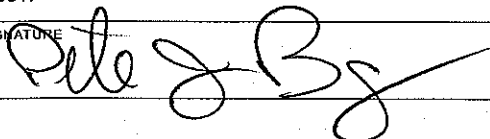


Court of Common Pleas of Philadelphia County
 Trial Division
Civil Cover Sheet

For Prothonotary Use Only (Docket Number)

MAY 2007

001682

PLAINTIFF'S NAME Joseph Frazier		DEFENDANT'S NAME Jacquelyn Frazier-Lyde	
PLAINTIFF'S ADDRESS 2917 N. Broad St. Philadelphia, PA 19132		DEFENDANT'S ADDRESS 808 69th Ave. Philadelphia, PA 19126	
PLAINTIFF'S NAME		DEFENDANT'S NAME Frazier-Lyde & Associates	
PLAINTIFF'S ADDRESS		DEFENDANT'S ADDRESS 3136 N. Broad St., PO Box 50656 Philadelphia, PA 19132	
PLAINTIFF'S NAME		DEFENDANT'S NAME	
PLAINTIFF'S ADDRESS		DEFENDANT'S ADDRESS	
TOTAL NUMBER OF PLAINTIFFS 1	TOTAL NO. OF DEFENDANTS 2	COMMENCEMENT OF ACTION <input checked="" type="checkbox"/> Complaint <input type="checkbox"/> Petition Action <input type="checkbox"/> Notice of Appeal <input type="checkbox"/> Writ of Summons <input type="checkbox"/> Transfer From Other Jurisdictions	
AMOUNT IN CONTROVERSY <input type="checkbox"/> \$50,000.00 or less <input checked="" type="checkbox"/> More than \$50,000.00	COURT PROGRAMS <input type="checkbox"/> Arbitration <input type="checkbox"/> Mass Tort <input type="checkbox"/> Commerce <input type="checkbox"/> Settlement <input type="checkbox"/> Jury <input type="checkbox"/> Savings Action <input type="checkbox"/> Minor Court Appeal <input type="checkbox"/> Minors <input checked="" type="checkbox"/> Non-Jury <input type="checkbox"/> Petition <input type="checkbox"/> Statutory Appeals <input type="checkbox"/> W/D/Survival <input type="checkbox"/> Other: _____		
CASE TYPE AND CODE (SEE INSTRUCTIONS) Law and Equity - 1V (Replevin) and E1 (No Real Estate Equity)			
STATUTORY BASIS FOR CAUSE OF ACTION (SEE INSTRUCTIONS)			
RELATED PENDING CASES (LIST BY CASE CAPTION AND DOCKET NUMBER) None			IS CASE SUBJECT TO COORDINATION ORDER? Yes No <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
TO THE PROTHONOTARY: Kindly enter my appearance on behalf of Plaintiff/Petitioner/Appellant: Papers may be served at the address set forth below.			
NAME OF PLAINTIFF'S/PETITIONER'S/APPELLANT'S ATTORNEY Peter J. Boyer		ADDRESS (SEE INSTRUCTIONS) 1735 Market St., Suite 700 Philadelphia, PA 19103	
PHONE NUMBER (215) 979-3800	FAX NUMBER (215) 979-3899		
SUPREME COURT IDENTIFICATION NO. 25517		E-MAIL ADDRESS pboyer@mccarter.com	
SIGNATURE 		DATE May 17, 2007	

you must take action within twenty (20) days after this complaint and notice are served, by entering a written appearance personally or by attorney and filing in writing with the court your defenses or objections to the claims set forth against you. You are warned that if you fail to do so the case may proceed without you and a judgment may be entered against you by the court without further notice for any money claimed in the complaint or for any other claim or relief requested by the plaintiff. You may lose money or property or other rights important to you.

YOU SHOULD TAKE THIS PAPER TO YOUR LAWYER AT ONCE. IF YOU DO NOT HAVE A LAWYER OR CANNOT AFFORD ONE, GO TO OR TELEPHONE THE OFFICE SET FORTH BELOW TO FIND OUT WHERE YOU CAN GET LEGAL HELP.

