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EAGLE BROADBAND, INC.
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8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
9 IN AND FOR THE COUNTY OF SANTA CLARA

10 EAGLE BROADBAND, INC.,) CASE NO. 1-05-CV-050179
11)
Plaintiff,)
12)
v.)
13)
DOES 1 through 25,)
14)
Defendants.)
15)
16)
17)
18)
19)
Date: January 5, 2007
Time: 10:00 a.m.
Dept.: 2
Judge: Hon. William J. Elfving
Complaint filed: October 5, 2005

20 I, Jeffrey Adams, declare as follows:

21 1. I am employed by Eagle Broadband, Inc. ("Eagle") as Corporate Counsel in its in-
22 house legal department. I have personal knowledge of the following facts, except where
23 otherwise stated or obvious from context and if called as a witness, I could and would testify
24 competently thereto. I submit this declaration in support of Eagle's Motion For An Order
25 Recalling And Quashing, Or In The Alternative, Staying The Writ Of Execution Obtained By
26 Defendant Thomas Mould and by doing so, neither I nor Eagle intends to waive the attorney-
27 client privilege, attorney work product protection, or any other applicable immunity and thereby
28 do not waive any such rights.

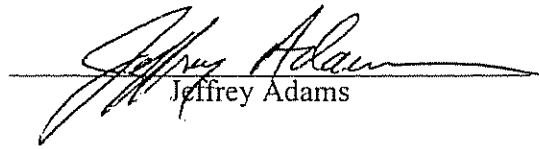
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2. I received a copy of Thomas Mould's writ of execution and notice of levy upon Hewlett-Packard and CalPine Corporation on or about December 20, 2006.

3. Pursuant to the terms of Eagle's agreement with Dutchess Private Equities Fund, L.P. ("Dutchess"), I informed Dutchess of the writ of execution and notice of levy and confirmed with them on January 2, 2007 that they intend to assert their priority rights as a secured creditor and are in the process of retaining California counsel.

Executed on January 4, 2007 in League City, Texas.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.


Jeffrey Adams