

IN THE CIRCUIT COURT OF THE ELEVENTH JUDICIAL CIRCUIT
IN AND FOR MIAMI DADE COUNTY, FLORIDA

MIAMI DESIGN PRESERVATION LEAGUE, INC.

CASE NO. 18-022070CA01(04)

Plaintiff

vs.

DANIEL CIRALDO,

Defendant,

And

JACK JOHNSON and CLOTILDE LUCE,

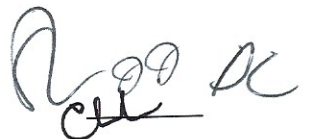
Intervenors

MEDIATION SETTLEMENT AGREEMENT

Pursuant to a mediation conducted on November 8, 2018 in the legal action captioned above, at which Plaintiff, MIAMI DESIGN PRESERVATION, INC. (through its members Steve Pynes, Lori Bakkum, Stacy Kilroy and Ronald Lowy – “the Pynes Board”) and their attorney, Joseph Geller, Esq. participated in settlement discussions with Defendant, Daniel Ciraldo, Intervenors, Jack Johnson and Clotilde Luce (“the Johnson Board”), and their attorney, Stuart Reed, Esq., the parties have agreed to fully settle and resolve all issues currently existing between them including the pending legal action and the related Quo Warranto case, as follows:

1. Steve Pynes shall send the letter attached as “Exhibit A” to all members of the “Pynes Board” (with a copy to Defendant’s attorney) that the legal action has been fully settled and that Steve Pynes, Lori Bakkum, Stacy Kilroy and Ron Lowy, relinquished and waived all of their claims to be members of the board of directors, and that no one on the “Pynes Board” shall have or raise any further claims to be members of the 2018/2019 Miami Design Preservation League, Inc. board of directors.
2. Lori Bakkum and Russell Lee, Jr. are not personally liable for any of the contracts listed on “Exhibit B”, attached hereto, that they signed for the 2019 Art Deco Weekend, and will be indemnified by the successor MDPL board for any claims or fees related to the contracts.
3. The parties and their respective boards (the “Pynes Board” and the “Johnson Board”) agree to release all directors, officers, agents and attorneys on their respective sides and

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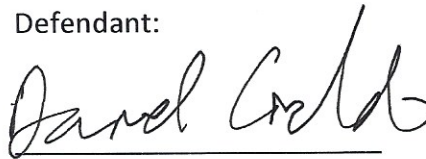
each other from all existing claims and liabilities, and both sides shall execute and exchange a customary, mutual release by November 16, 2018.

4. The parties waive all claims for attorneys' fees, costs and damages in the legal actions.
5. Defendant, Intervenors and their board of directors shall not retaliate against any MDPL employees as a result of their cooperation with Plaintiff.
6. Members of the "Pynes Board" shall not communicate with MDPL employees or Art Deco Weekend vendors about matters pertaining to MDPL governance and/or business during the 2018/2019 board term.
7. The parties shall promptly file notices of voluntary dismissal in the pending legal actions upon receipt of the executed mutual releases.

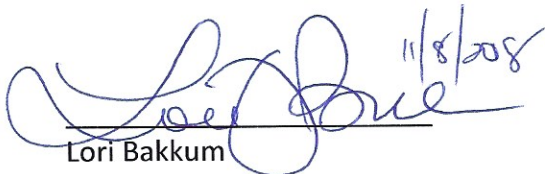
Plaintiff (MDPL members):


 11/8/2018
Steven J. Pynes


Defendant:

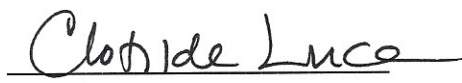

Daniel Ciraldo

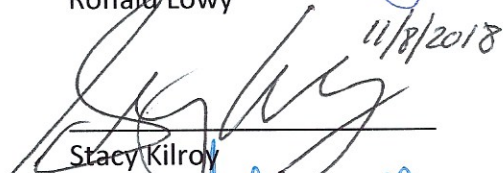
Intervenors:

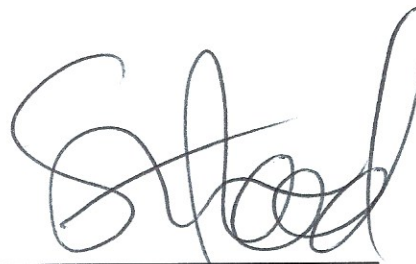
 11/8/2018
Lori Bakkum

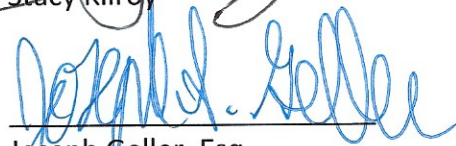

Jack Johnson


Ronald Lowy


Clotilde Luce

 11/8/2018
Stacy Kilroy




Joseph Geller, Esq.
Greenspoon Marder, LLP
Attorneys for Plaintiff

Stuart Reed, Esq.
Attorney for Defendant, Intervenors and
Quo Warranto Plaintiffs


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KLUGER, KAPLAN, SILVERMAN, KATZEN & LEVINE, P.L.
 THE MIAMI CENTER, 201 SOUTH BISCAYNE BOULEVARD,
 TWENTY-SEVENTH FLOOR, MIAMI, FLORIDA 33131
 T. 305.379.9000 F. 305.379.3428 WWW.KLUGERKAPLAN.COM

November 8, 2018

Dear Members of My Board:

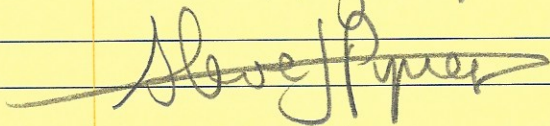
I am pleased to report to you that the outstanding issues which have been in litigation have been resolved in a mediated settlement.

Per the settlement agreement reached at mediation today we have negotiated in the best interest of MDPL to various terms to resolve the disputes between the two Boards. Among the terms of the written settlement agreement is the immediate relinquishment of all of our Membership on the Board of Directors of the 2018-19 MDPL Board.

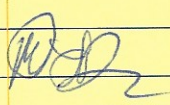
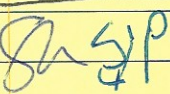
We relinquished and waived all claims to be on the current 2018-19 MDPL Board of Directors and we shall not raise any further claims to be Directors of the 2018-19 MDPL Board!

It has been an honor and a privilege to serve with you.

Warmest Regards,



Steven J. Pynes

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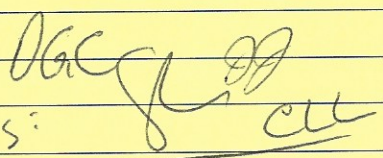
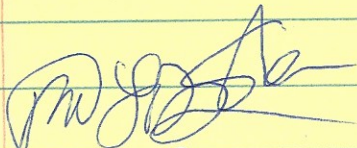
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Exhibit A to Settlement Agreement

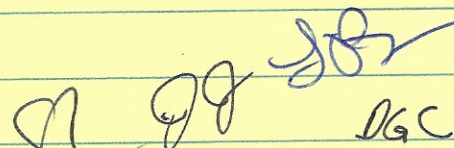
EXHIBIT B

- 1) ANGELA CLARKE 10-22-18
- 2) BLUE BUFFALO 10-22-18
- 3) EMERALD EXPOSITIONS ~~10~~08/22/18
- 4) MICHAEL ARENELLA 11/2/18
- 5) FANTASY THEATER FACTORY 11/1/18
- 6) KCC PRODUCTIONS 10/16/18

Initials:


s/p

Initials:


cu DGC