrekaxanar.com, Jhennifer Webberley jwebb@christiangossett.com

Revised.

Notes:

You'll see I left most of it untouched. Some highlights:

INVERNESS

I really like the word Inverness, and we have more than enough major deviations from the FASA book already so that's not really a case against it. Including the major one, where we've given much more significance to the Battle of Axanar.

If we're using the FASA book as a bible, then we're already not doing it consistently.

CONSTITUTIONS

The reason why I left out the Constitutions (I was planning on showing Tobias' clips when Ramirez mentioned how "our new class of ship was proving more complicated etc.") was so as to tease the ending of the feature without giving it away. I obviously left it in the script.

D7 VS CONSTITUTION

Now that Mike Hogan is not in Prelude, I suggest we put the emphasis back on the threat of the D7 and not exposition about the Constitution. It makes for a better cliff hanger.

KHARN AS ANTAGONIST

Kharn's presence in the latter portion now reads as a fan of the D7 as opposed to its champion. A much weaker choice for the main antagonist.

--

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Prelude to Axanar
Revision V6.fdx

From: Christian Gossett christian.gossett@gmail.com
Subject: Fwd: ALEC's FORWARD
Date: July 12, 2014 at 11:42 AM
To: Terry McIntosh terryamcintosh@hotmail.com

alec foreword:

One might say that "Prelude to Axanar" is the culmination of 4 years of work. It is not. It is merely the first stop on the path that my good friend Christian Gossett and a host of others have joined me on. It is a path that will hopefully help reshape the way Star Trek is viewed and re-energize the legions of Star Trek fans who grew up on this bold vision of the future that Gene Roddenberry first gave us almost 50 years ago.

"Prelude to Axanar" is the precursor to the feature "Axanar" and it is the beginning of a Star Trek journey that will last decades. A journey that we hope we take you all along on. One that bridges the past vision of what Star Trek was, with a future vision, that incorporates both the visionary and edgy way television shows are written and produced in the 21st century, with the dynamic new methods of distribution.

"Limitless vistas" indeed. We hope you, our fellow Star Trek soulmates, enjoy "Prelude" as much as we enjoyed bringing it to you.


--

CHRISTIAN GOSSETT
cell: 323. 710. 2031



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From: Alec Peters alec@startrekaxanar.com 
Subject: Re: Jeff Carlisle Trek Artwork. Axanar sketches to follow soon...
Date: October 27, 2014 at 2:19 PM
To: Jeff Carlisle jeffcarlisleart@gmail.com
Cc: Christian Gossett christian.gossett@gmail.com

The boots are fine. I think some sort of knee guard/pad would be better. So a bit more streamlined, ending with some sort of knee protection.

Alec Peters
Executive Producer

Website: <http://startrekaxanar.com/>

Facebook: <https://www.facebook.com/StarTrekAxanar>

Twitter: <https://twitter.com/StarTrekAxanar>



On Oct 27, 2014, at 1:17 PM, Jeff Carlisle <jeffcarlisleart@gmail.com> wrote:

Do you like the height of the boots, minus the extensions? What about the vest?

On Mon, Oct 27, 2014 at 4:14 PM, Alec Peters <alec@startrekaxanar.com> wrote:
My feedback.

Klingon costume. Needs less ornamentation and more simplicity on boots. This is war. And we want something easy to make.

Same on gauntlets.

Pistol looks like it is between TOS and TNG versions. More TOS influence and less TNG. That said, it is a beautiful drawing. You got skillz!

Yes on Klingon Communicators.

Alec Peters
Executive Producer

Website: <http://startrekaxanar.com/>

Facebook: <https://www.facebook.com/StarTrekAxanar>

Twitter: <https://twitter.com/StarTrekAxanar>

<AxanarHeaderUpdate.jpg>

On Oct 27, 2014, at 12:45 PM, Jeff Carlisle <jeffcarlisleart@gmail.com> wrote:

Alec--

Here is a first batch of designs. Nothing final, but I wanted to get a couple concrete designs for the Klingons.

