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5 Attorneys for Defendants  
INTERNATIONAL PERFORMING ARTS ACADEMY, LLC,  
6 BARBIZON SCHOOL OF SAN FRANCISCO, INC.,  
LION MANAGEMENT GROUP INC., LARRY D.  
7 LIONETTI and LENA QUESADA LIONETTI

8 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
9 **FOR THE COUNTY OF SAN FRANCISCO**

11 ANGELICA COSIO, an individual, on her own  
behalf and on behalf of all others similarly  
12 situated,

13 Plaintiff,

14 v.

15 INTERNATIONAL PERFORMING  
ARTS ACADEMY, LLC, a California limited  
16 liability company, BARBIZON SCHOOL OF  
SAN FRANCISCO, INC., a California  
17 corporation, ANTHONY LOUIS LIONETTI,  
LION MANAGEMENT GROUP INC., a  
18 California corporation, LARRY D. LIONETTI,  
LENA QUESADA LIONETTI, LENA M.  
19 LIONETTI, and DOES 1-100 inclusive

20 Defendants.  
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Case No. CGC-16-551337

**DECLARATION OF LENA LIONETTI**

Date: December 14, 2021  
Time: 11:15 am  
Dept: 304

Assigned for all purposes:  
Hon. A. C. Massullo

Complaint Filed: April 6, 2016

1 DECLARATION OF LENA LIONETTI

2 I, Lena Lionetti declare as follows.

- 3
- 4 1. I am one of the defendants in the above captioned action. I execute this Declaration in
- 5 compliance with the terms of the First Amendment and Stipulation to and Agreement
- 6 of Settlement (the "First Amendment to Settlement") respecting the suspension of
- 7 and reinstatement of payments otherwise due under the Agreement of Settlement
- 8 filed and entered by this Court on October 20, 2020. This is the second filing to
- 9 confirm the current status of the client's business and determine the correct number
- 10 of monies due under the First Amendment to Settlement. I have personal knowledge
- 11 of the following and if called as a witness could and would competently testify to the
- 12 matters contained in this Declaration.
- 13
- 14 2. I am personally responsible for the preparation of financial records to be transmitted
- 15 to our accountants for preparation of our tax returns. This responsibility extends to all
- 16 the entities which I own with my husband, Larry Lionetti, defendants in the above
- 17 captioned action. The records prepared and attached are my work product.
- 18
- 19 3. The ravages of Covid-19 have continued to take a large impact on our business. We
- 20 were not permitted to operate our modeling schools for some time due to the shelter
- 21 in place orders, and only after said orders were lifted were we able to resume
- 22 operations. The resumption of our operations was not up to the levels pre-pandemic,
- 23 as the attached figures so demonstrate.
- 24
- 25 4. As previously explained in my previous Declaration filed with this Court, not all our
- 26 businesses survived the Covid Crisis in 2020-21. Our main offices of Barbizon of
- 27 San Francisco remain closed, the lease being terminated, and there is no expected
- 28 time for its reopening at another facility in Downtown San Francisco. Similarly, the

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satellite school in Los Angeles was also not able to stay open and remains closed. Both leases for space in Los Angeles and San Francisco have been surrendered to the respective landlords. The only satellite of Barbizon School of San Francisco, Inc. remaining open is in Sacramento, California, and the revenues from the resulting diminished San Francisco satellite operation have seen a substantial reduction of gross income as a result.

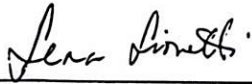
- 5. Similarly, our New York operations have also seen a substantial reduction in income over the past year. We also were forced to close the New York classrooms and have relied solely on online teaching, with some, but not similar success, as was the case for in-person educating. We are in the process of opening another bricks and mortar faculty, but it is taking time to rebuild operations in a new teaching format for Barbizon of New York.
- 6. Our other real estate assets have been impaired by the Covid -19 turndown in retail sales, and we have not been able to re-let these spaces due to a generally depressed market. I have made several attempts to refinance each of these properties and because of our reduced income, cannot secure any commitments to lend. We had already sold two of our 4 properties during the litigation. We have been unsuccessful in attempting to sell our investment apartment (one unit of a six-unit building) in San Francisco, as the current title is in Tenants in Common) still needs to be reformed into a Condominium-type development, which was stalled due to Covid.
- 7. The past year has put a substantial strain on our finances and that situation continues as of the date of my Declaration. We have been barely able to meet our financial obligations even with the reduction in expenses attributed to our closing Los Angeles and San Francisco operations. We simply do not have sufficient unencumbered liquid

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assets sufficient to resume the payment schedule as previously set out in the original Settlement Agreement without the agreed reduction in payments necessitated by the impact on the economy from the Covid -19 pandemic, and the other issues impacting operations in the San Francisco, New York, and downtown Los Angeles areas where we are located.

