

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW MEXICO

EQUAL EMPLOYMENT OPPORTUNITY
COMMISSION,

Plaintiff,

v.

ROSWELL RADIO, INCORPORATED,

Defendant.

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CLERK GAS CRUCES

CIV-04-0729 BB/LCS

DISCOVERY AND CONFIDENTIALITY ORDER

THIS MATTER came before the Court on the agreement of the parties reached during the settlement conference held before the Court on March 15, 2005 in Roswell, New Mexico. The Court, having considered the arguments of counsel, the evidence and the pleadings, and having been fully advised hereby FINDS AND ORDERS as follows:

1. At the settlement conference the Defendant, John Dunn and Penny Dunn made a settlement offer that will remain open until the close of business on May 10, 2005. Pursuant to the offer, the parties have agreed to conduct certain limited financial discovery during the pendency of the offer, said discovery to consist of the depositions of John Dunn, Defendant's sole shareholder, and Kelly McFarland, an accountant retained by Defendant, and the production of Defendant's profit and loss statements and balance statements for 2002 through 2004, and the Defendant's, John Dunn's and Penny Dunn's income tax returns for the years 2002 and 2003 and other relevant financial records subpoenaed (hereafter the "Settlement Discovery"). The Settlement Discovery will be strictly limited to

the financial conditions of Defendant, John Dunn and Penny Dunn, and will not be permitted into any other matters, including issues of liability or non-monetary relief. In addition, discovery into any aspects of Mrs. Dunn's daughter's trust is not permitted.

2. The Court takes judicial notice of the fact that there is pending in the Fifth Judicial District Court, Chaves County, New Mexico a companion case entitled *Jennifer Fairclough and Lisa Lassa v. Roswell Radio, Inc., John Dunn, Individually and as Owner of Roswell Radio, Inc., and Penny Dunn, Individually and as Management of Roswell Radio, Inc.*, CIV No. 2004-262 WPL (the "State Action"), whose plaintiffs are Claimants in the present matter and are represented by Tim White, Esq. and Denise Torres, Esq., respectively. The defendants in the State Action have joined in Defendant's settlement offer. The parties to the State Action, through their attorneys, may participate in the Settlement Discovery.

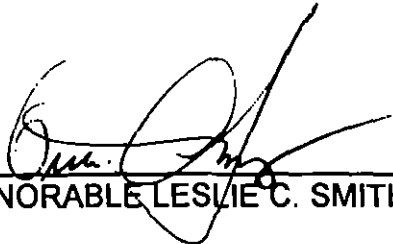
3. The parties and their attorneys in the State Action, as well as the parties and their attorneys in this action, have agreed to abide by the terms of this Order regarding the Settlement Discovery, to-wit:

- a. the information revealed in the Settlement Discovery shall only be used for the purpose of conducting litigation in this lawsuit and not for any business or other purpose;
- b. documents produced by Defendants shall not be shown to Plaintiff's Claimants or to the plaintiffs in the State Action, but shall be viewed solely by counsel and counsel's employees including experts. Counsel may reveal

to their clients the general significance of the documents produced, but not the specific financial terms, numbers or contents;

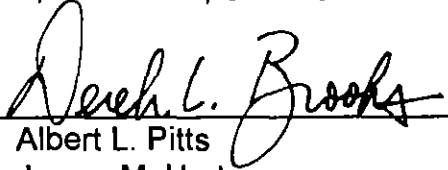
- c. all parties shall safeguard and otherwise not suffer or permit disclosure of the information disclosed;
- d. at the conclusion of these proceedings and upon the request of Defendant, the documents and any copies thereof produced shall be promptly returned to the Defendant; and
- e. the parties and Claimants are ordered not to contact each other or each others' family members and Claimants are ordered not to contact any employees of Roswell Radio, Inc. during business hours, at any time during the pendency of this action.

4. This Order shall be binding upon and inure to the benefit of the parties hereto and their respective successors, heirs, assigns, and personal and legal representatives.


HONORABLE LESLIE C. SMITH

Prepared By:

HINKLE, HENSLEY, SHANOR & MARTIN, L.L.P.

By: 

Albert L. Pitts
James M. Hudson
Derek L. Brooks
P.O. Box 10
Roswell, New Mexico 88202-0010
(505) 622-6510
(505) 623-9332 FAX

Attorneys for Defendant

APPROVED AS TO FORM & CONTENT:

EQUAL EMPLOYMENT OPPORTUNITY COMMISSION

By: Approved via e-mail March 23, 2005

Loretta Medina, Esq.
Senior Trial Attorney
Albuquerque Area Office
505 Marquette NW, Suite 900
Albuquerque, New Mexico 87102
(505) 248-5230

Attorney for Plaintiff

MADISON, HARBOUR, MROZ & BRENNAN, P.A.

By: Approved telephonically March 28, 2005

Timothy L. White
P.O. Box 25467
Albuquerque, N.M. 87125-5467
(505) 242-2177

Attorneys for Jennifer Fairclough

SAENZ & TORRES

By: Approved telephonically March 28, 2005

Denise M. Torres

333 S. Campo Street

Las Cruces, N.M. 88001-3511

(505) 526-3333

Attorneys for Lisa Lassa