



Atlantic Legal Foundation

Annual Award Dinner Report

DECEMBER 2005

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Tyco CEO Edward Breen Honored



Atlantic Legal's Dan Fisk and Bill Slattery, Tyco Chairman and CEO Ed Breen, and Dinner Co-Chair, and Atlantic Legal director, Tom Sager.

Edward D. Breen, Chairman and CEO of Tyco International Ltd., was honored at Atlantic Legal Foundation's Annual Award Dinner at the Harvard Club of New York City on October 11, 2005. The award

has been presented each year since 1988 to honor a person who exemplifies the ideals and principles of public service and private enterprise. The Dinner Host Committee was chaired by Frank H. Menaker, Jr., Senior Vice President and General Counsel of Lockheed Martin Corp., and Thomas L. Sager, Vice President and Assistant General Counsel, DuPont.

Accepting the award and addressing a capacity audience, Mr. Breen discussed the importance of "The Tone at the Top." He observed that Sarbanes-Oxley was "clearly well intended" but has led to some unexpected consequences for enterprises as large and as complex as Tyco: "Very important projects and initiatives that would provide real shareholder value

and customer value...have literally been put on hold for one or more years." He commented further that no system of controls, however elaborate, can constitute a guarantee against misconduct. "Integrity and ethics count above everything else. ... People have a tough backbone. They're strong, they just want a little bit of leadership and a feeling and a belief that they can be on a team that is going to win."

"I am particularly struck by the simple yet profound commitment embodied in Atlantic Legal's philosophy."

Tyco CEO Edward Breen

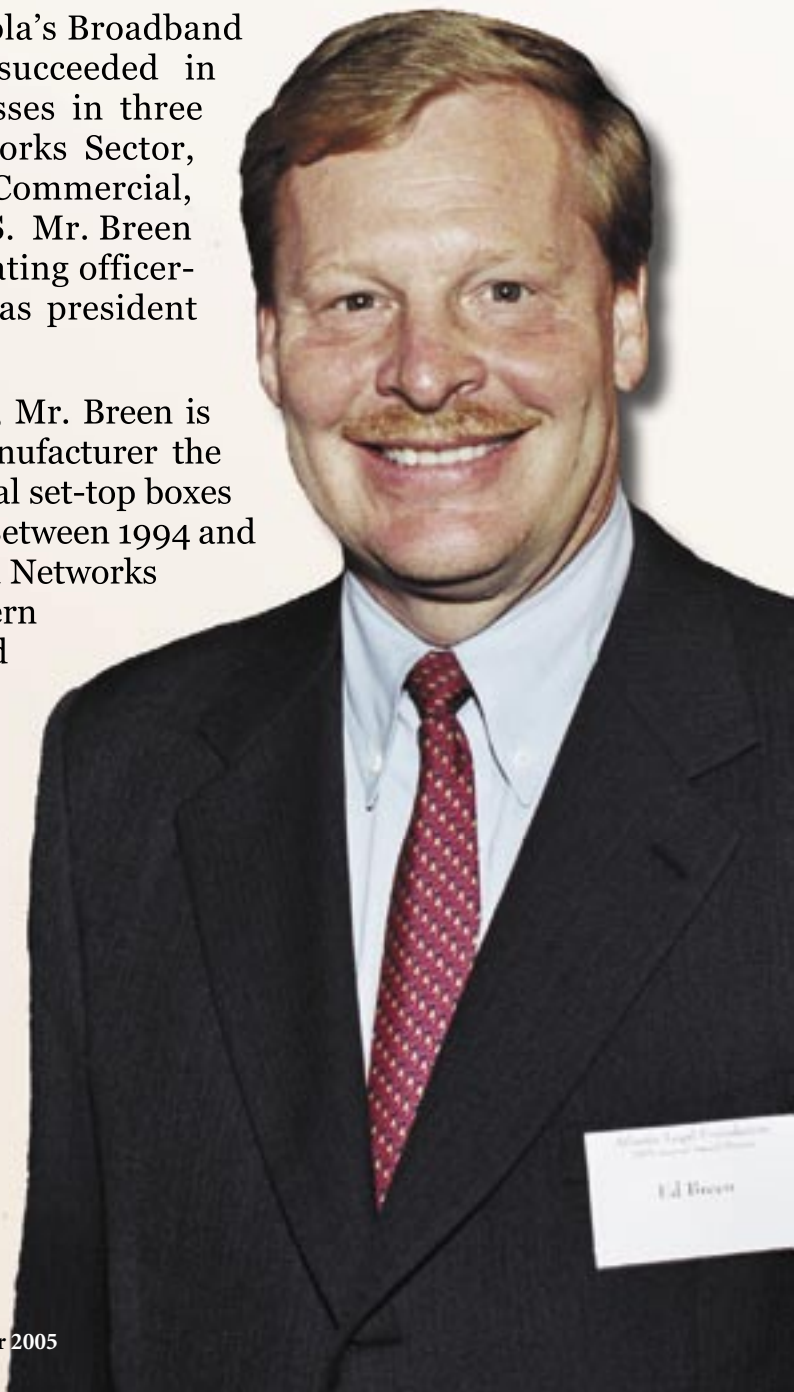
Mr. Breen applauded Atlantic Legal's leadership "in bringing together scientists and lawyers to promote sound science in our courtrooms, and legislatures and regulatory agencies. I am particularly struck by the simple yet profound commitment embodied in Atlantic Legal's philosophy."