The uniform is a fusion of the Original Series Klingon outfits with the uniforms that we see from The Motion Picture onwards--and

the vest would be similar to the TMP/Search for Spock uniforms, made from a vinyl/leather material. The "turtleneck" would be a textured fabric and have the bracers from the newer Klingon outfits. The pants and boots would be simplified. The idea is that if TOS had a higher budget, this is what they would have looked like. The faces of the Klingons could be a mixture of the flat-faced "infected" Klingons along with Cranial Ridge Classic Klingons and Klingons that only have very subtle cranial ridges--showing that the infection from ENTERPRISE is clearing up and show a variety of Klingon styles. The Klingon disruptor is based heavily on the original prop from TOS--but using features that have become synonymous with Klingon Disruptors. The Rust Color that is associated with Klingon tech isn't shown in the original series, and it could be a mixture of gunmetals and silver, suggesting the original prop.

None of these designs are final, and let me know what you would like to see and I will try to incorporate them in other designs. Will we need Klingon Communicators?

The next thing I am working on are updates on the Communicators and Phasers for the Federation--and they will be heavily based on the props from The Cage--with more modern textures/tech.

Jeff

On Tue, Oct 21, 2014 at 4:18 PM, Jeff Carlisle <jeffcarlisleart@gmail.com> wrote:

Hey Alec.

Now that I am finally coming out of my Cold, I thought I would be proactive and start sending you some art.

I have been looking for an excuse to do more Trek art--and Trek designs--for a while.

Hope you like them.

I will have some rough sketches for you to look at ASAP.

I will use both Enterprise and TOS as my guides for the Klingons.

I was thinking of using The Cage as my starting point for the Federation equipment.

I still think those shapes are great--they just need a more modern level of texture and detail.

...Which is what I had hoped the recent Trek films would have done rather than redesign everything--and think that somehow warehouses and breweries would seem futuristic...


Sigh.

Oh, well! Very excited to see what you think.

Talk to you soon.

Jeff

<carlisle_axanar_concepts_01.jpg>

From: Christian Gossett christian.gossett@gmail.com 
Subject: Re: NDA for Michael Hill
Date: February 25, 2015 at 2:35 PM
To: Alec Peters alec@startrekaxanar.com
Cc: Terry McIntosh terryamcintosh@hotmail.com

Copy.

On Wed, Feb 25, 2015 at 1:44 PM, Alec Peters <alec@startrekaxanar.com> wrote:
FYI, lawyer is making up NDA now. Should have ALL legal documents by next week.

In the mean time, you should feel free to send him an act at a time.

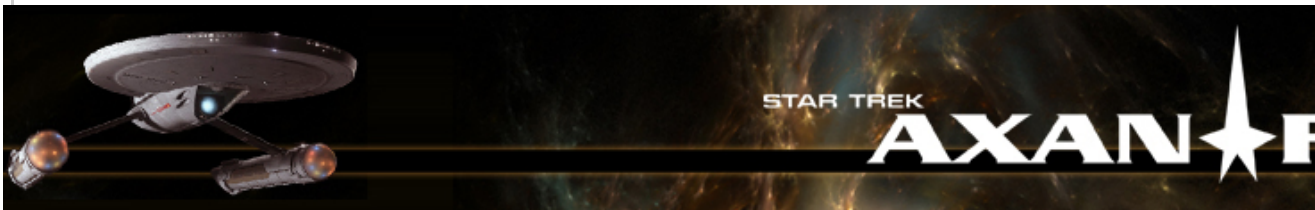
Alec

Alec Peters
Executive Producer

Website: <http://axanarproductions.com/>

Facebook: <https://www.facebook.com/Axanar>

Twitter: <https://twitter.com/StarTrekAxanar>



On Dec 8, 2014, at 11:45 AM, Christian Gossett <christian.gossett@gmail.com> wrote:

Alec:

I want to get Michael Hill started on storyboards but we have no agreement with him or NDA. How do you want to handle that?

It's obviously not in our best interest to just start sending script pages out with no NDA or mutual understanding.

I've copied Terry. Because Terry.

LMK

CG

--

CHRISTIAN GOSSETT

cell: [323.710.2031](tel:323.710.2031)



M E T A M O R P H I C

The Vocabulary of Motion

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From: Christian Gossett christian.gossett@gmail.com
Subject: Re: Axanar
Date: May 20, 2015 at 3:07 PM
To: alec@axanarproductions.com

What's the gist?

On Wed, May 20, 2015 at 1:14 PM, alec@axanarproductions.com <alec@axanarproductions.com> wrote:

Christian:

Attached you will find a Certificate of Authorship for the work you did on Axanar and the \$ 5,000 paid for such work. Please have your lawyer review, sign and return. My attorney is the same guy who handles Charlie and Rob.

Thank you.

