

EXHIBIT 3



sam ddsro <sarodds@gmail.com>

Attorney-Client Privileged and Confidential

1 message

Mark Brewer <brewer@bplaw.com>
To: "Dr. Saeed Rohi" <sarodds@gmail.com>
Cc: Charles Long <clong@cagehill.com>

Mon, Apr 24, 2017 at 7:06 PM

Dear Dr. Rohi,

The state has given every indication that it does not intend to go along with the settlement reached in November unless it receives some portion of the proceeds. The problem is that the state has not given us a number and it does not appear that it ever will. Instead, it will just waste more time and then object to the settlement at the last minute. Playing that scenario out means that you and I then would probably have to ask the bankruptcy judge to determine the allocation. So, the numbers below show the numbers that I think we could prove.

The question is whether I should propose a number to the state for it to receive out of the settlement. If I send the draft below to Susan Miller, I would be locking you into a position that will require you to give up at least \$350,000 to the state (70% of \$500,000) which would leave you a gross recovery of \$3,150,000 payable over the next 5+ years. If I do not send this or something to Susan and get her office's agreement to an allocation, the state is almost certainly going to kill the deal entirely.

Please carefully consider this and let me know your thoughts. Also, by copy of this to Charles, I am asking him to advise as to what would happen if the Pasadena and/or Hillcroft clinics are put into bankruptcy after the plan is approved for the current bankruptcy/

Mark

Susan,

I thought it would be helpful if I apprise you of Dr. Rohi's attorney fees. These total approximately **\$973,687** including anticipated fees through the end of the bankruptcy in the amount of **\$125,000**:

1. My firm's hourly-based fees as of March 31, 2017 totaled \$712,360 with expenses of \$76,504.07 for a total of **\$788,864.07**.

2. Bankruptcy fees paid by Dr. Rohi as of March 31, 2017 total **\$59,822.98**.

3. Significant attorney fees are expected to review and comment on the plan and getting same approved. We anticipate additional fees for Charles Long and our firm in the amount of **\$125,000**.

Dr. Rohi's fees, which span the entirety of the litigation, appeals and bankruptcy, are low in comparison to the totals paid by Jabbary during the current bankruptcy proceedings:

Baker Botts	Fees \$459,074.00 / Expenses \$18,702.85
Stout Risius Ross Inc	Fees \$140,600.50 / Expenses \$0.00
Hilder & Associates	Fees \$58,067.50 / Expenses \$967.79

The claim we submitted on behalf of Dr. Rohi for his non-TMFPA claims (retaliation, etc.) is \$2,031,250.00. Thus, Dr. Rohi's total share of the term-sheet amount is in excess of **\$3 million**. Of course, the term sheet calls for a payout through December 31, 2022 with minimal interest, so the present value of the payout is significantly lower than the total number indicates. That said, the appropriate state share of the proceeds payable pursuant to the term sheet would be \$350,000 (70% of \$500,000), payable over an agreed period of time along with Dr. Rohi's share.

Mark

J. Mark Brewer | (713) 209-2910
BREWER & PRITCHARD P.C.