About Edward Breen

As Chairman and CEO of Tyco International Ltd., Mr. Breen leads approximately 250,000 employees worldwide. Mr. Breen joined Tyco in July 2002 after serving as president and chief operating officer of Motorola, Inc. He began his career at Motorola in January 2000 when General Instrument Corporation, where he had served as chairman, president and CEO, merged with Motorola. After the merger, Mr. Breen became the executive vice president of Motorola and president of Motorola's Broadband Communications Sector (BCS), where he succeeded in integrating the two companies' cable businesses in three months. Subsequently, he headed the Networks Sector, which includes Global Telecom Solutions, Commercial, Government and Industrial Solutions, and BCS. Mr. Breen was named Motorola president and chief operating officer-elect in October 2001 and assumed the role as president and COO on January 1, 2002.

As chairman and CEO of General Instrument, Mr. Breen is credited with making the cable equipment-manufacturer the leader in the industry, with its cutting edge digital set-top boxes and digital programming distribution services. Between 1994 and 1997, Mr. Breen was president of the Broadband Networks Group for General Instrument, president of Eastern Operations for the Communications Division and served as executive vice president of Terrestrial Systems, where he directed the division's terrestrial products worldwide and managed the division's addressable, distribution and telephony strategic business units.

In the past year, Mr. Breen was named by Time Magazine as one of "the New Breed" of 25 Global Business Influentials, and was also honored as one of "The Best Managers" by BusinessWeek. Earlier this year, Mr. Breen hosted the Jackie Robinson Foundation's Annual Awards Dinner in New York City.





Honoree Ed Breen speaks to “Tone at the Top.”



Atlantic Legal director, Bill Lytton, and his Tyco colleague, Tim Flanigan.



The stately setting of the Main Dining Room of the Harvard Club of New York City.



Atlantic Legal director, Robert Lonergan, and Honoree Ed Breen.



Dan Fisk and Ed Breen with Tiffany mantel clock, presented to honoree.



Foundation Vice Chairman, Doug Foster, with Foundation General Counsel, Martin Kaufman.



Laura Lytton, honoree Ed Breen, Atlantic Legal director, Bill Lytton, with Dennis Hersch and David Caplan of Davis Polk & Wardwell.



Atlantic Legal Senior Vice President Briscoe Smith and Advisor Thor Halvorssen proudly display Atlantic Legal's Guide to *Leveling the Playing Field: What New York Charter School Leaders Need to Know About Union Organizing*.



Atlantic Legal director, George Frazza, his wife, Marie, and guest Bob Haig of Kelley Drye & Warren.



Atlantic Legal Advisor Dr. Henry Butler and director Bill Ide.



Tyco's Tim Flanigan, guest Michael Burch and his father, Atlantic Legal director Frank Burch.



Atlantic Legal director Steve Harmelin, his daughter Alison and her husband, Samer Hamadeh.



Atlantic Legal director and Dinner Co-Chair, Frank Menaker, guest Fred Anderson and Atlantic Legal President Bill Slattery.



Atlantic Legal director Ernest Patrikis and Advisor Adam Offenhartz.



Guests Gardner Courson and Tom Molchan with Atlantic Legal Advisor Alan Charles Raul.



Atlantic Legal Advisor Ronald Gots and his wife Barbara.



Atlantic Legal's Briscoe Smith, guests Bill and Tina Staudt, Atlantic Legal director Ernest Hueter and Atlantic Legal Advisor Roger Kaplan.

Atlantic Legal Salutes Robert Lonergan



Atlantic Legal director, Robert Lonergan, and Chairman Dan Fisk.

At the Annual Award Dinner, Atlantic Legal's Chairman Hayward D. Fisk singled out Director Robert Lonergan for his leadership of the Foundation's March 2005 Conference "The Attorney-Client Privilege: Erosion, Ethics, Problems and Solutions." The conference featured presentations by University of Pennsylvania Law Professor Geoffrey C. Hazard, Jr. and former Solicitor General Theodore B. Olson. Senator Arlen Specter, Chairman of the Judiciary Committee, was the keynote speaker.

