


The defendants read plaintiffs' motion as agreeing with the contention in the defendants' Motion to Dismiss that AMHA should be a party to this action. Plaintiffs' motion further acknowledges, at page 3, that "where the board of directors opposes the derivative action, the corporation is traditionally named as a defendant." It is the case here that the Association, acting through its Board of Directors, vigorously opposes the relief sought in this litigation, and the allegations made by Ms. Hazelwood and perhaps some of her putative co-plaintiffs. For that reason, as well as the reasons stated in the defendants' Motion to Dismiss (see footnote 1), the Association should be joined as a named defendant in the litigation.

Accordingly, Defendants respectfully request that Plaintiffs' Motion to add the American Morgan Horse Association be granted and that the Association be added as a named defendant in the caption of the case.

DATED at Burlington, Vermont this 1st day of December, 2008.

CINDY MUGNIER, President of the Board of
The American Morgan Horse Association, and
MIKE GOEBIG, Past President of the Board of
The American Morgan Horse Association

By: PAUL FRANK + COLLINS P.C.

By: 
Robert S. DiPalma, Esq.
Sonya L. Sibold, Esq.
P. O. Box 1307
Burlington, Vermont 05402-1307

cc: Eric Poehlmann, Esq.

682022_v1: 8755-00003