

EXHIBIT “A”

**U. S. Department of Justice***United States Attorney
Eastern District of Texas**110 N. College, Suite 700
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July 3, 2007

**Transmitted via Facsimile
and U.S. Mail**Dan Cogdell
402 Main Street
Second Floor
Houston, TX 77002Sidney Powell
1920 Abrams Parkway, #369
Dallas, TX 75214

Re: United States v. James Brown

Dear Dan and Sidney:

I would like to resume our settlement discussions. In our past conversations, I proposed that your client plead guilty to the pending conspiracy count and the government would dismiss the wire fraud counts, recommend a sentence to time served, and consider filing a Rule 35 motion seeking modification of the perjury and obstruction charges. You responded that your client was only interested in a civil resolution. You further expressed your belief that your client is entitled to be resentenced on the perjury and obstruction sentences and did not expect the Court to sentence Mr. Brown to any additional incarceration. Since that exchange of offers, we have had no further discussions.

I have carefully reviewed your March 22, 2007 correspondence. Respectfully, I remain convinced that, in the absence of a Rule 35 motion from the government or a motion from the Bureau of Prisons, your client's sentence is final and cannot be modified. *See* Title 18, United States Code § 3582(c); *United States v. Lopez*, 26 F.3d 512 (5th Cir. 1994). I realize this position is not consistent with the government's concession in its response to your client's Motion for Release on Conditions Instanter. Nevertheless, Section 3582(c) is jurisdictional in nature, and a party's agreement or waiver cannot confer jurisdiction upon the district court. Any resentencing would also violate the law of the case doctrine and the mandate rule.

At this time, I am again offering your client the opportunity to plea to the conspiracy with a recommendation of time served and consideration of a Rule 35 motion. Of course the government's ability to file a Rule 35 motion is limited to situations in which a defendant provides substantial assistance to the government. If your client does not have an opportunity to provide assistance (either because he proceeds to trial or because the other defendants resolve

their cases without proceeding to trial), the government will have no basis to file a Rule 35 motion, and the perjury and obstruction sentences would be final and enforceable.

I would ask that you respond to this plea proposal by July 16, 2007. After that time, this offer will be withdrawn and I will pursue other courses which may collaterally limit your client's ability to cooperate.

Sincerely,



Arnold A. Spencer
Assistant U.S. Attorney

cc: Leo Wise, Criminal Division
SA Jill Odom, FBI
SA Raju Bhatia, FBI