The conference included panel discussions focusing on efforts by prosecutors and regulators to invade the privilege where corporate misconduct is alleged. Panels were staffed by experts with rich experience in government and private practice. More than 140 attorneys and executives participated in the two day event held in Washington, D.C.



THE CITY OF NEW YORK
OFFICE OF THE MAYOR
NEW YORK, N. Y. 10007

October 11, 2005

Dear Friends:

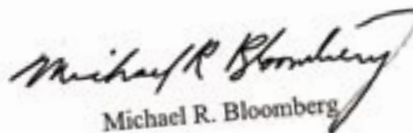
It is a great pleasure to welcome you all to the Annual Award Dinner of the Atlantic Legal Foundation.

It is important for all New Yorkers to have access to sound legal representation, and since its inception, the Foundation has remained dedicated to providing their expertise *pro bono* to our City's parents, scientists and corporations. On behalf of the City of New York, I recognize the Foundation's dedicated team for hosting this event in celebration of your exemplary service to the residents of our great City and in tribute to this evening's honoree.

I congratulate Edward D. Breen, Chairman and Chief Executive Officer of Tyco International Ltd. on being recognized here tonight. His exemplary leadership within the business community combined with his civic spirit and commitment to giving back makes him more than deserving of this honor. Mr. Breen clearly demonstrates what a remarkable difference can be made when people and organizations dedicate themselves to the lives of others.

Please accept my best wishes for an enjoyable evening.

Sincerely,


Michael R. Bloomberg
Mayor

Dinner Co-Chairmen

Frank H. Menaker, Jr. and Thomas L. Sager

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Former United States Senator
Chairman, The Walt Disney Company
Partner, Piper Rudnick LLP

2003

Maurice R. Greenberg
Chairman & CEO
American International Group, Inc.

2002

Henry A. McKinnell, Jr., Ph.D.
Chairman & CEO
Pfizer Inc

2001

Hon. William S. Cohen
Former Secretary of Defense
and United States Senator

2000

Norman R. Augustine
Retired Chairman and CEO
Lockheed Martin Corporation

1999

General P.X. Kelley
USMC (Ret.)

1998

Hon. Rudolph W. Giuliani
Mayor of New York City

1997

Hon. Donald Rumsfeld
Former and Current Secretary of Defense

1996

Bruce Atwater
Retired Chairman and CEO
General Mills, Inc.

1995

Alfred C. DeCrane, Jr.
Chairman and CEO
Texaco Inc.

1994

Malcolm S. Forbes, Jr.
President and CEO, Forbes Inc. and
Editor-in-Chief of FORBES Magazine

1993

Amb. Carla Anderson Hills
United States Trade Representative

1992

Paul H. Henson
Chairman, Kansas City Southern Industries, Inc.
Retired Chairman and CEO, Sprint Corporation

1991

Walter B. Wriston
Retired Chairman and CEO
Citicorp

1990

Irving S. Shapiro
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DuPont

1989

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Chairman and CEO
Pfizer Inc

1988

Hon. William E. Simon
Former Secretary of the Treasury

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A copy of the Foundation's latest annual financial report may be obtained from the Foundation or from the New York Attorney General's Charities Bureau, Attn: FOIL Officer, 120 Broadway, New York, NY. A copy of the official registration and financial information of the Atlantic Legal Foundation (Cert. 1257) may be obtained by calling the Pennsylvania Department of State at (717) 783-1720. Registration does not imply endorsement.

The Atlantic Legal Foundation is a nonprofit, nonpartisan public interest law firm which seeks to advance the rule of law by advocating limited, effective government, free enterprise, individual liberty, school choice and sound science. To accomplish its goals, Atlantic Legal provides legal representation and counsel, without fee, to individuals, corporations, trade associations and other groups. The Foundation also undertakes educational efforts in the form of handbooks and conferences on pertinent legal matters.

Atlantic Legal's Board of Directors and Advisory Council include the active and retired chief legal officers of some of America's most prominent corporations, distinguished scientists and academicians and members of national law firms.

The Foundation currently has a focus on four areas: representing prominent scientists and academicians in advocating the admissibility in judicial and regulatory proceedings of sound expert opinion evidence; parental choice in education; corporate governance; and, equal protection under the law by governmental agencies.

Atlantic Legal cases in the past year alone have resulted in the protection of the rights of thousand of schoolchildren, employees, independent businessmen, and entrepreneurs. In case after case, Atlantic Legal brings about favorable resolutions for individuals and corporations who continue to be challenged by those who use the legal process to deny fundamental rights and liberties. Please visit www.atlanticlegal.org where the Foundation's most recent activities are detailed.



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Atlantic Legal Foundation

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