

10

1 James O. Johnston (SBN 167330)
Charlotte S. Wasserstein (SBN 279442)
2 JONES DAY
555 South Flower Street, 50th Floor
3 Los Angeles, CA 90071
Telephone: (213) 489-3939
4 Facsimile: (213) 243-2539
Email: jjohnston@jonesday.com
5 cswasserstein@jonesday.com

Joshua D. Morse (SBN 211050)
JONES DAY
555 California Street, 26th Floor
San Francisco, CA 94104
Telephone: (415) 626-3939
Facsimile: (415) 875-5700
Email: jmorse@jonesday.com

6 *Attorneys for Franklin High Yield Tax-Free*
7 *Income Fund and Franklin California High*
8 *Yield Municipal Fund*

9 **UNITED STATES BANKRUPTCY COURT**
10 **EASTERN DISTRICT OF CALIFORNIA**
11 **SACRAMENTO DIVISION**

12 In re:
13 CITY OF STOCKTON, CALIFORNIA,
14 Debtor.

Case No. 12-32118 (CMK)
Chapter 9
Adv. Proceeding No. 13-02315-C

16 WELLS FARGO BANK, NATIONAL
ASSOCIATION, FRANKLIN HIGH
17 YIELD TAX-FREE INCOME FUND,
AND FRANKLIN CALIFORNIA HIGH
18 YIELD MUNICIPAL FUND,

19 Plaintiffs.

20 v.

21 CITY OF STOCKTON, CALIFORNIA,
22 Defendant.

**OBJECTIONS OF FRANKLIN
HIGH YIELD TAX-FREE
INCOME FUND AND FRANKLIN
CALIFORNIA HIGH YIELD
MUNICIPAL FUND TO CITY OF
STOCKTON'S EXHIBIT LIST FOR
THE EVIDENTIARY HEARING IN
THE CASE AND THE TRIAL IN
THE PROCEEDING**

Date: May 12, 2014
Time: 9:30 a.m.
Dept: C, Courtroom 35
Judge: Hon. Christopher M. Klein

23
24
25
26
27
28

1 Pursuant to the *Order Governing The Disclosure And Use Of Discovery Information And*
2 *Scheduling Dates Related To The Trial In The Adversary Proceeding And Any Evidentiary Hearing*
3 *Regarding Confirmation Of Proposed Plan Of Adjustment* [Docket No. 1224 / Adv. Pro. Docket
4 No. 16], as amended by the *Order Modifying Order Governing The Disclosure And Use Of*
5 *Discovery Information And Scheduling Dates Related To The Trial In The Adversary Proceeding*
6 *And Any Evidentiary Hearing Regarding Confirmation Of Proposed Plan Of Adjustment* [Docket
7 No. 1242 / Adv. Pro. Docket No. 18], Franklin High Yield Tax-Free Income Fund and Franklin
8 California High Yield Municipal Fund (collectively, "Franklin") respectfully submit the following
9 objections to the *City of Stockton's Exhibit List For The Evidentiary Hearing In The Case And The*
10 *Trial In The Proceeding*, served on April 25, 2014 (the "Exhibit List").

11 Under the terms and conditions of the Scheduling Order, the City and Franklin exchanged,
12 but did not file, exhibit lists, objections to such exhibit lists and responses to such objections.
13 Because the items on the Exhibit List not related to the eligibility litigation are comprised solely of
14 the City's various Direct Testimony Declarations (and exhibits thereto), and Franklin believes that
15 certain testimony included therein to be objectionable, Franklin's objections to the Exhibit List are
16 limited to the sole extent of its pending objections to the various Direct Testimony Declarations
17 (and certain exhibits thereto), which were filed, pursuant to the Scheduling Order on April 25, 2014.

