

SOME DIRECTIONS BY THE WYLY TRUST PROTECTORS

"Mike French and I would like to recommend to the Trustee to purchase the following security from Sam Wyly...in one of the foreign corporations owned by Bulldog Trust."

-10/9/92 letter from Shari Robertson

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"The protectors are prepared to recommend that the trustees...move the stock out in the market...at no less than \$15 per share."

-5/23/01 email from Michelle Boucher

"Here's a brief outline of the usual process...for acquisitions [of art]:...I usually get the invoice and forward it to IOM...indicating that 'the protectors recommend payment.'"

-2/7/02 email from Michelle Boucher

"The protectorate committee recommended that you consider that the Tyler Trust (Soulieanna) consider the purchase of collectibles and art work. I am attaching the following invoices" totalling \$450,278.87.

-2/12/97 fax from Shari Robertson

"Shari Robertson and I, as protectors, recommend that the trustee consider contributing \$10,000 to the lobbying effort...."

-6/9/95 fax from Michael French

"The protectors recommend that you make a further investment in Woody Creek Management Trust in the amount of \$500,000."

-3/3/00 email from Michelle Boucher

"The protectors recommend that Audubon Asset Limited uses the proceeds from Scottish Holdings, Ltd to make arrangements to repay the intercompany advances" totaling over \$4.1 million.

-2/1/00 email from Michelle Boucher

"Would you please advise me if there would be adequate cash on hand for the protectors to make a recommendation to purchase \$350,000 worth of jewelry."

-12/1/99 email from Shari Robertson

"The protectors recommend the purchase of French Empire chandelier" for \$24,421.20.

-8/11/97 fax from Shari Robertson and Mike French

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"We are buying \$2.5M worth of \$35 CA calls.... I've picked Sarnia for the transaction."

-6/15/01 email from Michelle Boucher

"SW said sounds fine to sell FUND from Devotion to 92 trusts.... Do you want me to advise the trustees and Lara?"

-7/21/99 email from Sharyl Robertson

"It appears we should be able to fund Green Mountain from Morehouse and Richland."

-7/21/99 email from Sharyl Robertson

"The Committee of Trust Protectors wishes to make the following recommendations to the Trustee. To exercise 210,000 Michaels Stores Options held in Tensas Limited, which is owned by the Bulldog Non-Grantor Trust using a cashless exercise...."

-4/20/92 letter from Michael French to Sharyl Robertson

"The Committee of Trust Protectors wishes to make the following recommendations to the Trustee...to exercise 200,000 Michaels Stores Options held in East Baton Rouge Limited...."

-4/20/92 letter from Michael French to Sharyl Robertson

"The Committee of Trust Protectors wishes to make the following recommendations...to exercise 667,000 Sterling Software, Inc. options held by East Carroll Limited which is wholly owned by the Bulldog Non-Grantor Trust using the cash loaned by Tensas Limited and East Baton Rouge Limited to exercise the stock."

-4/20/92 letter from Michael French to Sharyl Robertson

"The committee also recommends that you consider establishing a line of credit for the following corporations with Chemical Bank (Guernsey): East Carroll Limited for \$8,000,000 and East Baton Rouge Limited for \$2,000,000."

-4/20/92 letter from Michael French to Sharyl Robertson

"Please ask the committee of protectors who we should appoint as proxy for the Michaels Stores annual general meeting."

-5/12/92 fax from Russell Collister to Sharyl Robertson

"Shari and I recommend that the Trustees consider the following investments...."

-3/21/95 fax from Michael French and Sharyl Robertson

SOME DIRECTIONS BY THE WYLY TRUST PROTECTORS

"I recommend that you immediately contact Lehman Brothers (Lou Schaufele...) regarding the acquisition of two year call options to purchase Sterling Software at the market. These would be acquired by the Plaquemines Trust and another trust...."

-7/10/95 fax from Michael French

"Please arrange for the following amounts to be wired to Scottish Holdings on behalf of Bessie & Tyler [Trusts]. I suggest you use funds from Bulldog and Pitkin entities, preferably Morehouse and Roaring Fork."

