

SETTLEMENT AGREEMENT

WHEREAS, this Settlement Agreement ("Agreement") is entered into by and between the New York State Commission on Public Integrity ("Commission") and ADG-SOHO, LLC; and

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

WHEREAS, as a registered client in 2008, ADG-SOHO, LLC is therefore required to comply with the reporting requirements set forth in the Lobbying Act; and

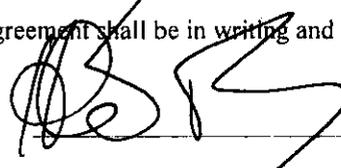
WHEREAS, it is clearly established that ADG-SOHO, LLC failed to file timely report(s) for the year 2008, specifically a 2008 January/June Client Semi-Annual Report, as required by § 1-j of the Lobbying Act; and

WHEREAS, in lieu of appearing for an adjudicatory hearing that could result in the assessment of a civil penalty, the parties to this Agreement have agreed to resolve their dispute in a manner that avoids further adjudicatory proceedings;

NOW THEREFORE, in consideration of the mutual covenants made herein, as the final settlement of the violation set forth herein, the parties agree that:

- I. ADG-SOHO, LLC admits that it violated § 1-j of the Lobbying Act as set forth herein and agrees to pay to the Commission the amount of \$500. in settlement of said violation. If full payment is not received with and at the same time as this Agreement, this Agreement shall become null and void in its entirety.
- II. ADG-SOHO, LLC further agrees to submit the accurately completed 2008 January/June Client Semi-Annual Report with and at the same time as Agreement. If the outstanding report is not received, this Agreement shall become null and void in its entirety.
- III. Notwithstanding the provisions of this Agreement, ADG-SOHO, LLC understands and acknowledges that the Commission may investigate other knowing and willful violations, if any, by ADG-SOHO, LLC, of the Lobbying Act.
- IV. ADG-SOHO, LLC hereby waives (its, their, his, her) right to cure, as provided in § 1-o(c)(iii) of the Lobbying Act and may not assert such right at any future time.
- V. Any amendment or modification to this Agreement shall be in writing and signed by both parties.

Dated:



New York State
Commission on Public Integrity

ACCEPTED AND AGREED TO
THIS 4th DAY OF February, 2009

ADG-SOHO, LLC

By: 

Name: Jonathan Stern

Title: Authorized signatory