

SETTLEMENT AGREEMENT

RECD AUG 12 2008r

This Settlement Agreement ("Agreement") is entered into by and between the New York State Commission on Public Integrity ("Commission") and Marsh Wassermann & McHugh, LLC f/k/a Marsh & Associates ("Marsh"); and

WHEREAS, the Commission is the New York State agency responsible for administering and enforcing Article 1-A of the New York State Legislative Law ("Lobbying Act"); and

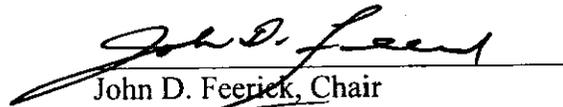
WHEREAS, it has been determined that Marsh failed to file its 2005 March/April Bimonthly Report on behalf of client Morton Grove Pharmaceuticals, Inc. in violation of Section 1-h of the Lobbying Act by the New York Temporary State Commission on Lobbying and Pursuant to Executive Law §94 (12)(b) and the Public Employees Reform Act of 2007, §§ 36, 39, and 40, the New York State Commission on Public Integrity ("Commission") is authorized to complete the unfinished business of the New York Temporary State Commission on Lobbying; and

WHEREAS, In lieu of appearing for a civil penalty hearing for the violation referred to herein, the parties to this Agreement have agreed to resolve their dispute in a manner that avoids further administrative litigation; and

THEREFORE, in consideration of the mutual covenants made, and the final settlement of the alleged violations referred to herein, the parties agree that:

- I. Within thirty (30) days of the date of this agreement, Marsh has agreed to pay to the Commission a civil penalty in the amount of \$350 If full payment is not received within thirty (30) days of this Agreement, this Agreement shall become null and void in its entirety; and
- II. Notwithstanding the provisions of this Agreement, Marsh understands and acknowledges that the Commission may investigation other violations of the Lobbying Act, if any, by Marsh; and
- III. Any amendment or modification to this Agreement shall be in writing and signed by both parties.

Dated: October 7, 2008


 John D. Feerick, Chair
 New York State Commission
 on Public Integrity

ACCEPTED AND AGREED TO
THIS 7 DAY OF Aug., 2008

Firm: Marsh Wassermann & McHugh, LLC
By: Kerry Marsh

Signature

