

David W. Tufts (8736)
 Erik A. Olson (8479)
 Jason R. Hull (11202)
DURHAM JONES & PINEGAR
 111 East Broadway, Suite 900
 P.O. Box 4050
 Salt Lake City, Utah 84110-4050
 Telephone: (801) 415-3000
 Facsimile: (801) 415-3500

Attorneys for Defendants

**IN THE UNITED STATES DISTRICT COURT
 DISTRICT OF UTAH, CENTRAL DIVISION**

GMG CAPITAL INVESTMENTS, LLC, a
 Delaware limited liability company,

Plaintiff,

v.

MARK ROBBINS, an individual; ED
 DAVIES, an individual; STEPHEN
 NORRIS, an individual; and PENINSULA
 ADVISORS, LLC, a Delaware limited
 liability company,

Defendants.

**AFFIDAVIT OF STEPHEN NORRIS IN
 SUPPORT OF DEFENDANTS' MOTION
 TO DISMISS**

Civil No. 2:06 CV 876 TC

Judge Tena Campbell

STATE OF FLORIDA)
 :SS
 COUNTY OF PALM BEACH)

Stephen Norris, having been duly sworn, hereby deposes and states:

1. I am an adult residing in West Palm Beach, Florida. I make this affidavit based on my own personal knowledge and, if called as a witness, would testify thereto.

- 2. I have never transacted business within the State of Utah.
- 3. I do not own or lease property located within the State of Utah.
- 4. I have never advertised or solicited business within the State of Utah.
- 5. I have never paid taxes in the State of Utah.

6. Prior to the commencement of this action, I have only visited Utah on two occasions. My first visit to Utah was wholly for personal recreational purposes. My second visit to Utah, in the summer of 2005, was for a meeting pertaining to All Optic Corporation, a business entity based in the State of California on whose board I sat. The meeting, together with my involvement as a director of All Optic Corporation, is wholly unrelated to any claims being raised in the instant suit.

7. In late 2005 in New York, GMG and I formed Stephen Norris & Co. Capital Partners, L.P. (the "Partnership"). Since its inception, the Partnership has conducted limited or no business operations, including any co-investment transactions.

8. All discussions and negotiations pertaining to the Partnership occurred in New York, and did not include any relationship with Utah. Moreover, all documents forming the Partnership were drafted by GMG's counsel either in New York or Pennsylvania.

9. One of GMG's attempts to raise working capital included contacting Mark Robbins ("Robbins") and Ed Davies ("Davies"). In early spring 2006, Joe Gfoeller from GMG introduced me to Robbins in New York. I met with Robbins on one other occasion in New York in Spring of 2006. The only other meeting I had with Robbins relating to GMG occurred in Dubai. The first time I met Davies occurred in Dubai. This was my only meeting with Davies relating to GMG.

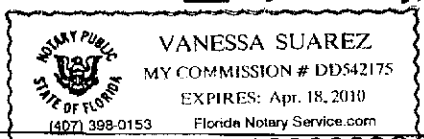
10. In late spring 2006, I met with Robbins in Las Vegas, Nevada to discuss potential business opportunities. These discussions led to the formation of Peninsula Advisors, LLC ("Peninsula"), which was organized and later formed under Delaware law.

11. I have never had any meetings with anyone in Utah relating to GMG, the formation or any other business matter of the Partnership, or the formation of Peninsula.

DATED this 4th day of January, 2007.

Stephen Norris
Stephen Norris

SUBSCRIBED AND SWORN TO before me this 4th day of January, 2007.


Notary Public