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APR 18 2001

LUTHER D. THOMAS, Clerk  
By: *[Signature]* Deputy Clerk

IN THE UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

SUNTRUST BANK as Trustee of )  
the Stephens Mitchell Trusts f/b/o Eugene )  
Muse Mitchell and Joseph Reynolds Mitchell )  
Plaintiff, )  
v. )  
HOUGHTON MIFFLIN COMPANY, )  
Defendant. )

Civil Action File  
No. 1:01 CV-701-CAP

**LIST OF MATERIALS RELIED UPON BY DEFENDANT IN OPPOSITION  
TO PLAINTIFF'S MOTION FOR TEMPORARY RESTRAINING  
ORDER AND PRELIMINARY INJUNCTION**

In opposing Plaintiff's Motion for Temporary Restraining Order and Preliminary Injunction, Defendant relies upon the following evidence and legal memoranda:

- (a) Defendant's Response in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction, filed March 28, 2001;
- (b) Declaration of John E. Sitter (attached as Exhibit 1 in Exhibits to Defendant's Response in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on March 28, 2001;
- (c) Affidavit of John R. Renaud (attached as Exhibit 2 in Exhibits to Defendant's Response in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on March 28, 2001;

(d) Affidavit of Wendy Strothman (attached as Exhibit 3 in Exhibits to Defendant's Response in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on March 28, 2001;

(e) Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction, filed April 12, 2001;

(f) Photographs from the Leibovitz Case (attached as Exhibit 1 in Exhibits to Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on April 12, 2001;

(g) Declaration of Henry Louis Gates, Jr. (attached as Exhibit 2 in Exhibits to Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on April 12, 2001;

(h) Supplemental Declaration of John E. Sitter (attached as Exhibit 3 in Exhibits to Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on April 12, 2001;

(i) Declaration of Barbara McCaskill (attached as Exhibit 4 in Exhibits to Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on April 12, 2001;

(j) Declaration of Alice Randall (attached as Exhibit 5 in Exhibits to Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on April 12, 2001;

(k) Declaration of Anton Mueller, with attached statements from Harper Lee, Arthur M. Schlessinger, Jr., Shelby Foote, Charles R. Johnson, Ph.D., John Berendt, Nell Painter, John Egerton, Ward Just, Steve Earl, Ben H. Bagdikian, Catherine Clinton, Robert A. Brown, Adam Hochschild, Reginald Hudlin, A. Yvette Huginnie, Linda Hutcheon, Nick Kotz, Michael Kreyling, Lucious T. Outlaw, Jr., Ph.D., and Andrea Y. Simpson, Ph.D., (attached as Exhibit 6 in Exhibits to Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on April 12, 2001;

(l) Declaration of Pat Conroy (attached as Exhibit 7 in Exhibits to Defendant's Supplemental Memorandum in Opposition to Plaintiff's Motion for a Temporary Restraining Order and Preliminary Injunction), filed on April 12, 2001;

(m) Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits, filed April 16, 2001;

(n) Declaration of Toni Morrison (attached as Exhibit 1 in Exhibits to Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits), filed on April 16, 2001;

(o) Declaration of Frank Price (attached as Exhibit 2 in Exhibits to Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits), filed on April 16, 2001;

(p) Declaration of Jane Chelius (attached as Exhibit 3 in Exhibits to Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits), filed on April 16, 2001;

(q) Supplemental Declaration of Alice Randall (attached as Exhibit 4 in Exhibits to Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits), filed on April 16, 2001;

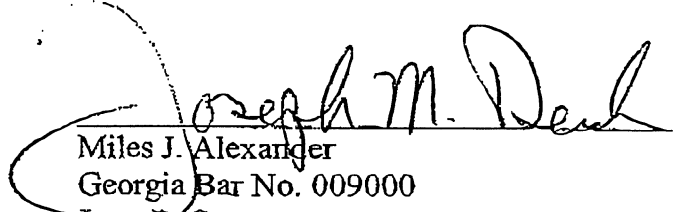
(r) Supplemental Declaration of Barbara McCaskill (attached as Exhibit 5 in Exhibits to Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits), filed on April 16, 2001;

(s) Second Supplemental Declaration of John Sitter (attached as Exhibit 6 in Exhibits to Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits), filed on April 16, 2001;

(t) Recordings of portions of "Pretty Woman" and "Oh Pretty Woman" at issue in the Campbell Case (attached as Exhibit 7 in Exhibits to Defendant's Supplemental Memorandum in Reply to Plaintiff's Expert Affidavits), filed on April 16, 2001.

(u) Defendant's Motion to Strike Plaintiff's Lanham Act Argument and Memorandum of Law in Support Thereof, filed on April 17, 2001.

This 18th day of April, 2001.

A handwritten signature in black ink, which appears to read "Joseph M. Beck". The signature is written in a cursive style and is positioned above a horizontal line that serves as a separator between the signature and the typed text below.

Miles J. Alexander  
Georgia Bar No. 009000  
Jerre B. Swann  
Georgia Bar No. 694050  
Joseph M. Beck  
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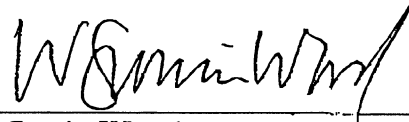
Attornrcys for Defendant

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing **List of Materials Relied Upon By Defendant In Opposition To Plaintiff's Motion For Temporary Restraining Order And Preliminary Injunction** has been hand-delivered to counsel of record as follows:

William B. B. Smith  
Ralph R. Morrison  
Anne M. Johnson  
JONES, DAY, REAVIS & POGUE  
3500 SunTrust Plaza  
303 Peachtree Street, N.E.  
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This 18<sup>th</sup> day of April, 2001.



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Attorneys for Defendant