Alec

Alec Peters
Executive Producer

Website: <http://axanarproductions.com/>

Facebook: <https://www.facebook.com/Axanar>

Twitter: <https://twitter.com/StarTrekAxanar>

--
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EXHIBIT F

Jennifer Jason

From: David Grossman
Sent: Wednesday, October 26, 2016 10:21 AM
To: 'Ranahan, Erin R.'
Cc: Jennifer Jason; Jonathan Zavin; Leiden, Diana Hughes; Oki, Kelly
Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Erin,

We now have dozens of emails between the director, Christian Gossett, and Alec Peters, your client, that were not produced by Mr. Peters. Mr. Peters, at his deposition, testified that he did not delete relevant emails, yet Mr. Gossett produced hundreds, if not thousands, of pages of emails with Mr. Peters that Mr. Peters did not turn over. This recent production confirms what Jonathan Zavin and I discussed with you last week after Mr. Peters' deposition, which is that Mr. Peters did not produce all of his emails relating to the production of Axanar. This is further confirmed by the fact that neither Mr. Burnett nor Mr. Peters turned over e-mails between them, and, in fact, Mr. Peters turned over virtually no e-mails regarding the production of Axanar, or with the production team, but only e-mails regarding donors. It seems apparent that Mr. Peters has improperly withheld e-mails relating to the production of the Axanar Works - emails that go to the heart of the claims in this case.

This is in addition to the fact, confirmed by both Mr. Burnett and Mr. Peters that they did not search for or produce any of the many online posting that they made regarding the Axanar works, including on Facebook, AxanarProductions.com, or various message boards and websites. Your position has been that such documents are "public" but Plaintiffs do not have an obligation to scour the internet for every posting made by your clients - and your clients' failure to turn these documents over in discovery has prejudiced Plaintiffs in connection with the depositions of Mr. Burnett and Mr. Peters, as well as in connection with all of the third party depositions that have been taken. Your statement that I "explicitly rejected" your representation that documents would be produced three days prior to all depositions of witnesses you represented is inaccurate. I have reviewed the email you referenced and it says no such thing.

Your email also says that you have now located additional emails from Mr. Peters that were not produced. Given these circumstances, we need all of Mr. Peters e-mails and documents regarding Axanar turned over to us immediately, along with the documents and e-mails of the other clients you represent, such as Mr. Burnett. Further, we need you to certify that all such documents have been turned over, or that you have examined the relevant computers, and there are no such e-mails. Further, when these documents are turned over, it is more than reasonable for you to present Mr. Peters for a further deposition. Please confirm that you will do so. If we do not hear from you by noon tomorrow, we will assume that you are not willing to certify that all documents and e-mails have either been turned over or do not exist, and we will further assume that you are not willing to make Mr. Peters available for a further deposition regarding these documents.

Additionally, you stated, on Monday September 26, 2016 "we are not withholding anything from before the lawsuit was filed as privileged" - yet Mr. Gossett's deposition this Saturday confirmed that Alec Peters was, in fact, represented by counsel prior to the litigation, and that his counsel was actively creating legal documents and agreements relating to the Axanar production. Mr. Peters himself testified last week that he engaged counsel to assist him with his Axanar project (and Axanar Productions paid that counsel thousands of dollars). While Peters may have initially advised you that he did not engage in communications with counsel prior to the lawsuit, the emails turned over by Mr. Gossett (and Mr. Peters' deposition testimony) demonstrate that is not the case. Please provide a privilege log addressing the pre-lawsuit communications that have been withheld.

Our October 3, 2016 letter requested that the financial document showing how Mr. Peters spent the funds gathered from fans be de-designated. After receiving no response, we requested that this document be de-designated last week, the day of Mr. Peters' deposition. Finally, this week I reiterated that request and you have not agreed to de-designate. As with Mr. Peters' deposition, if we do not hear from you by noon, we will assume that Mr. Peters is not willing to de-designate that document.