**PHILADELPHIA BAR ASSOCIATION
Lawyer Referral and information Service
One Reading Center
Philadelphia, Pennsylvania 19107
(215) 238.1701**

usted tiene veinte (20) dias de plazo al partir de la fecha de la demanda y la notificacion Hace falta asentar una comparencia escrita o en persona o con un abogado y entregar a la corte en forma escrita sus defensas o sus objeciones a las demandas en contra de su persona. Sea avisado que si usted no se defiende, la corte tomara medidas y puede continuar la demanda en contra suya sin previo aviso o notificacion. Ademas, la corte puede decidir a favor del demandante y requiere que usted cumpla con todas las provisiones de esta demanda. Usted puede perder dinero o sus propiedades u otros derechos importantes para usted.

LLEVE ESTA DEMANDA A UN ABOGADO INMEDIATAMENTE SI NO TIENE ABOGADO O SI NO TIENE EL DINERO SUFICIENTE DE PAGAR TAL SERVICIO. VAYA EN PERSONA O LLAME POR TELEFONO A LA OFICINA CUYA DIRECCION SE ENCUENTRA ESCRITA ABAJO PARA AVERIGUAR DONDE SE PUEDE CONSEGUIR ASISTENCIA LEGAL.

**ASOCIACION DE LICENCIADOS DE FILADELFIA
Servicio De Referencia E Informacion Legal
One Reading Center Filadelfia, Pennsylvania 19107
(215) 238.1701**

McCARTER & ENGLISH, LLP

By: Peter J. Boyer, Esquire
pboyer@mccarter.com
Joshua Roberts, Esquire
jroberts@mccarter.com
Makenzie Windfelder, Esquire
mwindfelder@mccarter.com
Attorney Nos.: 17153, 86687, 204436
Mellon Bank Center, Suite 700
1735 Market Street
Philadelphia, PA 19103-7501
(215) 979-3800

Attorneys for Plaintiff,
Joseph Frazier

THIS IS NOT AN ARBITRATION CASE

NON-JURY

JOSEPH FRAZIER,
2917 N. Broad St.
Philadelphia, Pennsylvania, 19132

Plaintiff,

vs.

JACQUELYN FRAZIER-LYDE,
808 E. 69th Ave.
Philadelphia, PA 19126-2907

and

FRAZIER-LYDE & ASSOCIATES,
3136 N. Broad St.
PO Box 50656
Philadelphia, PA 19132

Defendants.

: PHILADELPHIA COUNTY
: COURT OF COMMON PLEAS
: TRIAL DIVISION
:
: CIVIL ACTION - LAW and EQUITY
:
: MAY TERM, 2007

: NO. _____

COMPLAINT IN LAW AND EQUITY

Plaintiff Joseph Frazier ("Mr. Frazier"), by and through undersigned counsel, brings this action against the Defendants, Jacquelyn Frazier-Lyde and Frazier-Lyde & Associates, and in support, avers as follows:

PARTIES

1. Plaintiff is a resident of the state of Pennsylvania.
2. Defendant Jacqueline Frazier-Lyde (hereinafter "Ms. Frazier-Lyde") is an adult resident of the state of Pennsylvania, who resides at 808 69th Ave., Philadelphia, Pennsylvania, 19126.
3. Defendant Frazier-Lyde & Associates is a law firm with whom Ms. Frazier-Lyde is affiliated located at 3136 North Broad St., PO Box 50656, Philadelphia, Pennsylvania 19132.

VENUE

4. Venue in this court is proper in that the Defendants may be served in Philadelphia County, the causes of action pleaded in this complaint arose in Philadelphia County, and the Defendants maintain a principal place of business in Philadelphia County.

DEFINITIONS

5. "Records" means any and all files, documents, contracts, agreements, photos, films, memorabilia, recordings, archives, correspondence, material, writings, deeds, and title of interests related to Mr. Frazier's legal and/or business endeavors, including but not limited to legal proceedings, Smokin' (aka Smoking) Joe's (aka Joe), Inc.; Smokin' (aka Smoking) Joe's (aka Joe); Smokin' (aka Smoking) Joe's Corner (Restaurant/Club); Smokin' (aka Smoking) Joe's (aka Joe) Limosine Service; Smokin' (aka Smoking) Joe Frazier (trademark, logo, business operations); Cloverlay (sports management company); "Billy" Frazier; Joseph Frazier Gym (aka Gymnasium); Knock-out aka Smokin' (aka Smoking) Joe's (aka Joe) Knock-out Music (music label); Rubin Mark, Inc.; Film and Memorabilia Project (aka Century Films, Jerry Perrenchio, Don King, ABC, CBS, NBC, Bill Graves); One Hundred Acre Woods Partnership; Music Label Project and Music Recording; Associated East Mortgage; "In This Corner Documentary", and

any other Records that were/are in Defendants custody, possession or control at any time relating to Joseph Frazier.

