

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

MICHAEL D. JUDY) C.A. No. 4662-CC
)
Plaintiff,)
)
v.)
)
PREFERRED COMMUNICATION)
SYSTEMS, INC., a Delaware corporation,)
)
Defendant.)

MICHAEL D. JUDY) C.A. No. 4720-CC
)
Plaintiff,)
)
v.)
)
PREFERRED COMMUNICATION)
SYSTEMS, INC., a Delaware corporation,)
)
Defendant.)

MICHAEL D. JUDY) C.A. No. 4721-CC
)
Plaintiff,)
)
v.)
)
PREFERRED COMMUNICATION)
SYSTEMS, INC., and CHARLES M. AUSTIN,)
)
Defendants.)

TRANSMITTAL AFFIDAVIT OF PETER J. WALSH, JR.

I am a partner with the law firm of Potter Anderson & Corroon LLP (“Potter Anderson”) and am admitted and a member in good standing of the Bar of the Supreme Court of the State of Delaware. I submit this Affidavit in support of Plaintiff’s Brief in Support of Motion for Summary Judgment.

1. Attached hereto as Exhibit A is a true and correct copy of the Amended and Restated Certificate of Incorporation of Preferred Communication Systems, Inc. (the “Company”).

2. Potter Anderson does not represent Pendleton C. Waugh.

3. As evidenced by the email messages dated June 19, 2009 and June 29, 2009, respectively, and the letter dated June 29, 2009, true and correct copies of which are attached hereto as Exhibit B, I have repeatedly expressed to Charles M. Austin (“Austin”), the purported President of the Company, the importance of securing counsel for the Company with respect the above-captioned matters.

4. Attached hereto as Exhibit C is a true and correct copy of the Motion for Limited Intervention filed on July 17, 2009 by Michael D. Judy (“Judy”) and the Movants (as defined therein) in the action before the Federal Communications Commission (the “FCC”) styled *In the Matter of Pendleton C. Waugh, et al.*, E.B. Docket No. 07-14 (the “FCC Hearing”).

5. Attached hereto as Exhibit D is a true and correct copy of the Order issued on August 5, 2009 by Chief Administrative Law Judge Richard L. Sippel in the FCC Hearing.

6. Attached hereto as Exhibit E is a true and correct copy of the Notice of Filing filed on August 6, 2009 by the FCC Enforcement Bureau in the FCC Hearing, an attachment to which is a true and correct copy of the Settlement Agreement by and among the FCC Enforcement Bureau, the Company, Preferred Acquisitions, Inc., Austin, and Jay R. Bishop.

7. Attached hereto as Exhibit F is a true and correct copy of the Appeal filed on August 13, 2009 by Judy and the Appellants (as defined therein) in the FCC Hearing.

8. Attached hereto as Exhibit G is a true and correct copy of the Notice of Appeal filed on August 12, 2009 by Pendleton C. Waugh in the FCC Hearing.

9. Attached hereto as Exhibit H is a true and correct copy of the Order issued on August 20, 2009 by Chief Administrative Law Judge Richard L. Sippel in the FCC Hearing.

10. Attached hereto as Exhibit I is a true and correct copy of the Order issued on September 4, 2009 by Chief Administrative Law Judge Richard L. Sippel in the FCC Hearing.

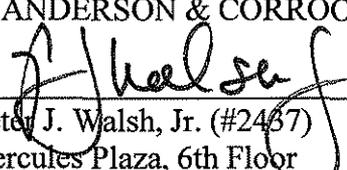
11. Attached hereto as Exhibit J is a true and correct copy of the Withdrawal of Appeal filed by Judy on September 8, 2009, in the FCC Hearing.

12. Attached hereto as Exhibit K is a true and correct copy of the Renewed Motion for Limited Intervention filed by Judy on September 8, 2009, in the FCC Hearing.

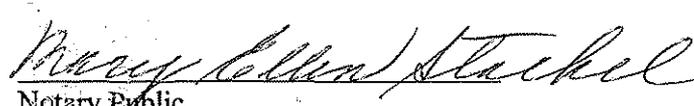
13. Attached hereto as Exhibit L are true and correct copies of affidavits from (1) Dr. Neil Alan Scott, (2) Linda Allen, (3) John G. Talcott, III, (4) Dorothea J. Talcott, (5) Lyle L. Wells, and (6) Paul Tucker, each of whom are stockholders of the Company.

POTTER ANDERSON & CORROON LLP

By: _____


Peter J. Walsh, Jr. (#2467)
Hercules Plaza, 6th Floor
1313 North Market Street
P.O. Box 951
Wilmington, Delaware 19899-0951
(302) 984-6000

SWORN AND SUBSCRIBED
before me, this 9th day of September, 2009.


Notary Public

My commission expires: _____

929796

MARY ELLEN STACKEL
NOTARY PUBLIC
STATE OF DELAWARE
My commission expires April 9, 2012

CERTIFICATE OF SERVICE

I hereby certify that on September 9, 2009, a copy of the within document was served upon the following in the manner indicated:

BY E-MAIL & FIRST CLASS MAIL

Charles M. Austin
7545 Cortina Avenue
Atascadero, CA 93422

BY FIRST CLASS MAIL

Preferred Communication Systems, Inc.
P.O. Box 153164
Irving, TX 75015-3164

/s/ Peter J. Walsh, Jr.

Peter J. Walsh, Jr. (#2437)