

Dated: _____, 2011

Hon. Anthony J. Carpinello (Ret.)
Arbitrator

Requested by:

SUSMAN GODFREY L.L.P.

Harry P. Susman
SUSMAN GODFREY L.L.P.
1000 Louisiana Street, Suite 5100
Houston, Texas 77002-5096
Telephone: (713) 651-9366
Fax: (713) 654-6666
E-mail: hsusman@susmangodfrey.com

Attorneys for Respondent Counterclaimants and Third-Party Claimants
Financial Trust Company, Inc. and Jeepers, Inc.

JAMS ARBITRATION

IN THE MATTER OF §
§
FORTRESS VRF I LLC and FORTRESS §
VALUE RECOVERY FUND I LLC, §
Claimants §
§
v. §
§
JEEPERS, INC., §
Respondent § Case No. 1425006537
§
and §
§
FINANCIAL TRUST COMPANY, INC. and §
JEEPERS, INC., §
Counterclaimants and Third-Party Claimants §
§
v. §
§ Arbitrator: Hon. Anthony J. Carpinello
§
D.B. ZWIRN SPECIAL OPPORTUNITIES §
FUND, L.P. k/n/a FORTRESS VALUE §
RECOVERY FUND I LLC, §
Counter-Respondent §
§
and §
§
D.B. ZWIRN PARTNERS, LLC, §
D.B. ZWIRN & CO., L.P., §
DBZ GP, LLC, §
ZWIRN HOLDINGS, LLC, §
DANIEL ZWIRN, and §
Third-Party Respondents §

EXHIBIT A

INSTRUCTIONS

1. These requests apply to all documents within your possession, custody, or control, including but not limited to all documents in the possession, custody, or control of your attorneys, agents, representatives, accountants, and employees.

2. For any responsive documents withheld from production, state the date, authors, recipients, type of document, subject matter, number of pages, and the basis of the claim of privilege asserted.

DEFINITIONS

1. “Epstein” means Jeffrey Epstein, Financial Trust Company, Inc. and Jeepers, Inc. and includes all their directors, officers, employees, representatives, agents, parents, subsidiaries, predecessors, affiliates, divisions, and anyone else acting on their behalf.

2. “Zwirn Parties” means Daniel Zwirn, D.B. Zwirn Partners, LLC, D.B. Zwirn & Co., L.P., DBZ GP, LLC, and Zwirn Holdings, LLC, and includes all their members, employees, representatives, agents, predecessors, and anyone else acting on their behalf.

3. “Claimants” means Fortress VRF I LLC and Fortress Value Recovery Fund I LLC.

4. “Zwirn Fund” means D.B. Zwirn Special Opportunities Fund, L.P. n/k/a Fortress Value Recovery Fund I LLC and f/k/a Highbridge/Zwirn Special Opportunities Fund, L.P. and includes its directors, officers, employees, representatives, agents, parents, subsidiaries, predecessors, affiliates, divisions, and anyone else acting on its behalf.

5. “Epstein’s Claim” means Jeepers, Inc.’s Response and Financial Trust Company, Inc.’s and Jeepers, Inc.’s Statement of Counterclaim and Third-Party Claim in this arbitration, filed on May 21, 2010, a copy of which is attached as **Exhibit A**.

6. “JP Morgan” or “You” means JP Morgan Chase & Co., JP Morgan Asset Management, Highbridge Capital Corporation, and includes directors, officers, employees, representatives, agents, parents, subsidiaries, predecessors, affiliates, divisions, and anyone else acting on behalf of the forgoing entities.

7. “Highbridge Managed Account” means the account owned by HCM/Z Special Opportunities LLC that was managed by D.B. Zwirn & Co., L.P.

8. “Highbridge” means Highbridge Capital Management, LLC and Highbridge Capital Corporation and includes their directors, officers, employees, representatives, agents, parents, subsidiaries, predecessors, affiliates, divisions, and anyone else acting on their behalf.

