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June 8, 2011

VIA E-MAIL and FIRST CLASS MAIL
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Ms. Jennifer S. Elkayam
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Seventeenth Floor, 515 South Figueroa Street
Los Angeles, CA 90071-3334

Re: Darley International, L.L.C. v. Hanul Professional Law Corporation, et al. (JAMS
Case No. 1100054680)

Dear Ms. Elkayam:

Please be advised that I am responding to your May 19, 2011 letter. Your letter is a mischaracterization of the Memorandum of Understanding. Your letter also is misleading, inaccurate, and either you are confused about the entities or are trying to mislead the Court.

The original Regional Center in South Dakota was entitled SDIBI/DEDR Regional Center. The Regional Center was designated by the US Government and owned by the State of South Dakota.

SDIBI/DEDR was involved in not only the EB-5 Program, but other activities as outlined in my previous letter. As you stated in your most recent correspondence, SDIBI/DEDR submitted a proposal for an amendment changing its name on November 8, 2007 to South Dakota Regional Center (SDRC). This was approved by USCIS on June 25, 2008.

SDRC, Inc. is a private entity formed in January 2008. SDRC, Inc. is not formally SDIBI/DEDR nor is it the same as the South Dakota Regional Center. South Dakota Regional Center is sometimes referred to as SDRC; however, that is again a public entity owned by the State of South Dakota.



Ms. Jennifer S. Elkayam
June 8, 2011
Page 2 of 2

I am enclosing a copy of the Certificate of Business Incorporation of SDRC, Inc.

As set forth in the Memorandum of Understanding, SDRC, Inc. was formed to assist the South Dakota Regional Center, then called SDIBI/DEDR, which is a state entity in the management, administration and overall compliance of the Alien Entrepreneur Program. The obligations of SDRC, Inc., in its relationship with SDIBI/DEDR, the South Dakota Regional Center, are set forth in the Memorandum of Understanding and are clearly different and more limited than SDIBI/DEDR's overall function.

Secondly, as Paragraph 6 states, SDRC, Inc. will act in an independent capacity and not as officers and employees of SDIBI/DEDR or the State of South Dakota.

So it is clear and there is no confusion, SDIBI/DEDR was the South Dakota Regional Center. The name was later changed to South Dakota Regional Center (SDRC). This entity still operates the South Dakota Regional Center and is owned by the State of South Dakota.

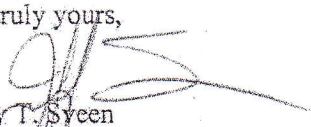
SDRC, Inc. is a separate, private entity formed to assist and support the South Dakota Regional Center. It, however, is not the South Dakota Regional Center and it is not a successor to SDIBI/DEDR, but a wholly separate entity.

Your inaccurate statement that SDIBI/DEDR and SDRC, Inc. are one and the same is incorrect. Furthermore, your statements indicating that SDRC, Inc. or SDIBI/DEDR acted fraudulently in misrepresenting the nature of the relationship are clearly unfounded and are attempts to mislead the Court.

SDRC, Inc. is not involved in Darley International's dispute. SDRC, Inc. is not subject to jurisdiction in California and SDRC, Inc. declines to accept your offer of becoming involved in arbitration in a matter that it is not a part of.

As indicated in your letter, SDRC, Inc. likewise will seek recovery of any attorney fees, costs, expenses and sanctions against Darley International if Darley International continues this course of action against SDRC, Inc.

Very truly yours,


Jeffrey T. Syeen
of SIEGEL, BARNETT & SCHUTZ, L.L.P.
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JTS:kl
Enclosure

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