

1221 Avenue of the Americas  
New York, NY 10020

# Morgan Stanley

April 21, 2011

Mr. Ken Cushine  
Partner  
Frasca & Associates  
521 Madison Avenue  
7<sup>th</sup> Floor  
New York, NY 10022

Dear Ken:

With respect to your request, we are providing you with the following statement:

On behalf of Morgan Stanley & Co. Incorporated, neither our firm, nor its employees and its representatives had any meetings, conversations or other contact with either the Los Angeles Board of Harbor Commissioners or the senior management of the Harbor Department during the solicitation process for underwriters for the refunding transaction (which started February 10, 2011) other than the two submissions requested during the solicitation.

Very truly yours,



Ira M. Smelkinson  
Executive Director

## EXHIBIT E

I, Ira Smelkinson, am an officer of Morgan Stanley & Co. Incorporated and in that capacity hereby certify under oath, pursuant to Section 609(e) of the Charter of the City of Los Angeles (the "City"), that Morgan Stanley & Co. Incorporated has not, within the prior 12 months, made one or more gifts totaling \$50 or more, or one or more political contributions totaling \$100 or more, to the Mayor of the City, the City Attorney, any member of the Council of the City, any member of the Board of Commissioners of the Harbor Department, or any other City official having the authority to make or participate in making decisions concerning the sale of revenue bonds by the Harbor Department, and that said underwriting firm is in compliance with the requirements of Section 609(e) of the Charter of the City.

I hereby declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.



Ira M. Smelkinson  
Executive Director



Monday, April 25, 2011

Ken Cushine  
Frasca & Associates, LLC  
521 Madison Avenue, 7<sup>th</sup> floor  
New York, NY 10022

Re: Port of Los Angeles

Dear Ken,

De La Rosa & Co. confirms its employees and representatives did not have any meetings, conversations or other contact with either the Los Angeles Board of Harbor Commissioners or the senior management of the Department during the solicitation process for underwriters for the refunding transaction, which started in February 10, 2011, other than the two submissions requested during the solicitation.

I affirm that the information I have provided above is true and correct.

A handwritten signature in blue ink, appearing to read "R. Amezcua". The signature is fluid and cursive, with a long horizontal stroke at the end.

Raul Amezcua  
Principal

## EXHIBIT E

I, Raul Amezcua, am an officer of De La Rosa & Co. and in that capacity hereby certify under oath, pursuant to Section 609(e) of the Charter of the City of Los Angeles (the "City"), that De La Rosa & Co. has not, within the prior 12 months, made one or more gifts totaling \$50 or more, or one or more political contributions totaling \$100 or more, to the Mayor of the City, the City Attorney, any member of the Council of the City, any member of the Board of Commissioners of the Harbor Department, or any other City official having the authority to make or participate in making decisions concerning the sale of revenue bonds by the Harbor Department, and that said underwriting firm is in compliance with the requirements of Section 609(e) of the Charter of the City.

I hereby declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.



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Raul Amezcua  
Principal



The Pacific Center  
523 West Sixth Street, Suite 703  
Los Angeles, CA 90014  
(213) 236-0521 - Voice  
(213) 236-0522 - Fax

April 26, 2011

Ken Cushine  
Frasca & Associates, LLC  
521 Madison Avenue, 7<sup>th</sup> Floor  
New York, NY 10022

Dear Ken:

This is in response to your request for confirmation of any contact between Siebert Brandford Shank & Co. and the Los Angeles Board of Harbor Commissioners or senior management during the underwriters' solicitation process for the refunding transaction. The firm confirms that no representative or employee has had contact or communication with any member of the Board of Harbor Commissioners or members of the Harbor Department's senior management team during the solicitation process, which started February 10, 2011.

Sincerely,

A handwritten signature in blue ink that reads "BC Monk".

B C Monk,  
Senior Vice President

## EXHIBIT E

I, B C Monk, am an officer of Siebert Brandford Shank & Co., LLC. and in that capacity hereby certify under oath, pursuant to Section 609(e) of the Charter of the City of Los Angeles (the "City"), that Siebert Brandford Shank & CO., LLC. has not, within the prior 12 months, made one or more gifts totaling \$50 or more, or one or more political contributions totaling \$100 or more, to the Mayor of the City, the City Attorney, any member of the Council of the City, any member of the Board of Commissioners of the Harbor Department, or any other City official having the authority to make or participate in making decisions concerning the sale of revenue bonds by the Harbor Department, and that said underwriting firm is in compliance with the requirements of Section 609(e) of the Charter of the City.

I hereby declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.



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**B C Monk**  
**Senior Vice President**