David Grossman
Loeb & Loeb LLP
10100 Santa Monica Blvd. Suite 2200
Los Angeles, CA 90067
Tel: 310.282.2077
Fax: 310.919.3943

-----Original Message-----

From: Ranahan, Erin R. [mailto:ERanahan@winston.com]

Sent: Monday, October 24, 2016 8:59 PM

To: David Grossman

Cc: Jennifer Jason; Jonathan Zavin; Leiden, Diana Hughes; Oki, Kelly

Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

David,

You explicitly rejected my offer to produce documents three days in advance of third party witnesses' depositions. (See your 9/29, 6:13 pm email). Again, the production is all more recent scripts, and you have not asked a single specific question about the content of the scripts, so I am sure you can review the dates on the cover in advance of Bill's deposition to ask him your questions. We will produce Mr. Hunt once. If you don't want to proceed tomorrow, let us know within the next hour. I also recall you produced the missing ownership documents on 9/27, the night before the 30(b)(6) deposition of CBS on 9/28, and those were not documents called for by a subpoena to a third party, but asked of the Plaintiffs many months prior. Of course that was after we had spent time unnecessary time preparing an entire joint stipulation of a motion to compel section about ownership.

With respect to the letter that you messengered, only to me and not anyone else on the team (which as I explained, came in when I was out of town at the ABTL conference in Maui through 10/9), I still am at a loss as to why you would not have also emailed that to our team if you wanted to make sure we saw it as soon as possible. We could have responded much earlier had I or someone else on my team received it. Please make sure to email a courtesy copy of all correspondence through the rest of this case to Diana, Kelly and me, as we have done throughout this case. I am also at a loss why you did not mention the letter in the many times we saw each other at depositions since. In any event, since I first saw the letter after Alec's deposition last Wednesday, we have been investigating to see if there were any issues with the production.

As far as the issues raised with respect to email productions, Jennifer told me last week that there was not a single email between Alec and CBS. Upon investigating that claim, this is not true (see e.g., AX029227). With respect to the remainder of the emails that CBS, Alec turned over all of his emails relating to Axanar that were still in his possession when this lawsuit was filed. We have produced those emails that are remotely relevant to this case. We located 161 emails that were marked "non-responsive," so I personally went through those and have marked some additional emails for production (nothing with CBS but there are a some Gossett emails). We will produce those to you this week.

It sounds like otherwise, you have been able to find the communications and social media postings you are looking for through other sources, and your apparent need to obtain duplicate copies of those posts are outweighed by the burden

and expense it would cost for Defendants to attempt to pull copies from their thousands of online postings, only to reproduce what you already have. As this is an individual and a tiny company with very limited resources, Defendants simply did not have in place the same archiving methods you might expect from most corporate clients, and yet, to date, we have still not received a single email from Paramount. And speaking of the dearth of Paramount emails, Jonathan mentioned last week that you searched twenty separate Paramount custodians and found nothing-- can you please provide the names of those custodians and the search terms used?

With respect to the remaining documents referenced in Jennifer's October letter, we are not withholding anything that was within Defendants' possession, custody or control, though I can go through those over the phone with someone this week if you would like to discuss further.

And just to confirm, we do not intend to make Mr. Peters available for another deposition.

Regards,

-Erin

Erin R. Ranahan
Partner
Winston & Strawn LLP
T: +1 (213) 615-1700
D: +1 (213) 615-1835
F: +1 (213) 615-1750
<http://www.winston.com>

-----Original Message-----

From: David Grossman [mailto:dgrossman@loeb.com]
Sent: Monday, October 24, 2016 5:38 PM
To: Ranahan, Erin R.
Cc: Jennifer Jason; Jonathan Zavin; Leiden, Diana Hughes; Oki, Kelly
Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Erin,

Bill Hunt's deposition is tomorrow. You previously agreed to provide documents from third party witnesses you were representing three days before their depositions. That, unfortunately, has not happened for any of the third party deponents you have represented (Rob Burnett, Diana Kingsbury, or Bill Hunt). I haven't seen these documents as of yet, and there are apparently 4,000 pages of documents going by the email from your paralegal.

We will reserve the right to take Mr. Hunt's deposition again once these documents have been reviewed.

With respect to the meet and confer letter you are referencing, that was sent, by personal delivery to your office on October 3. It was not "recently messengered" - it was sent three weeks ago. In that letter, we asked a number of questions about your clients' document production. None of those issues have been addressed. We discussed that fact last week, after Mr. Peters' deposition. One of the issues raised in that letter is your designation as "highly confidential" of the document showing Mr. Peters' expenditures of the money raised to make the Axanar Works. You have not responded to that letter, or to our request, reiterated last week, that the document be de-designated. Please respond.

