IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO

Civil Action No. 05-cv-480-MSK-CBS

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

JOSEPH P. NACCHIO,
ROBERT S. WOODRUFF,
ROBIN R. SZELIGA,
AFSHIN MOHEBBI,
JAMES J. KOZLOWSKI,
FRANK T. NOYES,

Defendants.

SCHEDULING ORDER

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1. DATE OF CONFERENCE AND APPEARANCES OF COUNSEL

A scheduling conference was held on June 27, 2007. Counsel for the Securities and Exchange Commission and Defendants Joseph P. Nacchio, Robert S. Woodruff, Afshin Mohebbi, James J. Kozlowski, and Frank T. Noyes (the "Parties") attended.

2. STATEMENT OF JURISDICTION

Authority is conferred upon the Commission to bring this action by Section 20(b) of the Securities Act of 1933 [15 U.S.C. § 77t(b)] and Sections 21(d) and (e) of the Securities Exchange Act of 1934 [15 U.S.C. §§ 78u(d) and (e)]. This Court has jurisdiction over this action pursuant to Section 22(a) of the Securities Act [15 U.S.C. § 77v(a)] and Sections 21(e) and 27 of

the Exchange Act [15 U.S.C. §§ 78u(e) and 78aa]. Venue lies in this Court pursuant to Section 22(a) of the Securities Act and Section 27 of the Exchange Act [15 U.S.C. §§ 77v(a) and 78aa].

3. STATEMENT OF CLAIMS AND DEFENSES

The Parties respectfully request that this section be waived.

4. UNDISPUTED FACTS

This Order will be amended at a later date as ordered by the Court to include this information.

5. COMPUTATION OF DAMAGES

The Commission is not seeking damages in this action, but rather seeks disgorgement and civil penalties.

6. REPORT OF PRECONFERENCE DISCOVERY AND MEETING UNDER FED. R. CIV. P. 26(f)

a. The Parties conducted their Rule 26(f) meeting on August 23, 2005, and previously apprised the Court of the results of that meeting. The Parties conducted another Rule 26(f) meeting on April 30, 2007. The Parties also met with counsel for plaintiffs in the related Qwest shareholder cases on May 22, 2007.[1]

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[1] The Parties met with Qwest and plaintiffs in *In re Qwest Securities Litigation* ("*In re Qwest I*"), which includes the shareholder class action and certain other coordinated cases. The Parties did not meet with plaintiffs in *In re Qwest Securities Litigation II* ("*In re Qwest II*"), which includes certain later-filed cases that have been consolidated through the MDL process. Discovery is currently stayed *In re Qwest II* pursuant to the PSLRA, and Magistrate Judge Hegarty has set a status conference for June 21, 2007.

b. Pursuant to the April 30 meeting and subsequent discussions, the Parties agree in all respects to this proposed scheduling order except: (i) as discussed in paragraph 8.h(1) below, the Commission does not agree to the number of depositions sought by Defendant Nacchio and (ii) as discussed in paragraph 8.b below, Defendant Kozlowski takes no position regarding the proposed fact discovery cut-off date.

c. The Commission and Defendants Woodruff, Mohebbi, Kozlowski, and Noyes have made initial disclosures pursuant to Fed. R. Civ. P. 26(a)(1). Defendant Kozlowski also has made first, second and third supplemental initial disclosures. Pursuant to the Court's May 24, 2007 order, Defendant Nacchio answered the complaint on June 5, 2007 and will serve initial disclosures on June 29, 2007. Defendant Szeliga served initial disclosures but has since settled.

7. CONSENT

All Parties have not consented to the exercise of jurisdiction of a magistrate judge.

8. CASE PLAN AND SCHEDULE

a. Deadline for Joinder of Parties and Amendment of Pleadings:

The Parties do not anticipate joinder of parties or further amendment of pleadings without leave of the Court. The Commission intends to file a motion to amend its complaint to reflect settlements in this matter.

b. Fact Discovery Cut-off: **Notwithstanding the contrary proposals submitted herein by the parties, all fact discovery must be completed by September 15, 2008.**

For the reasons set forth below, and after extensive consultation, the Parties (except Defendant Kozlowski) propose a fact discovery cut-off of December 31, 2008. Although the

Commission disagrees with the number of depositions sought by Defendant Nacchio (*see* paragraph 8.h(1) below), the Parties making this proposal agree that a cut-off date of December 31, 2008 is necessary to accommodate the discovery under consideration and the magnitude and complexity of the case. Defendant Nacchio, moreover, is committed to completing all of the depositions he has identified by this deadline.