-12/14/95 emails from Michelle Boucher

"Michelle [Boucher] has already been in touch with your office regarding the need for two new corporate subsidiaries for each of the Bessie and Tyler trusts (total of four corporations), plus one for the Chisolm trust. These must be in place in order to do the annuity assignments which we would like to finalize by tomorrow."

-2/21/96 fax from Michael French

"The protectorates committee recommends the acquisition of a piece of artwork for Fugue Limited.... The painting is at Sotheby's U.K. for sale for GBP 155,500."

-7/18/96 fax from Michelle Boucher

"That the trust, in accordance with the wishes of the Committee of Trust Protectors, purchase the "Noon Day Rest" painting from Sotheby's at a cost of £155,500.00 and that it be delivered to...Dallas, Texas."

-7/29/96 resolution of the trustees of the Bessie Trust

"The undersigned Protector of The Bessie Trust has consulted with the first-named US beneficiary of the Trust regarding the proposed purchase by the Trust of certain works of art.... The Protectors do not object to the purchase of such works of art by the trust...."

-11/25/96 fax from Michale French

"The protectorate committee recommends that Little Woody Limited and Roaring Fork Limited redeem all of their holdings in Maverick Income Fund LDC and invest the proceeds directly into Maverick Fund Ltd."

-12/16/96 from Michelle Boucher

SOME DIRECTIONS BY THE WYLY TRUST PROTECTORS

"We understand that you are concerned that the following documents which we are asking you to sign as Trustees of the Tyler Trust appear to be more favourable to the beneficiaries of the South Madison Trust than to the beneficiaries of the Tyler Trust. It is nevertheless our wish that you should sign them on behalf of the Tyler Trust and we hereby indemnify you against any costs of any nature...."

-1/5/98 letter from Sharyl Robertson

"The cash call [for Greenmountain] in total is \$10,000,000. (The protectors are recommending leaving the \$10,000,000 loan to Security Capital outstanding at this time, more on that later.)"

-11/19/98 email from Sharyl Robertson and Michael French

"I have begun discussions with Lou to collapse the SSW/SE collars.... Moberly needs to exercise 300,000 shares of SE and sell the shares to Greenbriar/Sarnia prior to 2/9/98."

-1/11/99 email from Sharyl Robertson

"The Protectors committee would like to recommend that E. Carroll (let me know if there's a better selection) redeem \$2,000,000 of Maverick Fund, Ltd., and invest the proceeds in Maverick Levered Fund, Ltd., effective as of 4/1/99."

-3/16/99 email from Sharyl Robertson

"As in the past, the protectorate committee recommends that Tyler Trust (Soulieana Limited) consider the purchase of collectibles and artwork. I am attaching [16] invoices from Marguerite Theresa Green and Associates, Inc. totalling \$224,298.26...If possible, could these funds be wired AS SOON AS POSSIBLE...."

-4/21/99 fax from Sharyl Robertson

"If we want to liquidate US Government [bonds] for CW entities - (Quayle Limited) for the option exercise then [Lou Schaufele] would like to liquidate today.... Let me know how you feel about this...."

-12/23/99 email from Michelle Boucher

"The protectors recommend that you make arrangements for a further exercise and sale of another tranche of 200,000 options with the same price parameters of \$30 or better and maintain the same pro-rata split between Yurta Faf and Dortmund."

-1/11/00 email from Michelle Boucher

SOME DIRECTIONS BY THE WYLY TRUST PROTECTORS

"I have also been advised today that the protectors recommend that donations also be made to an organization called "A Grassroots Aspen Experience".... Hopefully you can make the amendments to the deed of inclusion for La Fourche trust...."

-2/8/00 email from Michelle Boucher

"The protectors recommend the purchase of \$5 million Amazon Bonds from Morgan Stanley."