Finally, as you know, Rob Burnett testified that he did not produce emails or text messages relating to the creation of the Axanar Works or this lawsuit. On Saturday, we deposed Christian Gossett, the director of Prelude To Axanar, which was co-written and produced by your client Alec Peters. Mr. Gossett produced several hundred pages of emails between himself and Mr. Peters - documents that were not produced by Mr. Peters. Last week, after Mr. Peters'

deposition, Mr. Zavin and I discussed with you the lack of emails in Mr. Peters' production. At that time, our questions to you were based on the lack of virtually any email record between Mr. Peters and the other members of the production team, including Rob Burnett, Bill Hunt, Diana Kingsbury and Christian Gossett. Mr. Gossett's production shows that virtually none of the communications that Mr. Peters had with the director of Prelude to Axanar were turned over prior to Mr. Peters' deposition. Also, as we explained last week, there were many communications between CBS and Alec Peters that were produced by CBS, but were not produced by Alec Peters.

You have not provided any explanation for Mr. Peters' failure to produce these documents. Please confirm that you will be making Mr. Peters available for another deposition so that he can be examined regarding all of the documents that he did not produce in advance of his deposition.

David Grossman
Loeb & Loeb LLP
10100 Santa Monica Blvd. Suite 2200
Los Angeles, CA 90067
Tel: 310.282.2077
Fax: 310.919.3943

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From: Ranahan, Erin R. [mailto:ERanahan@winston.com]

Sent: Monday, October 24, 2016 5:11 PM

To: David Grossman

Cc: Jennifer Jason; Jonathan Zavin; Leiden, Diana Hughes; Oki, Kelly

Subject: Re: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

David,

I'm not sure what being in front of the Magistrate has to do with anything. I understand the drive was sent to LA? Did it go to NY? We had planned to send this out Thursday but our paralegal had trouble, so we sent it to you as soon as we could. These documents are more recent scripts we obtained from Mr. Hunt.

I find your questioning ironic when you inexplicably recently messengered a letter only to my attention, copying no one else from the team, and without sending a courtesy email to let us know anything was coming.

Regards,

-Erin

Sent from my iPhone

On Oct 24, 2016, at 4:59 PM, David Grossman <dgrossman@loeb.com<mailto:dgrossman@loeb.com>> wrote:

Erin,

Can you explain why, after we left the Magistrate's Court on Friday, you sent a drive with documents relating to this case from Los Angeles to New York for Monday delivery?

Also, please let me know what these documents are.

David Grossman
Loeb & Loeb LLP
10100 Santa Monica Blvd. Suite 2200
Los Angeles, CA 90067
Tel: 310.282.2077
Fax: 310.919.3943

From: Lawrence, Susan P. [mailto:SLawrence@winston.com]
Sent: Monday, October 24, 2016 4:35 PM
To: Jennifer Jason; Jonathan Zavin; David Grossman
Cc: Leiden, Diana Hughes; Ranahan, Erin R.; Oki, Kelly
Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Hi,
It was delivered at 9:16 AM and signed for by R. Aceno. It was sent to the attention of Jonathan Zavin.

Susan

Susan P. Lawrence

Paralegal

Winston & Strawn LLP

T: +1 (213) 615-1700

D: +1 (213) 615-1836

F: +1 (213) 615-1750

winston.com<<http://www.winston.com>>

<image001.jpg>

From: Jennifer Jason [mailto:jjason@loeb.com]
Sent: Monday, October 24, 2016 4:32 PM
To: Lawrence, Susan P.; Jonathan Zavin; David Grossman
Cc: Leiden, Diana Hughes; Ranahan, Erin R.; Oki, Kelly
Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Counsel,

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Thanks,

Jennifer

Jennifer Jason
Attorney At Law
[Loeb & Loeb LLP]<<http://www.loeb.com/>>

10100 Santa Monica Blvd., Suite 2200 | Los Angeles, CA 90067 Direct Dial: 310.282.2195 | Fax: 310.919.3614 | E-mail: jjason@loeb.com<mailto:jjason@loeb.com>

Los Angeles | New York | Chicago | Nashville | Washington, DC | Beijing | Hong Kong |
www.loeb.com<http://www.loeb.com>

CONFIDENTIALITY NOTICE: This e-mail transmission, and any documents, files or previous e-mail messages attached to it may contain confidential information that is legally privileged. If you are not the intended recipient, or a person responsible for delivering it to the intended recipient, you are hereby notified that any disclosure, copying, distribution or use of any of the information contained in or attached to this transmission is STRICTLY PROHIBITED. If you have received this transmission in error, please immediately notify the sender. Please destroy the original transmission and its attachments without reading or saving in any manner. Thank you, Loeb & Loeb LLP.