Defendant Kozlowski takes no position regarding the proposed cut-off date. Also, in joining this proposed order, Defendants Kozlowski and Noyes reserve their right to move for severance and, if severance is granted, to request a more expedited schedule.

After extensive analysis, the Parties have collectively identified 201 deponents.[2] More specifically, the Parties collectively have identified 117 deponents (15 depositions have been completed, and 2 more will be completed by the end of June), and Defendant Nacchio has identified an additional 82 deponents. Even without the additional depositions sought by Defendant Nacchio, the Parties calculate that taking 117 depositions by December 31, 2008 would amount to 6 depositions per month and believe that some double-tracking coverage will be required to meet this deadline.

The December 31, 2008 cut-off date is also necessary to assure the efficient and effective coordination of depositions with plaintiffs in the related Qwest shareholder cases. The Parties are currently working with Qwest and the other parties in the related Qwest shareholder cases on a protocol to eliminate, or reduce to the greatest extent possible, deposition duplication between this matter and those cases. In this respect, plaintiffs in *In re Qwest I* have indicated that they

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[2] The Parties attach hereto as Exhibit A a matrix (the "Matrix") which provides detail as to the deponents identified by the Parties, along with a Key explaining the information on the Matrix.

would participate in 49 of the depositions identified by the Parties on the Matrix. Also, although discovery is currently stayed in *In re Qwest II*, the Parties believe that plaintiffs in that matter will ultimately participate in many of these depositions, thus adding to the time needed to schedule and complete them.

Further, the Defendants making this proposal believe that the proposed cut-off date is readily justified by the scope of the Commission's investigation and complaint, as well as the tens of millions of documents which have been produced in this and related cases. During its five-year investigation, the Commission took over 200 days of transcribed testimony and participated in an additional 144 interviews, and it now seeks millions of dollars in disgorgement and civil penalties against 5 individual Defendants, each of whom are very differently situated, in connection with complicated transactions and related complex accounting issues which span a four-year period (1999 through 2002) and allegedly caused the restatement of Qwest's revenue by billions of dollars.

More specifically, the transactions at issue involve:

- A large corporate merger (Qwest and US WEST) and hundreds of complex separate two-party business transactions (e.g., equipment sales and IRUs sales and "swap" transactions) involving hundreds of Qwest current and former employees, and dozens of Qwest customers and suppliers, together with complex issues pertaining to the accounting for these transactions.
- The creation, review, revision, and execution of business unit and company forecasts and budgets, public filings, financial statements, projections, disclosures, and press and earnings releases, created, reviewed, and/or revised by

present or former Qwest Board Members, Audit Committee members, and Qwest employees other than Defendants, as well as (i) numerous employees of the two audit firms retained by Qwest during the period (KPMG and Arthur Andersen) and of several outside law firms, and (ii) stock, company, and industry analysts who followed and opined about Qwest, its industry, and its stock;

- Industry-wide issues and conditions during the period including: (i) decline in the telecommunications industry beginning in 2000; (ii) complex, industry-wide accounting issues implicated by the Commission's complaint, which members of the staffs of the Commission and of at least two public accounting policy entities (FASB and EITF) reviewed and opined upon during the relevant period; and (iii) the experience of other telecommunications companies with regard to industry conditions, their own performance during the period and that of their competitors, as well as their accounting and disclosures for the types of transactions that are the subject of the Commissions complaint;
- Defendant-specific defenses of five differently situated defendants.

In sum, the Defendants making this proposal firmly believe that a December 31, 2008 cut-off is warranted and necessary given the scope of the allegations, the gravity of the claims, the number of litigants and third-parties involved, and the logistics involved. The Commission agrees that given the number of litigants and third parties involved, and the logistics involved, an earlier deadline would not be feasible.

c. Dispositive Motion Deadline: **The parties must file any dispositive motions on or before January 9, 2009. The parties are reminded that Fed.R.Civ.P. 56 motions must**

fully comply with the Civil Action Practice Standards established by United States District Judge Marcia S. Krieger.

~~The Parties anticipate addressing this after the discovery cut-off date is determined~~.

d. Expert Witness Disclosure and Depositions:

Each party is limited to three (3) experts absent a showing of good cause.

