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May 12, 2014

Henry L. Rigali, Esq.  
78 Maple Street  
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**FOR SETTLEMENT PURPOSES ONLY**

**Re: Brian Johnson v. Peter Frei  
Civil Action No.: 1143CV293**

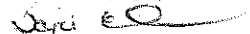
Dear Mr. Rigali:

My client has authorized the undersigned to propose the following settlement offer:

- i) each party is responsible for payment of his legal fees;
- ii) Mr. Frei will dismiss the civil rights judgment against Mr. Johnson;
- iii) both parties will be subject to a strict confidentiality agreement regarding this matter; and
- iv) any potential claims or action concerning the breach of confidentiality of the ethics complaint process will not be pursued.

This correspondence constitutes a settlement offer. By proposing this offer, Mr. Johnson neither explicitly nor implicitly waives any rights or remedies available to him, including but not limited to, his right to pursue any appeal in this matter. Any and all available rights and remedies are hereby expressly reserved.

Very truly yours,



Tani E. Sapirstein

TES:ps

cc: Mr. Brian Johnson