From: Lawrence, Susan P. [mailto:SLawrence@winston.com]
Sent: Friday, October 21, 2016 12:09 PM
To: Jonathan Zavin; David Grossman; Jennifer Jason
Cc: Leiden, Diana Hughes; Ranahan, Erin R.; Oki, Kelly
Subject: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Counsel,

We are sending out a document production bearing bates number AX031221 - AX035291.

They are going out via federal express today for a Monday morning delivery.

The flash drive is encrypted.

The password is @Winst0nWay

Susan Lawrence

Susan P. Lawrence

Paralegal

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F: +1 (213) 615-1750

VCard<http://content.winston.com/sitefiles/wsvcards/16633.vcf> | Email<mailto:slawrence@winston.com> |
winston.com<http://www.winston.com>

<image001.jpg>

Please consider the environment before printing this e-mail.

The contents of this message may be privileged and confidential. If this message has been received in error, please delete it without reading it. Your receipt of this message is not intended to waive any applicable privilege. Please do not disseminate this message without the permission of the author. Any tax advice contained in this email was not intended

to be used, and cannot be used, by you (or any other taxpayer) to avoid penalties under applicable tax laws and regulations.

EXHIBIT G

From: Ranahan, Erin R. <ERanahan@winston.com>
Sent: Thursday, October 27, 2016 3:20 AM
To: David Grossman; Jonathan Zavin; Jennifer Jason
Cc: Oki, Kelly; Leiden, Diana Hughes; Coorg, Shilpa A.; Mornin, Joe
Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E-CONFIDENTIAL

David,

Please provide the third party productions you have obtained (through subpoenas or otherwise) in connection with this case, including the "dozens" of emails, and the "hundreds, if not thousands" of pages of emails from Mr. Gossett, plus anything you obtained from Indiegogo, Kickstarter, Mr. McIntosh, etc. Once we receive and review those productions, we can further investigate whether these (or any related) documents are responsive to any particular requests, are relevant, the time frame in which they occurred, and whether they remain within Defendants' possession, custody or control. In any event, it appears that Plaintiffs were more efficiently able to collect these documents from third parties, who presumably you paid to locate a narrow set of communications involving Alec and Axanar. Defendants undertook a reasonably diligent search and produced anything remotely relevant that they could locate. To the extent Alec testified that he did not delete "relevant" emails, that is obviously subject to the understanding about what is relevant, and his recollection about what emails he deleted years ago. Defendants could not produce emails that they did not find after a reasonably diligent search, and did not produce emails they determined were not responsive, not relevant, or the burden in obtaining them was not proportional to the needs of the case.

With respect to Internet postings that Plaintiffs have been able to obtain from public sources, Defendants do not maintain copies of every online posting they participated in. Both Alec and Mr. Burnett expressed their views extensively in the public. There is no a secret public trove to uncover. It is not proportionally relevant to have Defendants scour the Internet to see if a cumulative, redundant post can be duplicated. You have gotten plenty of public commentary from Defendants, and Defendants do not have an obligation to supplement your public investigations, especially when the substance of the communications are marginally relevant to this case. Given the disparity in the resources between Plaintiffs and Defendants, and given that it is Plaintiffs that believe these postings are relevant, Plaintiffs are in a better position to pay the costs of collection. Obviously Plaintiffs have had no trouble locating social media posts by Defendants, or being provided these through various sources, as evidenced in your amended complaint and deposition exhibits.

With one week left in discovery, it is far too late for you to now attempt to start over the electronic discovery collection from scratch. We are available to hold a discussion about what documents you believe are necessary to prosecute your claims before we embark on expensive efforts for evidence that at this point is cumulative, burdensome to obtain, most likely irrelevant and inconsequential. As you know, the proportionality requirements require us to weigh the cost of obtaining discovery, and given that you have them already, and they are cumulative in that they repeat the same messages or involve irrelevant sideshow drama, undertaking these efforts on a fishing expedition would not be worth the effort, especially in a case like this where such emails will have no legal consequence.