The parties shall designate all affirmative experts and provide required disclosures on or before October 15, 2008. By separate Order, the court will provide further instructions regarding the protocol for expert disclosures in this case. No expert may be deposed in this case without leave of court. Under no circumstances may the parties depose any expert prior to January 9, 2009.

The parties shall designate all rebuttal experts and provide required disclosures on or before December 1, 2008. By separate Order, the court will provide further instructions regarding the protocol for expert disclosures in this case. No expert may be deposed in this case without leave of court. Under no circumstances may the parties depose any expert prior to January 9, 2009.

Any motion to exclude opinion testimony by an expert pursuant to Fed.R.Evid. 702 must be filed in on or before January 9, 2009. The parties are reminded that Rule 702 motions must fully comply with the procedures established by United States District Judge Marcia S. Krieger.

(1) ~~Expert discovery will be completed 7 months after the close of fact discovery. Defendants believe that together they will have approximately 15 experts and will attempt to coordinate among themselves to limit this number. The Commission believes that it~~

~~will have 3 to 4 experts. The Parties anticipate that the experts will address issues, among others, relating to accounting and the telecommunications industry and believe that, in all, 7 months is sufficient time to conduct expert discovery. Defendants also may designate a medical expert to opine on the ability of Mark Iwan (the Arthur Andersen engagement partner during the relevant period) to testify in this matter, as they have been advised that he has a serious brain disease.~~

~~(2) The Parties will serve initial affirmative expert report(s) 60 days after the close of fact discovery.~~

~~(3) The Parties will serve rebuttal expert report(s) 120 days after the close of fact discovery. The rebuttal reports shall be limited to genuine rebuttal of opinions set forth in an opposing party's initial affirmative expert report, and shall not raise, address, or opine as to any new matters.~~

~~(4) Depositions of experts will commence after the date on which the parties are required to serve rebuttal expert report(s).~~

e. Depositions:

(1) Each deposition will be scheduled according to the time estimates indicated on the Matrix. If any Party believes that a deposition will require a different length or distribution of time than indicated on the Matrix, the Parties may agree to any such change or, failing complete agreement, any Party may request such relief from the Court.

(2) Because the Commission has indicated that it intends to take depositions of the deponents identified on the Matrix for preservation purposes only, the Commission will

question those deponents after the Defendants have finished their direct examination unless the Parties all agree otherwise.

(3) Depositions of the Defendants will be deferred until the last 3 months of the time period for fact discovery as ordered by the Court, unless all Parties agree to an earlier deposition date.

(4) Before sending a notice to take a deposition, counsel seeking the deposition shall make a good faith effort to schedule it by agreement at a time reasonably convenient and economically efficient to the proposed deponent and all counsel of record. Should all Parties and the deponent be unable to agree to such a time or times, any Party or Parties may schedule a judicially supervised meet and confer. No notice of the deposition shall be sent until after the judicially supervised meet and confer.

f. Interrogatory Schedule

The Defendants have served interrogatories on the Commission and the Commission has served interrogatories on the Defendants. Defendants Woodruff and Nacchio have withdrawn the interrogatories they served on the Commission and will not serve interrogatories on the Commission. The Commission has withdrawn the interrogatories it served on Defendants Woodruff and Nacchio and will not serve interrogatories on Defendants Woodruff and Nacchio.

g. Requests for Admission

The Parties shall not serve requests for admissions on each other until 90 days before the close of fact discovery.

h. Discovery Limitations

(1) Number of Depositions **The court will require the parties to further confer on the setting of depositions, consistent with the court-imposed fact discovery deadline of September 15, 2008. At this time, the court is not making any ruling on any party's desire to take "unique" depositions. Similarly, the court is not setting at this time any numerical limitations on "unique" depositions. After further compliance with D.C.COLO.LCivR 7.1A, the parties may raise the subject of "unique" depositions and the question of numerical limitations on "unique" depositions during the September 26, 2007 status conference.**

As reflected on the Matrix, each Party has designated those depositions it wants to take in this case. The Commission has designated 2 deponents who have not been designated by any Defendant. Likewise, Defendants Nacchio, Woodruff, Mohebbi, and Noyes have identified, respectively, 82, 2, 6, and 2 deponents who have not been designated by another Party. The Commission objects to the deponents designated by Defendant Nacchio only.