-2/14/00 email from Sharyl Robertson

"I will move the cash to IOM this week from Lehmans. Then I could get it to you on a next day basis, but would prefer 2-3 days warning, especially given the trustees I have to deal with on this one—they are pretty good, but not always as quick as the other firm."

-2/16/2000 email from Michelle Boucher

"As per the recent cash flow projections, the protectors recommend that you make arrangements for the \$6.5M funding for March to be paid over to Green Funding 1 at your earliest convenience. I suggest that you make arrangements to utilize funds on hand at Moberly Limited with Bank of Bermuda, as well as those that were realized on the recent SSW swap reset."

-3/6/00 email from Michelle Boucher

"Since the cash is in Bessie, and needs to be used to buy Woody Creek Ranch Limited from Devotion, I propose that we transfer what we need to over to Devotion now...."

-2/9/00 email from Michelle Boucher

"East Carroll should go to Ranger Fund LLC.... Locke's money should go to Ranger Fund Ltd."

-5/31/01 email from Michelle Boucher

"The protector's committee would like to make a recommendation to make a gift of \$100,000 to the Humble Legal Foundation from LaFourche Trust."

-6/16/00 email from Sharyl Robertson

"The protectors recommend that the trustees invest a further \$2M into First Dallas International Limited for July 1st, 2000."

-6/22/00 email from Sharyl Robertson

SOME DIRECTIONS BY THE WYLYS

Informing Evan about a planned real estate purchase: "Of the total cost, 99% will be funded from offshore."

-7/13/00 email from Keeley Hennington

Informing Charles that an IOM trust has not made a required payment: "I trust that you agree the trustees should proceed with their remittances. Kindly confirm this back to me, and I will advise."

-5/17/00 email from Michelle Boucher

"I just received a note from Mr. Wyly requesting that a couple of the invoices be charged to Soulieana."

-6/20/02 email from Wyly family office employee

"I have been with Charles for the last 1 1/2 hours...Moberly is going to make a paid in capital contribution..."

-1/31/03 email from Keeley Hennington

"I have estimated that the protectors should recommend an additional investment of \$3 million into First Dallas International." Charles Wyly's handwritten note: "Yes."

-1/31/02 email from Michelle Boucher

"I received a fax from Charles tonight indicating that Sam has canceled his request to exercise and sell the offshore options at \$40 or better - please confirm."

-4/1/00 email from Michelle Boucher

"Sam signed a letter authorizing Green Funding I to loan greenmountain.com \$22,000,000 under a non-recourse loan...[A]n offshore entity will loan the funds to Green Funding I under a similar non-recourse loan..."

-5/3/99 email from Elaine Spang

Proposing a Sterling Software transaction: "Sam, call me when you have time to discuss. The #'s for Bulldog/Pitkin would be similar."

-8/22/95 fax from Lou Schaufele

SOME DIRECTIONS BY THE WYLYS

"Sam and I recommend to our protectors that all the Sterling Software options be converted to CA options."

-3/10/00 email from Charles Wyly

"I spoke with Sam today, he wants to proceed with selling 200,000 Michaels Stores shares from offshore."

-9/15/00 email from Michelle Boucher

"Sam recommends that the trustees exercise and sell the remainder of the Michaels options...at \$40 or better."

-4/26/00 email from Evan Wyly

"Sam wants additional cash in Edinburgh so that it is up to \$20 million by the anniversary date, February 22nd" funded with offshore cash. "Since it will take time, he wanted you to know now what he expects."

-2/3/00 email from Juanell Lance

"I just spoke to Sam, and he recommends proceeding with the exercise and sale of the \$12.50 Michaels options" held by an offshore entity.

-1/10/00 email from Evan Wyly

"Sam wants the \$7 million funded offshore. What would the best entity be?"

-4/26/00 email from Michelle Boucher

"SW told us yesterday to go ahead and have the trustees make the withdrawal."

-12/1/00 email from Michelle Boucher

"I can assure you that the settlor in [a court case regarding another of the trustee's trusts] has been far more willing to leave us in genuine control...than S. [Sam] appears to be."