With respect to your request for a privilege log, I am perplexed by your newfound desire to obtain a privilege log, as you and Jonathan have both told me repeatedly that you find them useless, and told me about a case where the Court did not require you to produce one. Why the sudden change of heart? Is there actually something you are specifically concerned about that you believe we have improperly withheld as privileged? You have not identified any type of communication that you question the privilege designation (instead you reference communications that are undoubtedly privileged), and surely you do not believe that every communication Alec had with a lawyer is relevant to Axanar or should be logged. I have never represented that Alec has not had discussions with other lawyers at any

point. What I intended with my last written communication on this was that when we collected all Axanar documents, we intentionally did not collect the attorney communications folder, so did not load them into the system, as it is an entire folder that is dedicated to Alec's attorney discussions, for any matter, for any purpose. What I have now asked you multiple times, is--what attorney communications are you interested in us collecting, reviewing and including on the privilege log? I have still not been provided with a response. And for what requests do you believe these are called for? Perhaps it will be easier to discuss.

We are not willing to de-designate the financial information, which contain Alec's preliminary Quicken notes, is not verified by any accounting, and is currently in the process of being reviewed by the accountant. Given the sensitivities with donors, which has stemmed largely from the delay that this lawsuit has caused, there is serious harm that is threatened to Defendants if these preliminary documents were shared with and misused by those that have a personal vendetta to destroy Alec's lifelong fanhood, finances, reputation, and dreams of creating *Axanar*. This includes not only Plaintiffs, but third parties who have had extensive discussions with Plaintiffs and seek to leak information deemed confidential in the lawsuit in an effort to bring down Alec. Obviously the confidentiality obligations we have agreed to amongst counsel have not been perfectly followed by your clients (e.g., you made clear that the fact of having the initial settlement discussions was to remain confidential, but then your client publicly announced that settlement talks are happening; Van Citters was shown a document marked highly confidential during Alec's deposition). Also you have already included in public pleadings certain information from these documents without filing them under seal. Defendants are not comfortable de-designating that document, including based on the carelessness that Plaintiffs have displayed for confidentiality agreements.

Please stop suggesting that I received your letter on October 3 and gave you "no response." As we all know, my receipt of the letter was delayed until October 19 because you inexplicably, contrary to how we have been operating the entire case, hand delivered a letter to only my attention, rather than email it to the team, during a week when I was out of town. Consequently, I did not see the letter until October 19. As you experienced the past Monday in your own office, messenger rooms are not infallible. This is why we provide you the courtesy of a courtesy email. I once again reiterate my request that you extend us this same basic courtesy.

It is amazing to me, especially after you produced key chain of title documents the night before your client's 30(b)(6) deposition that included a topic on ownership, that you are attempting to bind me to a unilateral offer I gave to endeavor to produce documents three days before the subpoenas actually require documents to be produced. You responded to my proposal that it was "not sufficient." Obviously you did not interpret that as us creating such an agreement, as the deposition of Plaintiffs' representative is starting in just a few hours, and yet we still do not have the documents you promised we would get in the advance of her deposition.

Finally, we are producing some additional items this Friday. So that you may ask Alec about those and any other documents you have obtained since his last deposition, we will make him available for no more than two hours of a deposition. The deposition would be limited to asking questions about documents received after his last deposition. How about one of the mornings before J.J. or Justin's depositions?

Regards,

-Erin

Erin R. Ranahan
Partner
Winston & Strawn LLP
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F: +1 (213) 615-1750
<http://www.winston.com>

-----Original Message-----

From: David Grossman [mailto:dgrossman@loeb.com]

Sent: Wednesday, October 26, 2016 10:21 AM

To: Ranahan, Erin R.

Cc: Jennifer Jason; Jonathan Zavin; Leiden, Diana Hughes; Oki, Kelly

Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Erin,

We now have dozens of emails between the director, Christian Gossett, and Alec Peters, your client, that were not produced by Mr. Peters. Mr. Peters, at his deposition, testified that he did not delete relevant emails, yet Mr. Gossett produced hundreds, if not thousands, of pages of emails with Mr. Peters that Mr. Peters did not turn over. This recent production confirms what Jonathan Zavin and I discussed with you last week after Mr. Peters' deposition, which is that Mr. Peters did not produce all of his emails relating to the production of Axanar. This is further confirmed by the fact that neither Mr. Burnett nor Mr. Peters turned over e-mails between them, and, in fact, Mr. Peters turned over virtually no e-mails regarding the production of Axanar, or with the production team, but only e-mails regarding donors. It seems apparent that Mr. Peters has improperly withheld e-mails relating to the production of the Axanar Works - emails that go to the heart of the claims in this case.