The Commission's position:

By the Commission's count, Defendant Nacchio has identified about 80 unique witnesses which no other party considers relevant to this case. In contrast, Defendant Mohebbi, who is in a fairly unique factual position in this case has identified only 6 unique witnesses. The Commission understands that each party has identified witnesses that it alone believes to be important, and endorses that approach within reasonable limits. The Commission believes, however, that 80 unique witnesses that no other party thinks important are too many. This problem is exacerbated by the fact that, while the Commission has made extremely detailed Rule 26 disclosures, Defendant Nacchio has not yet made any Rule 26(a) disclosures. The

Commission suggests that Defendant Nacchio be given a limited number of depositions (perhaps 15) to be used for depositions only he has identified as important to this case.

Defendant Nacchio's position:

The Commission's claims, as evident in its 183 paragraph, 50 page complaint against the Defendants, particularly the claims asserted against Nacchio, are very complex. Defendant Nacchio had no control over the Commission's decision to bring the type of claims that it has or the collective manner in which the Commission has chosen to frame and assert its allegations against Nacchio.

Nacchio was Qwest's Chief Executive Officer and Co-Chairman of its Board of Directors from January 1997 through mid-June 2002, the entire period during which the Commission has asserted its numerous separate claims against the defendants. Those claims involve and are based on potentially hundreds of business transactions and numerous government filings. The Commission has asserted the greatest amount of financial liability against Defendant Nacchio, an amount in excess of $200 million.

Because of his executive and board positions, Nacchio interacted with more people and was involved in more matters that are the subject of the Commission's complaint than any other Defendant. Only Nacchio's Qwest tenure spans the full time period covered by the Commission's complaint. Only Nacchio reported directly to and served on the Board of Directors, and as result had more interactions over the greatest period of time with the Qwest Board of Directors. It was only Nacchio that was heavily involved in trying to secure classified government contracts for Qwest and he was the only Defendant with the security clearances necessary to have direct and detailed knowledge of the nature and value of these transactions, the

negotiation of these transactions and of the representations made to Qwest with respect to future classified government business – all of which bear significantly on the reasonable expectations that Qwest had with respect to the likelihood that it would obtain future classified Government business and revenues and on the business transactions entered into by Qwest in anticipation of that business.

The Commission began its factual investigation in mid-2002 and completed those proceedings against the Defendants three and half years later. During that period, the Commission took testimony under oath without the participation of Defendants on more than 200 separate days and conducted an *additional 144 separate investigative interviews* (the substance of which the Commission has refused to disclose to Defendants). The Commission has essentially completed its fact discovery. Most, if not all, of the depositions the Commission has designated are to retrace its steps to preserve trial testimony of selected witnesses that are geographically beyond the jurisdiction of the Court.

The Commission objects *only* to the depositions designated by Nacchio, but without specifying any substantive basis.[3] Nacchio, for the reasons stated above, has designated more persons for fact discovery depositions (136) than the other defendants (i.e., Kozlowski (72),

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[3] The Commission also complains that it has provided initial Rule 26 disclosures and that Nacchio has not yet done so. Although Nacchio will have done so by date of the status conference with the Court with respect to this proposed Scheduling Order, the SEC has been provided the deposition matrix that is attached to this proposal which contains Rule 26-type disclosures identifying potential fact witnesses and the type of information each of these witnesses possess. Moreover, after four years of discovery using the subpoena power of the federal government and taking over 200 days of testimony from most of the same people or entities that Nacchio wishes to depose, it is somewhat disingenuous to assert a lack of disclosure or knowledge as a basis for objecting to Nacchio's request to pursue his own fact discovery.

Noyes (86), Woodruff (67), and Mohebbi (51)). It should be noted that even though Defendants Kozlowski and Noyes were low level executives and were not even employed by Qwest after the third quarter of 2000, these defendants have identified the need to take discovery from and depose a relatively substantial number of potential witnesses.