18 Despite numerous good faith attempts to resolve Franklin's objections to the Exhibit List
19 (and therefore Franklin's objections to the various Direct Testimony Declarations), the City and
20 Franklin have been unable to reach a consensual agreement to the satisfaction of both Parties.
21 Accordingly, Franklin submits these Objections to the Court so that they can be resolved at the
22 Hearing and Trial, which are scheduled to begin on May 12, 2014, including the following:
23
24
25
26
27
28

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3040	1387 (Case) 86 (Adv.)	4/21/14	Direct Testimony Declaration of Patrick B. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Patrick V. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1410 / Adv. Pro. No. 99]	The City incorporates by reference its Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Patrick B. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013) [Docket No. 1468 / Adv. Pro. No. 138]
3041	1393 (Case) 87 (Adv.)	4/21/14	Exhibits D Through G to the Direct Testimony Declaration of Patrick B. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Patrick V. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1410 / Adv. Pro. No. 99]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Patrick B. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1468 / Adv. Pro. No. 138]
3042	1394 (Case) 88 (Adv.)	4/21/14	Exhibits H Through L to the Direct Testimony Declaration of Patrick B. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Patrick V. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1410 / Adv. Pro. No. 99]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Patrick B. Bocash in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1468 / Adv. Pro. No. 138]
3043	1366 (Case) 61 (Adv.)	4/21/14	Direct Testimony Declaration of Vanessa Burke in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Vanessa Burke in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1411 / Adv. Pro. No. 100]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Vanessa Burke in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1474 / Adv. Pro. No. 144]

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3044	1395 (Case) 89 (Adv.)	4/21/14	Direct Testimony Declaration of Michael Cera Rebutting Expert Report of Frederick E. Chin	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Michael Cera Rebutting Report of Frederick E. Chin</i> [Docket No. 1412 / Adv. Pro. No. 101]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Michael Cera Rebutting Report of Frederick E. Chin</i> [Docket No. 1464 / Adv. Pro. No. 134]
3045	1384 (Case) 79 (Adv.)	4/21/14	Direct Testimony Declaration of Stephen Chase in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Stephen Chase in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1413 / Adv. Pro. No. 102]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Stephen Chase in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1471 / Adv. Pro. No. 141]
3046	1368 (Case) 63 (Adv.)	4/21/14	Direct Testimony Declaration of Robert Deis in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Robert Deis in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1414 / Adv. Pro. No. 103]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Robert Deis in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1469 / Adv. Pro. No. 139]
3047	1369 (Case) 64 (Adv.)	4/21/14	Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No.132]

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3048	1370 (Case) 65 (Adv.)	4/21/14	Exhibits A-2 Through C to the Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No. 132]
3049	1371 (Case) 66 (Adv.)	4/21/14	Exhibit D-1 to the Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No.132]
3050	1372 (Case) 67 (Adv.)	4/21/14	Exhibit D-2 to the Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No.132]
3051	1373 (Case) 68 (Adv.)	4/21/14	Exhibit D-3 to the Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No.132]

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3052	1374 (Case) 69 (Adv.)	4/21/14	Exhibit D-4 to the Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No.132]
3053	1375 (Case) 70 (Adv.)	4/21/14	Exhibit E to the Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No.132]
3054	1376 (Case) 71 (Adv.)	4/21/14	Exhibits F Through G to the Direct Testimony Declaration of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1415 / Adv. Pro. No. 104]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kenneth Dieker in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1462 / Adv. Pro. No.132]
3055	1381 (Case) 75 (Adv.)	4/21/14	Direct Testimony Declaration of Ann Goodrich in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Ann Goodrich in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1416 / Adv. Pro. No. 105]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Ann Goodrich in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1461 / Adv. Pro. No. 131]

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3057	1388 (Case) 81 (Adv.)	4/21/14	Direct Testimony Declaration of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1418 / Adv. Pro. No. 107]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1463 / Adv. Pro. No. 133]
3058	1389 (Case) 82 (Adv.)	4/21/14	Exhibits E Through K to the Direct Testimony Declaration of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1418 / Adv. Pro. No. 107]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1463 / Adv. Pro. No. 133]
3059	1390 (Case) 83 (Adv.)	4/21/14	Exhibits L Through M to the Direct Testimony Declaration of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1418 / Adv. Pro. No. 107]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1463 / Adv. Pro. No. 133]
3060	1391 (Case) 84 (Adv.)	4/21/14	Exhibit N to the Direct Testimony Declaration of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1418 / Adv. Pro. No. 107]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1463 / Adv. Pro. No. 133]