9. “Glenn Dubin” means Glenn Dubin and any entity owned or controlled by him, including without limitation Dubin & Swieca Asset Management, LLC.

9. “Document” means any document including but not limited to correspondence, internal or external memoranda, letters, drafts, non-identical copies, notes including handwritten notes, minutes of meetings, call logs, records of conversations or messages, whether in writing or upon any mechanical, electrical, or electronic recording device, e-mail and voicemail, SMS, or text messages, tape or electronic recordings, videotapes, diaries, sketches or designs appointment or telephone records, newspaper or magazine articles, press releases, banking records and notices, and information of whatever kind stored on computers, including computer disks, hard drives, and other media. In all cases where originals or non-identical copies are not available, “documents” also means identical copies of original documents and copies of non-identical copies.

10. “Communication” means the transmittal of information (in the form of facts, ideas, inquiries, or otherwise).

11. “Concerning” means relating to, referring to, describing, evidencing, or constituting.

12. “Person” means any natural person or any business, legal or governmental entity, or association. The term “person” includes both the singular and the plural.

13. Rules of construction: “All” and “each” shall be construed as all and each; “and” and “or” shall be construed either disjunctively or conjunctively as necessary to bring within the scope of this request all requests that might otherwise be construed to be outside its scope; the use of the singular form of any word includes the plural and vice versa; “any” includes and encompasses the words “each” and “all”; terms used in the present tense include terms in the past tense and terms in the past tense include terms in the present tense.

DOCUMENT REQUESTS

1. All documents concerning the repayment of advances made from the Highbridge Managed Account to other funds controlled by the Zwirn Entities, including without limitation any documentation of such advances, any promissory notes, documentation of whether such funds were repaid, and any disclosures made to Highbridge’s investors about such advances.

2. All documents concerning any potential or actual liquidation of the Highbridge Managed Account, including documents sufficient to show the amount of money or assets that Highbridge recovered from the Managed Account from January 1, 2004 to the present.

3. All documents concerning any payments and/or loans made by Highbridge to the Zwirn Entities and/or from the Zwirn Entities to Highbridge from January 1, 2004 to the present.

4. All documents concerning the SEC investigation into the Zwirn Fund, the Zwirn Entities, and/or the Highbridge Managed Account, including without limitation documents relating to the SEC investigation into Highbridge’s supervision of the Zwirn Entities or Zwirn Fund.

5. All documents concerning payments received by JP Morgan, Highbridge or Glenn Dubin, from the Zwirn Entities from January 1, 2004 to the present.

6. All documents concerning Epstein’s investment in the Zwirn Fund from January 1, 2002.

7. All documents concerning the effort to withdraw Highbridge's investment in the Highbridge Managed Account from January 1, 2004, including without limitation Highbridge's request to terminate immediately the Advisory Agreement between Highbridge and the Zwirn Parties on January 26, 2007.

8. All documents concerning any oral requests to liquidate or reduce the assets in the Highbridge Managed Account from January 1, 2004, including without limitation a request made in March 2006.

9. All documents concerning the decision to terminate the Advisory Agreement on January 26, 2007, including without limitation any facts that Highbridge learned between October 30, 2006 and January 26, 2007 about the management of the Zwirn Entities or the Managed Account.

10. All documents concerning any disclosures made by Highbridge to Epstein regarding the liquidation or termination of the Highbridge Managed Account.

11. All documents concerning JP Morgan's and/or Highbridge's knowledge from January 1, 2004 of the accounting irregularities at the Zwirn Fund or Zwirn Entities as described in Epstein's Claim.

12. All documents concerning JP Morgan's and/or Highbridge's disclosure to Epstein of Highbridge's knowledge of the accounting irregularities at the Zwirn Fund or Zwirn Entities as described in Epstein's Claim.

13. All document concerning the events described the Epstein's Claim.

14. All documents relating to the lawsuit entitled Daniel B. Zwirn v. Corbin Capital Partners, L.P., 08/03392 (N.Y. Supr. Ct.).