Of Nacchio's 136 designated depositions, approximately 80 were designated only by him. Over half of these Nacchio-only depositions seek discovery and testimony from the members of the Qwest Board and its Audit Committee or from persons directly involved in classified government projects and contracts. Nineteen of the Nacchio-only depositions involve 30(b)(6) fact discovery from the Qwest business customers involved in the very transactions that the Commission has in its complaint referenced as the basis for its claims against defendant Nacchio. Six involve market analysts that followed Qwest and relate to Nacchio's defenses. Several of the Nacchio-only depositions involve Qwest's merger with U.S. West that became effective in June 2000. At least five of the Nacchio-only depositions involve the restatement by Qwest in 2002 of its previously booked revenues involving hundreds of separate business transactions in 2000 and 2001 and relate directly to the Commission's complex accounting claims against Nacchio. Importantly, many of these Nacchio-only deponents, e.g., Qwest board members, have already been subjected by the SEC to testimony under oath.

The sole stated basis the Commission has offered for its objection to the Nacchio list of designated deponents is that the Denver SEC office did not have the resources available to cover the Nacchio depositions as well as those designated by the other defendants and the number it had designated to develop trial testimony. Although Nacchio offered to review his deposition list if the Commission would provide more specific allegations against Nacchio, the Commission

declined to do so. Accordingly, it is not fair or just for the Commission to bring the broad and complex claims set forth in its complaint after taking 3 to 4 years to complete their discovery and then to object to Nacchio's taking fact discovery solely because the Commission's Denver office lacks the resources to cover those depositions.

The paramount consideration at all times in administration of justice is a fair and impartial trial, and considerations of economy of time, money and convenience must yield to a just resolution. *See Moss v. Associated Transport, Inc.*, 344 F.2d 23, 26 (6th Cir. 1965). A just resolution should not be sacrificed to speed. *See Kampfer v. Gokey*, 159 F.R.D. 370 (N.D.N.Y. 1995); *DePalma v. Nike, Inc.*, 1998 WL 690880 (N.D.N.Y. 1998); *Chesler v. Trinity Industries, Inc.*, 2001 WL 1593142 (N.D. Ill 2001). In fact, the interests of justice and the objective of an expeditious and inexpensive trial are best served by allowing the parties to obtain the most complete insight into the available facts. *See Diaz v Shelala*, 871 F. Supp. 180, 181 (S.D.N.Y. 1994).

The other Defendants' position:

Defendants Kozlowski and Noyes take no position regarding Defendant Nacchio's request. Defendants Woodruff and Mohebbi believe that Defendant Nacchio should be permitted to take the additional depositions that he believes are necessary to his defense. The Commission, at bottom, objects to these additional depositions given its resources. The Commission, however, chose to bring this sweeping case after conducting a comprehensive five-year investigation and thus should muster the resources necessary to ensure Defendant Nacchio's right to defend himself.

(2) Number of Requests for Admission

Each Party may serve 50 requests for admission on each other Party.

9. SETTLEMENT

The Parties have considered the possibilities for a prompt settlement or resolution of the case by alternate dispute resolution.

10. OTHER SCHEDULING ISSUES

Defendant Kozlowski also asks the Court to address the following Scheduling Issue, as it could substantially affect the progression of depositions and discovery in this case.

In Paragraph 48 of his Affirmative Defenses, Defendant Nacchio states that "[b]eginning in or around 1997 and continuously throughout his tenure as CEO of Qwest, Nacchio was privy to top secret information regarding the prospects for the award of classified government contracts to Qwest by, or for the benefit of, at least four different clandestine United States intelligence agencies. . . . Over the years these prospects culminated in the award of hundreds upon hundreds of millions of dollars in classified contracts to Qwest, with the continuing prospect of substantial additional business under either existing or new contracts." In connection with *United States v. Nacchio,* Defendant Nacchio's counsel obtained security clearances pursuant to the Classified Information Procedures Act ("CIPA"), 18 U.S.C. Appendix §1 *et seq.*

In light of the Commission's allegations in Paragraphs 107-109 of its Complaint, and the Commission's assertions in its Answer to Defendant Kozlowski's Interrogatory No. 19, wherein the Commission alleges that Qwest was purchasing IRU capacity (including international capacity) that it purportedly did not need, and given Defendant Nacchio's Affirmative Defense noted above, Defendant Kozlowski's counsel has been trying for over 2 months to work with the Department of Justice to determine the Government's position as to whether counsel for other

Defendants also need to obtain security clearances; if so, the intention would be to proceed with that process forthwith so as not to further delay this case. A substantial question exists as to how even to proceed to obtain such clearance in a civil case, as the Department of Justice recognizes that CIPA applies only in criminal cases. To date counsel for Defendant Kozlowski has been unable to determine the position of the Government regarding the need for such clearances, or how to go about obtaining such clearance if necessary in this civil case.