6. "Associates" means any and all persons Ms. Frazier-Lyde employed, or with whom Ms. Frazier-Lyde worked with, discussed, or reviewed Mr. Frazier's Records.

BACKGROUND

7. Ms. Frazier-Lyde is Mr. Frazier's daughter.

8. Mr. Frazier is a former world heavyweight boxing champion and is considered one of the most well known heavyweight boxers of all time.

9. Mr. Frazier has utilized his likeness in numerous business ventures through the years.

10. Ms. Frazier-Lyde is an attorney licensed to practice law in the Commonwealth with a Pennsylvania Attorney Identification of 54987, and is affiliated with the law firm of Frazier-Lyde & Associates.

11. Ms. Frazier-Lyde was Mr. Frazier's attorney and business advisor from 1989 to 2004.

12. As Mr. Frazier's attorney and business advisor, Ms. Frazier-Lyde was responsible for maintaining all Records and documentation relating to her father's business transactions and legal affairs and has possession of such Records and knowledge of their terms.

13. The Records were retained and maintained by Ms. Frazier-Lyde as the custodian, in a bailment relationship.

14. The Records were retained and maintained either by Ms. Frazier-Lyde personally or at the law firm of Frazier-Lyde & Associates.

15. The Records consist of, *inter alia*, originally executed business contracts, licensing agreements, tax returns and documents which define the scope and breadth of Mr. Frazier's various business holdings.

16. Mr. Frazier has been without control or access to such business and legal Records for a significant period of time.

17. Mr. Frazier has reviewed certain legal files which Ms. Frazier-Lyde abandoned after closing her former law practice.

18. Despite inquiry, Ms. Frazier-Lyde has not adequately explained the location of the remaining Records to date. Mr. Frazier is unable to determine the extent, if any, of the improprieties to be revealed thereby.

19. In a certified letter to Ms. Frazier-Lyde dated March 2, 2006, Mr. Frazier demanded the return of all business and legal Records to Plaintiff. (Exhibit A).

20. Ms. Frazier-Lyde refused to claim the aforementioned certified letter. (Exhibit B).

21. On several occasions Mr. Frazier verbally requested that Ms. Frazier-Lyde return all business and legal Records to Plaintiff (the "Demand").

22. All Records requested in the Demand are the solely owned property of Mr. Frazier as bailor, to which Mr. Frazier is entitled access immediately upon demand.

23. On April 4, 2007, Mr. Frazier commenced an action seeking return of the Records and other relief in the Philadelphia Court of Common Pleas, April Term 2007 No. 306 ("First Action").

24. Following public assurances of cooperation by Ms. Frazier-Lyde and promises by Ms. Frazier-Lyde and her counsel that Ms. Frazier-Lyde would timely cooperate in producing

the requested Records and meet with Mr. Frazier, Ms. Frazier-Lyde has not made an demonstrable effort to produce any further Records.

25. Mr. Frazier, in good faith belief that Ms. Frazier-Lyde would be imminently producing the documents identified in the Complaint, voluntarily withdrew the First Action against Ms. Frazier-Lyde on April 19, 2007.

26. On April 25, 2007, the parties continued discussing Ms. Frazier-Lyde's production of the documents identified in the Complaint.

27. On May 4, 2007, counsel for Mr. Frazier memorialized the negotiations with Ms. Frazier-Lyde's counsel in a letter, which demanded production of the promised documents by May 11, 2007 (Exhibit C).

28. Counsel for Ms. Frazier-Lyde explained that Ms. Frazier-Lyde had agreed to produce the Records but could not give any concrete timeline for their production or otherwise commit to the production of the Records.

29. The documents were not produced on May 11, 2007.

30. As an attorney licensed in Pennsylvania, Ms. Frazier-Lyde is ethically obligated to return Mr. Frazier's business and legal Records. Pennsylvania Rule of Professional Conduct 1.15(b) states that "...a lawyer shall promptly deliver to the client or third person any property that the client or third person is entitled to receive and, upon request by the client or third person, shall promptly render a full accounting regarding such property."

