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*Attorneys for VidAngel, Inc.*

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

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In re:

VIDANGEL, INC.,

Debtor.

Case No. 17-29073

Chapter 11

Judge Kevin R. Anderson

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**FIRST SUPPLEMENTAL DECLARATION OF J. THOMAS  
BECKETT IN SUPPORT OF THE DEBTOR'S APPLICATION FOR  
AUTHORIZATION TO EMPLOY PARSONS BEHLE & LATIMER**

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I, J. Thomas Beckett, declare as follows:

1. I submit this First Supplemental Declaration pursuant to Bankruptcy Rule 2014(a), as a supplement to my Amended Declaration, filed October 30, 2017 (the "Amended Declaration"), (dkt. 46), in support of Debtor's Application for Authorization to Employ Parsons Behle & Latimer ("Parsons" or the "Firm") as Attorneys for VidAngel, Inc. ("VidAngel" or the "Debtor").

2. On November 22, 2017, the Court entered its order granting the Debtor's application to engage Parsons (dkt. 102).

3. In my Amended Declaration, I described the method by which Parsons had conducted its initial search for connections between the Firm and the Debtor.

4. That search revealed no connections except (i) Zion's First National Bank and (ii) Google Fiber Utah. As described in my Amended Declaration, Zion's is a creditor of VidAngel and a client of the Firm in unrelated matters. Google Fiber Utah is a utility provider to the Debtor (but not a creditor) and a client of the Firm in unrelated matters.

5. I have since learned that the Firm has worked and continues to work not only for Google Fiber Utah, but also for Google, a separate entity. It was our oversight that we did not identify Google separately in our original search for connections.

6. Google is a prepetition unsecured creditor in the amount of \$8,718 for development work on the VidAngel app. The matters on which the Firm provides legal services to Google are unrelated to VidAngel, its chapter 11 case, or Google's claim against the Debtor. Accordingly, the work for Google would be a present client conflict, though waivable, for Parsons.

7. Parsons has obtained client waivers from both Google and the Debtor. In addition, Vicky Baldwin, the attorney working on the Google matter, has been screened from all VidAngel matters, and attorneys Brian Rothschild, Grace Pusavat, and Thomas Beckett have been screened from all Google matters.

8. In my opinion, Parsons' representation of Google is not adverse to the Debtor, and the Firm remains a disinterested person under the Bankruptcy Code.

*I, J. Thomas Beckett, hereby declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.*

Dated this 30<sup>th</sup> day of August, 2018.

*/s/ J. Thomas Beckett*

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J. Thomas Beckett

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**PROOF OF SERVICE**

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I hereby certify that I caused a true and correct copy of the foregoing **FIRST SUPPLEMENTAL DECLARATION OF J. THOMAS BECKETT IN SUPPORT OF THE DEBTOR'S APPLICATION FOR AUTHORIZATION TO EMPLOY PARSONS BEHLE & LATIMER** to be served as follows:

On August 30, 2018, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which sent notification of such filing to the following:

- Lev E. Breydo                      lev.breydo@mto.com
- Laurie A. Cayton                laurie.cayton@usdoj.gov,
- James Gee                        James.Gee@usdoj.gov
- Lindsey Huston                 Lindsey.Huston@usdoj.gov;
- Suzanne Verhaal                Suzanne.Verhaal@usdoj.gov
- Michael R. Johnson            mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
- David H. Leigh                 dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
- Grace S. Pusavat                gpusavat@parsonsbehle.com
- Brian M. Rothschild            brothschild@parsonsbehle.com, ecf@parsonsbehle.com
- United States Trustee         USTPRegion19.SK.ECF@usdoj.gov
- Kelly Klaus                      Kelly.Klaus@mto.com
- Rose Ehler                        Rose.Ehler@mto.com

And I delivered it by email to Laurie Cayton, OUST.

Dated this 30<sup>th</sup> day of August, 2018.

By: /s/ J. Thomas Beckett

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