Resolution of this issue is necessary because Defendant Nacchio has listed numerous depositions of former Government personnel regarding the Government contracts referred to in Paragraph 48 of Defendant Nacchio's Affirmative Defenses. Furthermore, Defendant Kozlowski intends to question those responsible for Qwest's business strategy (including the acquisition of capacity and the Government contracts referenced by Defendant Nacchio). During a telephone conversation with Leo Wise from the Department of Justice on Friday, June 8, 2007, Mr. Wise informed counsel for Defendant Kozlowski that it would be a crime for any one to share secret information with other counsel in this case, and that it would be a crime for other counsel to receive and use secret information without Government clearance. Counsel for Defendant Kozlowski informed Mr. Wise that he intended to raise this issue with the Court during the June 27 scheduling conference, and suggested that it might help if someone from the Department of Justice were present should questions arise.

Defendant Kozlowski respectfully requests that the Court address this issue during the June 27 scheduling conference. In light of the substantial time it takes under CIPA, for example, to pursue security clearances, it is anticipated that any corresponding process in this civil case likewise will take a considerable amount of time.

The court understands that Defendant Nacchio wishes to take depositions of various individuals whose testimony may implicate the "state secrets" doctrine and the Classified Information Procedures Act. At this time, the court is not addressing the applicability of that doctrine or the Classified Information Procedures Act. However, the parties are barred from taking the deposition of any individual whose testimony may implicate the "state secrets" doctrine or the Classified Information Procedures Act without further order or leave of the court. The court will expect Defendant Nacchio to promptly initiate contact with those government agencies that may have an interest in these issues or the pertinent putative deponents.

11. DATES FOR FURTHER CONFERENCES

a. A settlement conference will be held on _____ at ____ o'clock __.m.

The Magistrate Judge will discuss the timing of a settlement conference at a future status conference.

It is hereby ordered that all settlement conferences that take place before the magistrate judge shall be confidential.

( ) *Pro se* parties and attorneys only need be present.

( ) *Pro se* parties, attorneys, and client representatives with authority to settle must be present. (NOTE: This requirement is not fulfilled by the presence of counsel. If an insurance company is involved, an adjustor authorized to enter into settlement must also be present.)

( ) Each Party shall submit a Confidential Settlement Statement to the magistrate judge on or before _____ outlining the facts and issues in the case and the party's settlement position.

b. A status conference will be held on **September 26, 2007, at 11:00 am. Additional status conferences will be set by the Magistrate Judge as appropriate. Out of town counsel may participate by telephone in status conference.**

c. A Final Pretrial Order shall be prepared by the Parties and submitted to the court no later than five days before the final pretrial conference.

12. OTHER MATTERS

In addition to filing an appropriate notice with the clerk's office, counsel must file a copy of any notice of withdrawal, notice of substitution of counsel, or notice of change of counsel's address or telephone number with the clerk of the magistrate judge assigned to this case.

Counsel will be expected to be familiar and to comply with the Pretrial and Trial Procedures established by the judicial officer presiding over the trial of this case.

Counsel for the parties are expected to fully comply with D.C.COLO.CivR 7.1A in the event that discovery disputes arise. Should Rule 7.1A compliance fail to resolve the parties' discovery dispute, counsel will be required to arrange a telephone conference call with the assigned Magistrate Judge to address the pending discovery dispute. No opposed discovery motion may be filed in this action until the parties have fully complied with Rule 7.1A <u>and</u> conferred with the Magistrate Judge.

In addition to filing an appropriate notice with the clerk's office, a *pro se* party must file a copy of a notice of change of his or her address or telephone number with the clerk of the magistrate judge assigned to this case.

With respect to discovery disputes, the Parties must comply with D.C.COLO.LCivR 7.1A.

The Parties filing motions for extension of time or continuances must comply with D.C.COLO.LCivR 6.1D. by submitting proof that a copy of the motion has been served upon the moving attorney's client, all attorneys of record, and all *pro se* parties.

13. AMENDMENTS TO SCHEDULING ORDER

This Scheduling Order will be amended by further order of the Court.

DATED at Denver, Colorado, this 19th day of July, 2007.

BY THE COURT:

s/ Craig B. Shaffer
Craig B. Shaffer
United States Magistrate Judge

Respectfully submitted, June 15, 2007.

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