

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

PAUL "BARNEY" HALLINGBY,

Plaintiff,

- v. -

ROUSH PUBLICATIONS, INC., GERALD
L. ROUSH, CAVALLINO, INC., and JOHN
W. BARNES, JR.,

Defendant.

INDEX NO. 09 CIV 2223 (MGC)

AFFIDAVIT OF PAUL "BARNEY" HALLINGBY

STATE OF NEW YORK)
)
COUNTY OF NEW YORK) ss.

I, Paul "Barney" Hallingby, being duly sworn, deposes and states:

1. I am over the age of 18 years and competent to make this affidavit. I am a resident of the State of New York. The facts stated herein are based on my personal knowledge. If called upon to do so, I could and would testify to their accuracy. I make this affidavit in support of Plaintiff's Opposition to Defendants' Motion to Dismiss/Motion for Summary Judgment.

2. I am the plaintiff in the above-entitled action. I have been a member of the Ferrari community and a collector of rare Ferraris for 15 years. I have owned 10 Ferraris. Prior to the purchase of each of my rare Ferraris, I have conducted a thorough provenance search and title investigation.

3. These investigations are customary when purchasing rare Ferraris because the value and salability of the vehicles hinges on good title. When title to a rare Ferrari comes into

question, the value plummets. The rare Ferrari community is suspicious of, and is reluctant to do business with, anyone who purchases a vehicle with a cloud on its title.

4. In 2000, I became interested in purchasing a rare, silver colored Ferrari 250 GT Cabriolet, Pinin Farina Series 1, 1957/58 (the Ferrari). The vehicle is extremely rare. Only 36 (plus four prototypes) of this model were ever made. At the time, the Ferrari was owned by one Scott Rosen, a well-respected, long-time member of the rare Ferrari community. In agreement with Mr. Rosen and the broker, Nicola Soprano, we conducted an investigation to determine whether Mr. Rosen held good title.

5. The investigation included a provenance search and a title search. In the course of that search, I learned that, in the 1990s, the vehicle had been co-owned by Swiss citizens, one of whom is Andreas Gerber. I also learned that one co-owner reported the car stolen in Spain in 1993. However, the claims were investigated by the Spanish Authorities and rejected by the Spanish courts. (See Ex's A and B to Affidavit of Tom Daily, Esq. Ruling from Spanish Court dated March 20, 1993 and Nov. 2, 1995, rejecting the claim that there was any theft or other crime related to the Ferrari).

6. To insure that I would acquire good title, Mr. Rosen and I enlisted the aid of FBI agent Ken Crook who specializes in checking the title of rare automobiles and locating those that truly have been stolen. I kept abreast of Mr. Crook's investigation. He conducted numerous interviews, reviewed documents and engaged in a meticulous check of the Ferrari's provenance. After this research, Mr. Crook advised Mr. Rosen and me that Mr. Rosen had good title to the Ferrari. He explained that the Ferrari had never been stolen and that the reported theft was the result of a civil dispute between the co-owners. On that basis, and because Mr. Rosen's ownership in the vehicle had not been challenged, I purchased the Ferrari from Mr. Rosen..



7. After purchasing the Ferrari, I also registered it and acquired Connecticut license plates for it. On at least one occasion a picture of the Ferrari appeared in a Ferrari enthusiast's magazine which attributed ownership to me. Simply stated, I owned and exhibited the car openly for roughly 8 years without any question as to the validity of my title.

8. I entered it in car shows including the Cavallino Concours Classic in Florida. The show is sponsored by Cavallino magazine. In order to enter the Cavallino show, I had to supply my name (as owner), my address in Sharon Connecticut, the Ferrari's make, model and serial number (also known as chassis number). The Ferrari was accepted into the show. Accordingly, I understood that Cavallino acknowledged that I was the rightful owner.

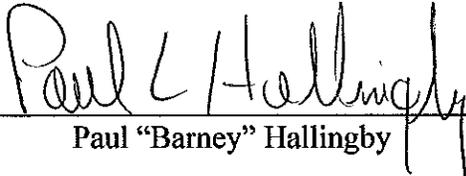
9. In or about April, 2008, I was on vacation abroad and did not learn about the advertisements that are the subject of this action until several days after they were published. When I returned to the United States in the summer of 2008, I attended a number of popular car events. During that period, I saw many friends and acquaintances. Among them were Mike Allesandro, Ron Hein, Joe Hayes, Ron Yagoda, Bill Noon, Miles Morris, Steve Serio, Marc Tauber and others. They told me that they had seen the advertisements that are the subject of this action in Cavallino and Ferrari Market Letter. The words they spoke to me varied, but their comments can be fairly summarized as follows: "Isn't that your car?," "I hope there's no problem," "I was sorry to read about [you/your car]."

10. I understood from these comments that these individuals recognized that I was the "Ferrari collector" referred to in the ads and that some readers believed that there was a problem with the Ferrari's title. Since everyone in the rare Ferrari community is familiar with the rigorous provenance checks that precede the sale of such vehicles, I also understood that I was under suspicion for having purchased the vehicle. These individuals made such comments to me

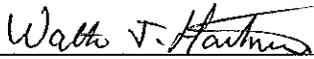
before the Connecticut State Police approached me about the vehicle in September of 2008.

11. Prior to the publication of the advertisements, no one ever questioned my ownership of the Ferrari. After the ads ran, I was investigated by the Connecticut State Police. My car was seized. At one point, a detective from the Connecticut State police submitted a warrant for my arrest. I was not arrested and, ultimately, no criminal charges were filed against me. However, for approximately 14 months, I was embroiled in the criminal proceedings surrounding the seizure of the Ferrari. I was forced to hire counsel to represent me. As of this date, I have expended approximately \$219,000 in legal fees and costs in connection with those proceedings. On October 16, 2009, the Connecticut Superior Court ruled in my favor, ordering that the Ferrari be "returned to its rightful owner, Paul Hallingby."

Dated:


Paul "Barney" Hallingby

Sworn to before me this
29 day of October, 2009


Notary Public

WALTER J. HARTUNG
NOTARY PUBLIC, STATE OF NEW YORK
QUALIFIED IN NEW YORK COUNTY
NO. 01HA6202109
MY COMMISSION EXPIRES 03-09-2013