31. As a candidate for the Philadelphia Municipal Court Ms. Frazier-Lyde is or should be aware of this duty under Pennsylvania Rule of Professional Conduct 1.15(b).

32. Ms. Frazier-Lyde has breached her ethical duty to Mr. Frazier as set forth in the Pennsylvania Rules of Professional Conduct by failing to return Mr. Frazier's business and legal Records.

COUNT I – LAW - Replevin

33. Plaintiff hereby repeats, repleads and incorporates herein by reference as though fully set forth herein each and every allegation contained in paragraphs 1 through 32.

34. Mr. Frazier has an enforceable right to access and possess all Records.

35. Notwithstanding Mr. Frazier's enforceable right and his Demand to obtain and inspect the Records, Defendants have failed to deliver to Mr. Frazier the Records,

36. As a result of Defendants' failure to deliver to Mr. Frazier the Records, Mr. Frazier has suffered and continues to suffer irreparable harm.

37. Defendants have breached and continue to breach their obligations as defined in the Pennsylvania Rules of Professional Conduct by failing to deliver to Mr. Frazier, the Records.

WHEREFORE, Mr. Frazier respectfully requests that judgment be entered in his favor against Defendants for the possession of the Records held by Defendants, plus costs, attorneys' fees, and any and all other relief that this Court deems equitable and just.

COUNT II – EQUITY - Demand for an Accounting

38. Plaintiff hereby repeats, repleads and incorporates herein by reference as though fully set forth herein each and every allegation contained in paragraphs 1 through 37.

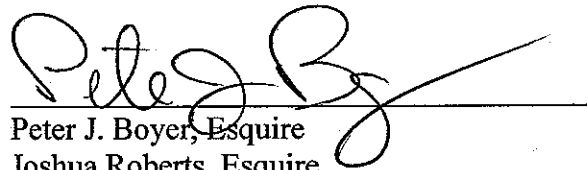
39. As a direct and proximate result of Defendants' failure to deliver to Mr. Frazier the Records, Plaintiff has suffered damages which cannot yet be fully quantified or investigated.

40. Defendants' failure to deliver the Records has prevented Mr. Frazier from fully ascertaining his interests thereunder, and to effectively protect his rights with respect to those interests.

41. Mr. Frazier demands, pursuant to Pennsylvania Rule of Professional Conduct 1.15(b) that Ms. Frazier-Lyde and/or the law firm of Frazier-Lyde & Associates provide an accounting of all Records related or pertaining to Mr. Frazier's business and legal interests and all custodian Records related to business dealings in which Mr. Frazier had an interest.

WHEREFORE, Mr. Frazier respectfully requests that the Court (1) enter an Order requiring that Ms. Frazier-Lyde and/or Frazier-Lyde & Associates provide an accounting an Accounting of all records pertaining to Mr. Frazier's business and legal interests and all custodian Records related to Mr. Frazier's business dealings; (2) enter an Order requiring Ms. Frazier-Lyde and/or Frazier-Lyde & Associates to turn over all documents and Records identified in this Complaint; (3) grant judgment in favor of Mr. Frazier in the amount of damages related thereto in an amount to be proven at trial, plus costs, attorneys' fees, and any and all other relief that this Court deems equitable and just.

McCARTER & ENGLISH, LLP



Peter J. Boyer, Esquire
Joshua Roberts, Esquire
Makenzie Windfelder
Attorney Nos. 25517, 86687, 204436
1735 Market St.
Suite 700
Philadelphia, Pennsylvania 19103
(215) 979-3800
Attorneys for Plaintiff Joseph Frazier

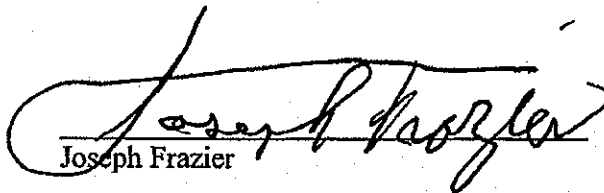
Of Counsel:

Michael P. Kelly, Esquire
Christopher Selzer, Esquire
McCarter & English, LLP
919 N. Market Street
Suite 1800
Wilmington, DE 19899
(302) 984-6300

Dated: May 17, 2007

VERIFICATION

I, Joseph Frazier, am the Plaintiff in this action and am duly authorized to verify that the statements and averments made in the foregoing Complaint are true and correct to the best of my information, knowledge and belief. The undersigned understands that the statements made herein are subject to the penalties of 18 Pa.C.S.A. § 4904 relating to unsworn falsification to authorities.