-3/1/95 letter from R. Buchanan of Lorne House

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Informing Evan about a planned real estate purchase: "Of the total cost, 99% will be funded from offshore."

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Charles is asked whether "to liquidate US Government [bonds] for CW entities - (Quayle Limited)... Let me know how you feel about this."

-12/23/99 email from Michelle Boucher

Memo on pledging the family's assets, including offshore dollars: "Additionally, Charles' Family agrees to not pull out funds in excess of \$1,000,000 per quarter without a six month notice."

-6/6/96 memo from Sam Wyly

"Pursuant to Mr. Wyly's telephone conversation, please invoice future purchases of collectibles [to] Souliana Limited...."

-1/21/97 memo from Wyly family office employee

"We understand that you are concerned that the following documents which we are asking you to sign as Trustees of the Tyler Turst appear to be more favourable to the beneficiaries of the South Madison Trust than to the beneficiaries of the Tyler Trust. It is nevertheless our wish that you should sign them..."

-1/5/98 letter from Charles Wyly and Sharyl Robertson

"The reason for 2 invoices on the Griffing [painting] (one to Audubon, one to Sam) is to allow you [Sam] to chose the one you wish to use in taking title."

-8/4/99 letter from Wind River Gallery

"Sam still has a contract pending on one property. It is up to him to determine whether he wants to counter."

-8/18/99 email from Michelle Boucher

Regarding a Sterling Software Swap by an offshore entity: "I expect you will hear this from Evan . . . He is taking care of discussing terms and size with you."

-10/6/99 email from Michelle Boucher

"In my discussions with Charles last week, he said due to the option sale earlier this month that the sale of the properties was not as time sensitive."

-10/11/99 email from Keeley Hennington

SOME DIRECTIONS BY THE WYLYS

Regarding a "CW real estate" purchase using offshore funds: "Shari - Do you think we should sit down with Charles again and make sure he wants to go forward with everything?"

-10/11/99 email from Keeley Hennington

Regarding "CW" on Sterling Software stock held offshore: "He's not ready to decide what he's doing on SSW options. Will let us know."

-3/2/00 email from Sheryl Robertson

"Charles called and wanted to sell 100,00 shares of MIKE at \$42.00 or better today and asked me to call Lehman" using Quayle.

-10/3/01 email from Keeley Hennington

"Sam recommends fulfilling the Green Mountain request for \$7 million for April" using offshore funds.

-3/29/00 email from Evan Wyly

"Charles is looking at establishing a breeding and equestrian training facility with Emily's involvement. ... Keeley and I are consulting Rodney to see if we can use...foreign assets for the cash injection."

-10/16/00 memo from Michelle Boucher

Summarizing a meeting with Charles: "Nothing was directly discussed regarding construction activities on Charles and Dee's house in Aspen. If they decide to proceed, we will recommend that an IOM company acquire the property, to provide funds for the construction project."

-10/16/00 memo from Michelle Boucher

Regarding plans to liquidate certain offshore holdings: "I have sent a note to Sam re: the deal..... I do not want to proceed without his ok."

-7/23/01 email from Keeley Hennington

"We would prefer to move these off Soulieana Limited inventory . . . Please let me know if you agree with this proposal and we will move forward." Charles writes, "OK."

-12/4/00 memo from Keeley Hennington

SOME DIRECTIONS BY THE WYLYS

Regarding prepaid forward contract involving Devotion: "Well, Evan just called and said Sam has decided to not go forward with the forward sale or the call spread. He said he was sorry for wasting everyone's time...."

-10/9/01 email from Keeley Hennington

"Shari...thought that you and Sam were looking at an exercise and hold scenario for the Michaels options and I should start looking for cash flow to fund the exercise of the offshore piece."

-1/10/00 email from Michelle Boucher

Regarding sale of property to offshore entities: "I agree that we should be closed by the end of month unless Charles wants to delay."

-10/11/99 email from Keeley Hennington

"I was talking to Charles yesterday.... He was talking about use of off-shore cash."

-2/28/01 email from Keeley Hennington