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3061	1392 (Case) 85 (Adv.)	4/21/14	Exhibits O Through R to the Direct Testimony Declaration of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1418 / Adv. Pro. No. 107]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Robert Leland in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1463 / Adv. Pro. No. 133]
3062	1378 (Case) 72 (Adv.)	4/21/14	Direct Testimony Declaration of Laurie Montes in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Laurie Montes in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1419 / Adv. Pro. No. 108]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Laurie Montes in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1465 / Adv. Pro. No. 135]
3063	1363 (Case) 58 (Adv.)	4/21/14	Direct Testimony Declaration of Tom Nelson Rebutting Expert Report of Frederick E. Chin	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Tom Nelson Rebutting Expert Report of Frederick E. Chin</i> [Docket No. 1420 / Adv. Pro. No. 109]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Tom Nelson Rebutting Expert Report of Frederick E. Chin</i> [Docket No. 1466 / Adv. Pro. No. 136]
3064	1379 (Case) 73 (Adv.)	4/21/14	Direct Testimony Declaration of Kim Nicholl in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kim Nicholl in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1421 / Adv. Pro. No. 110]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kim Nicholl in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1467 / Adv. Pro. No. 137]

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3066	1365 (Case) 60 (Adv.)	4/21/14	Direct Testimony Declaration of Ray Smith in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Ray Smith in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1422 / Adv. Pro. No. 111]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Ray Smith in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1470 / Adv. Pro. No. 140]
3067	1367 (Case) 62 (Adv.)	4/21/14	Direct Testimony Declaration of Val Toppenberg in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Val Toppenberg in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1423 / Adv. Pro. No. 112]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Val Toppenberg in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1473 / Adv. Pro. No. 143]
3068	1383 (Case) 76 (Adv.)	4/21/14	Direct Testimony Declaration of Kurt Wilson in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Kurt Wilson in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1424 / Adv. Pro. No. 113]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Kurt Wilson in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1475 / Adv. Pro. No. 145]
3069	1382 (Case) 77 (Adv.)	4/21/14	Direct Testimony Declaration of Susan Wren in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Susan Wren in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1425 / Adv. Pro. No. 114]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Susan Wren in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1476 / Adv. Pro. No. 146]

Trial Ex.	Docket No.	Date	Description	Grounds For Objection	City's Response
3070	1386 (Case) 78 (Adv.)	4/21/14	Exhibits F Through G to the Direct Testimony Declaration of Susan Wren in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Susan Wren in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1425 / Adv. Pro. No. 114]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Susan Wren in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1476 / Adv. Pro. No. 146]
3071	1385 (Case) 80 (Adv.)	4/21/14	Direct Testimony Declaration of Teresia Zadroga-Haase in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)	Franklin incorporates by reference herein its <i>Evidentiary Objections To Direct Testimony Declaration Of Teresia Zadroga-Haase in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1417 / Adv. Pro. No. 106]	The City incorporates by reference its <i>Response To Franklin's Evidentiary Objections To Direct Testimony Declaration Of Teresia Zadroga-Haase in Support of Confirmation of First Amended Plan for the Adjustment of Debts of City of Stockton, California (November 15, 2013)</i> [Docket No. 1472 / Adv. Pro. No. 142]

Dated: May 9, 2014

JONES DAY

By: /s/ Joshua D. Morse

James O. Johnston
 Joshua D. Morse
 Charlotte S. Wasserstein

*Attorneys for Franklin High Yield Tax-Free
 Income Fund and Franklin California High
 Yield Municipal Fund*