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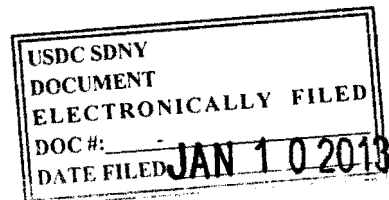
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December 19, 2012

BY E-MAIL

Honorable Katherine B. Forrest
United States District Court
Southern District of New York
500 Pearl Street
New York, New York 10007



Re: *Taymor, et al. v. 8 Legged Productions, LLC, et al.*, No. 11 Civ. 8002 (KBF)

Dear Judge Forrest:

We represent plaintiffs Julie Taymor and LOH, Inc. Under the Court's August 30, 2012 order, as amended most recently on November 30, 2012 (the "Order"), which conditionally discontinued this action without prejudice to restoring the action within 60 days, the parties' time to restore the action is currently set to expire today. We write on behalf of all parties to provide the Court with an update on the status of the parties' efforts to consummate a settlement and to respectfully request that the Court extend the Order until January 9, 2013, to enable the parties to finalize a settlement of this action.

Since the Order was entered the parties have been working diligently and in good faith to finalize their settlement. As we have previously advised the Court in requesting extensions of the Order, the parties' settlement of this litigation has been conditioned upon defendant 8 Legged and non-party Marvel Entertainment entering a separate agreement to extend 8 Legged's license to produce the *Spider-Man* musical in other venues. We are informed that 8 Legged and Marvel are close to successfully reaching a final agreement to extend 8 Legged's license, which we, in turn, believe will enable plaintiffs and defendants in this litigation to finalize a settlement. Although Marvel is informed of our time constraints in this case, and 8 Legged and Marvel are trying to reach an agreement as soon as possible, it appears that a final agreement between 8 Legged and Marvel may not be executed until sometime during or after the holidays.

The parties believe that restoring the action to the Court's calendar now may well jeopardize the settlement-in-principle that they have reached. If the litigation and active discovery immediately resume, the acceptability to all parties (and the insurer) of the agreed financial terms could be substantially impaired. In addition, we fear that the negative publicity that would be generated by a reinstatement of the litigation could jeopardize future settlement of this case.

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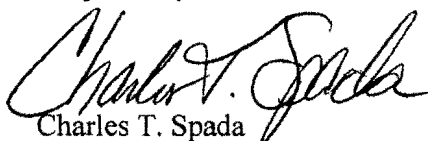
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For these reasons, given their mutual desire to settle the litigation and the progress they have made in coming to agreement on material terms since we last spoke to Your Honor on November 30, the parties respectfully request that the Order be extended until January 9, 2013.

If Your Honor is not inclined to further extend the Order, plaintiffs respectfully request that the action and the pending motions to dismiss be immediately restored to the Court's calendar. In that event, in order to facilitate discovery and coordinate reinstatement of the pending motions to dismiss, plaintiffs respectfully request that the Court set a scheduling and status conference for the week of January 7, 2013, or as soon thereafter as is convenient for the Court. While we make this restoration request in the alternative in the event that the Court does not extend the Order, the parties strongly believe that conserving litigation resources through a further extension of the Order continues to provide the best avenue toward finally consummating this highly-complicated, multi-party settlement.

The parties are available at the Court's convenience if the Court would like to hear further from them on these issues.

Respectfully submitted,


Charles T. Spada

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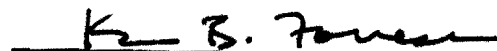
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Ordered

Extension to Jan. 9, 2013
granted. But really,
truly, I mean it. This
is the last extension,
the final one; there won't
be another extension --
no more.

12/19/12


HON. KATHERINE B. FORREST
UNITED STATES DISTRICT JUDGE