This is in addition to the fact, confirmed by both Mr. Burnett and Mr. Peters that they did not search for or produce any of the many online posting that they made regarding the Axanar works, including on Facebook, AxanarProductions.com, or various message boards and websites. Your position has been that such documents are "public" but Plaintiffs do not have an obligation to scour the internet for every posting made by your clients - and your clients' failure to turn these documents over in discovery has prejudiced Plaintiffs in connection with the depositions of Mr. Burnett and Mr. Peters, as well as in connection with all of the third party depositions that have been taken. Your statement that I "explicitly rejected" your representation that documents would be produced three days prior to all depositions of witnesses you represented is inaccurate. I have reviewed the email you referenced and it says no such thing.

Your email also says that you have now located additional emails from Mr. Peters that were not produced. Given these circumstances, we need all of Mr. Peters e-mails and documents regarding Axanar turned over to us immediately, along with the documents and e-mails of the other clients you represent, such as Mr. Burnett. Further, we need you to certify that all such documents have been turned over, or that you have examined the relevant computers, and there are no such e-mails. Further, when these documents are turned over, it is more than reasonable for you to present Mr. Peters for a further deposition. Please confirm that you will do so. If we do not hear from you by noon tomorrow, we will assume that you are not willing to certify that all documents and e-mails have either been turned over or do not exist, and we will further assume that you are not willing to make Mr. Peters available for a further deposition regarding these documents.

Additionally, you stated, on Monday September 26, 2016 "we are not withholding anything from before the lawsuit was filed as privileged" - yet Mr. Gossett's deposition this Saturday confirmed that Alec Peters was, in fact, represented by counsel prior to the litigation, and that his counsel was actively creating legal documents and agreements relating to the Axanar production. Mr. Peters himself testified last week that he engaged counsel to assist him with his Axanar project (and Axanar Productions paid that counsel thousands of dollars). While Peters may have initially advised you that he did not engage in communications with counsel prior to the lawsuit, the emails turned over by Mr. Gossett (and Mr. Peters' deposition testimony) demonstrate that is not the case. Please provide a privilege log addressing the pre-lawsuit communications that have been withheld.

Our October 3, 2016 letter requested that the financial document showing how Mr. Peters spent the funds gathered from fans be de-designated. After receiving no response, we requested that this document be de-designated last week, the day of Mr. Peters' deposition. Finally, this week I reiterated that request and you have not agreed to de-designate. As with Mr. Peters' deposition, if we do not hear from you by noon, we will assume that Mr. Peters is not willing to de-designate that document.

David Grossman
Loeb & Loeb LLP
10100 Santa Monica Blvd. Suite 2200
Los Angeles, CA 90067
Tel: 310.282.2077
Fax: 310.919.3943

-----Original Message-----

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Sent: Monday, October 24, 2016 8:59 PM
To: David Grossman
Cc: Jennifer Jason; Jonathan Zavin; Leiden, Diana Hughes; Oki, Kelly
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And just to confirm, we do not intend to make Mr. Peters available for another deposition.

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Paralegal

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<image001.jpg>

From: Jennifer Jason [mailto:jjason@loeb.com]
Sent: Monday, October 24, 2016 4:32 PM
To: Lawrence, Susan P.; Jonathan Zavin; David Grossman
Cc: Leiden, Diana Hughes; Ranahan, Erin R.; Oki, Kelly
Subject: RE: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Counsel,

We have not received a drive from you. Did it go out on Friday?

Thanks,

Jennifer

Jennifer Jason
Attorney At Law
[Loeb & Loeb LLP]<<http://www.loeb.com/>>
10100 Santa Monica Blvd., Suite 2200 | Los Angeles, CA 90067 Direct Dial: 310.282.2195 | Fax: 310.919.3614 | E-mail:
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From: Lawrence, Susan P. [mailto:SLawrence@winston.com]
Sent: Friday, October 21, 2016 12:09 PM
To: Jonathan Zavin; David Grossman; Jennifer Jason
Cc: Leiden, Diana Hughes; Ranahan, Erin R.; Oki, Kelly
Subject: Paramount Pictures Corporation et al. v. Axanar Productions, et al., Case No. 2:15-cv-09938-RGK-E

Counsel,
We are sending out a document production bearing bates number AX031221 - AX035291.
They are going out via federal express today for a Monday morning delivery.
The flash drive is encrypted.
The password is @WinstOnWay

Susan Lawrence

Susan P. Lawrence

Paralegal

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