Joseph Frazier

Dated: 5-16-07

EXHIBIT "A"

Michael P. Kelly
Managing Partner
302.984.6300
Fax 302.984.6399
mkelly@mccarter.com

McCarter & English, LLP
Suite 1800
919 N. Market Street
P.O. Box 111
Wilmington, DE 19899
tel 302.984.6300
fax 302.984.6399
www.mccarter.com

March 2, 2006



Jacqueline Frazier-Lyde, Esquire
808 E. 69th Avenue
Philadelphia, PA 19126-2907

Re: Joe and Marvis Frazier

Dear Ms. Lyde:

Joe and Marvis Frazier have retained this firm. We would ask that you send to the undersigned, at your earliest convenience, any and all documents in your possession pertaining to Joe Frazier. The requested documents would include any and all agreements, legal documents, court filings and correspondence. I enclose an authorization executed by Mr. Frazier. Your failure to cooperate with this request could subject you to legal proceedings as Mr. Frazier is entitled to receive copies of the requested documents. I hope that we may obtain the requested documents amicably.

Thanks in advance for your cooperation.

Very truly yours,

A handwritten signature in cursive script that reads 'M. P. Kelly'.

Michael P. Kelly

MPK/tmp

cc: Mr. Joe Frazier
Mr. Marvis Frazier
Mr. Leslie Wolf

MEI\5523922.1

HARTFORD
860.275.6700

STAMFORD
203.324.1800

NEW YORK CITY
212.609.6800

NEWARK
973.622.4444

PHILADELPHIA
215.979.3800

WILMINGTON
302.984.6300

BALTIMORE
410.659.8500

EXHIBIT "B"

CARTER
ENGLISH

er & English, LLP
1800
Market Street
Box 111
Wilmington, DE 19899



(A)

UNCLAIMED
BY ADDRESSEE
UNITED STATES POSTAL SERVICE
EPA 1975

Mike Kelly

NAME _____
1st Notice _____
2nd Notice _____
Return _____

1st Notice 3-24-06
2nd Notice _____
Return _____

SENDER: COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none">Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.Print your name and address on the reverse so that we can return the card to you.Attach this card to the back of the mailpiece, or on the front if space permits.		A. Signature X <input type="checkbox"/> Agent <input type="checkbox"/> Addressee	
1. Article addressed to: <i>Jequeline Frazer-Lyle</i> <i>808 E. 6th Ave.</i> <i>Philadelphia, PA</i> <i>19126-2907</i>		B. Received by (Printed Name)	C. Date of Delivery
2. Article Number (Transfer from service label)		D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No	
		3. Service Type <input checked="" type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail <input type="checkbox"/> Registered <input checked="" type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Insured Mail <input type="checkbox"/> C.O.D.	
		4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes	
		7004 1160 0000 2562 7575	

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-1540

EXHIBIT "C"



May 4, 2007

VIA FACSIMILE AND US MAIL

William C. Dixon, Esq.
Dixon Law Offices, P.C.
1608 Walnut St.
16th Floor
Philadelphia, PA 19103

Re: Jackie Frazier Lyde

Dear Bill:

It was a pleasure speaking with you last week. I was encouraged to hear that Jackie is willing to take the steps necessary to answer questions regarding her representation of her father.

Please forward by Friday, May 11, 2007, the federal and state tax returns for both Jackie and her law firm, Frazier-Lyde & Associates, for the years 1989 through and including 2004. With the tax returns, please include an accounting for the years 1989 through 2004 for all Frazier-Lyde & Associates activities arising from or related to Joe Frazier.

Should Jackie fail to comply with any part of this request, my client has authorized me to immediately re-instate the Complaint against her. Given your assurance of Jackie's willingness to help her father, I look forward to your anticipated cooperation.

Please do not hesitate to contact me should you have any questions.

Very truly yours,

Michael P. Kelly

cc: Les Wolff
Peter Boyer, Esq.
Christopher Selzer, Esq.
Makenzie Windfelder, Esq.

Michael P. Kelly
Partner
T. 302.984.6301
F. 302.984.2493
mkelly@mccarter.com

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