

# **EXHIBIT B**

**INDEMNITY AGREEMENT**

TO: Paul Hansmeier and John Steele (Indemnitees)

FROM: Brett Gibbs

FOR GOOD AND VALUABLE CONSIDERATION (the receipt and sufficiency of which is hereby irrevocably acknowledged) the undersigned hereby indemnifies and saves harmless the Indemnitees from and against any and all claims, demands, actions, suits, losses, costs, charges, expenses, damages and liabilities whatsoever which the Indemnitee may pay, sustain, suffer or incur by reason of or in connection with the appeal of the May 6, 2013 order issued by Judge Wright in Case No. 2:12-cv-8333-ODW(JCx) including, without limiting the generality of the foregoing, all costs and expenses (including legal expenses) incurred in connection with any such loss or damage.

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Brett Gibbs  
May 16, 2013