8. Attached to this Declaration as Exhibit "A" are the financial results from our business operations for the last 3 months of this year, as to each entity ("Current Financial Results"). Also attached to this Declaration as Exhibit "B" are the financial Results from our business operations for tax years 2015, 2016, 2017 and 2018 representing the "Baseline Gross Revenues" on which the average monthly revenues are to be computed.
9. Using the 1-month average of the Baseline Gross Revenues as the denominator, and one month of the Current Financial Results as the numerator, the result is a 71.4% reduction in monthly revenue from operation of the Lionetti business entities. Using the initial \$40,000 monthly payment (which was suspended due to the Covid 19 Shelter in Place Ordinances in San Francisco, Los Angeles, and New York,) the monies now due on the reduced agreed monthly payment plan from Defendants would be the sum of \$11,440 per month.

I declare under penalty of perjury under the laws of the State of California that the above is true and correct. Executed on December 10, 2021, in Tiburon, California.

  
\_\_\_\_\_  
Lena Lionetti

# EXHIBIT "A"

Fn Larry Lionetti owns 49% of Barbizon School of Manhattan - the difference in the gross income earned and what is reported in this schedule reflects this fact

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Entity	3 Month Sales through 9/30	Monthly Avg 3 mos
Barbizon Agency	\$1,352	\$450.67
Barbizon Manhattan	\$379,398	\$126,466
Barbizon SF	\$218	\$73
Barbizon Plaza	\$105,812	\$35,271
Lion Marine	\$6,334	\$2,111
Hollywood Paws	\$12,609	\$4,203
Totals	\$505,723	\$168,574.67

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# EXHIBIT "B"

**Fn Larry Lionetti owns 49% of Barbizon School of Manhattan - the difference in the tax forms and what is reported in this schedule reflects this fact**

Company	2015	Reference	2016	Reference	2017	Reference	2018	Reference	TOTALS	2015-18 Baseline
Barbizon San Francisco	\$5,989,355	IRS 1120S	\$5,607,265	IRS 1120S	\$4,815,085	IRS 1120S	\$3,245,883	IRS Form 1120S		
Hollywood Paws, LLC	\$24,215	IRS 1065	\$36,826	IRS 1065	\$47,127	IRS 1065	\$18,106	IRS Form 1065		
Estate of Rose Lionetti	\$65,706	IRS 1041					\$28,884	IRS Form 8960		
Barbizon Modeling Agency	\$296,088	Sch C	\$305,365	IRS Sch "C"	\$243,402	2017 Sch C	\$270,965	IRS Sch C		
Lion Marine	\$1	Sch C	\$1,200	IRS Sched C	\$7,500	IRS Sch C	\$23,880	IRS Sch C		
Barbizon Plaza LLC	\$261,475	IRS 1065	\$131.85	IRS F101065	\$144,987	IRS 1065	\$332,487	IRS Form 1065		
BarbModeling Manhattan	\$1,187,807	IRS 1120S	\$1,501,888	IRS 1120S	\$1,687,431	IRS 1120S	\$1,819,469	IRS Form 1120S		
1777 Ala Moana	\$34,459	IRS Sch E	\$29,593	IRS Sch E	\$34,459	IRS Sch E	\$34,353	IRS Sch E		
434 Francisco, SF, CA	\$48,000	IRS Sch E	\$27,253	IRS Sch E	\$43,146	IRS Sch E	\$41,339	IRS Sch E		
320 Via Casitas #109	\$12,000	IRS Sch E								
320 Via Casitas #302	\$18,500	IRS Sch E	\$9,600	IRS Sch E	\$12,000	IRS Sch E				
<b>Totals</b>	<b>\$7,937,606</b>		<b>\$7,519,122</b>		<b>\$7,035,137</b>		<b>\$5,815,366</b>		<b>\$28,307,231</b>	<b>\$589,734.00</b>



PROOF OF SERVICE

I am over the age of eighteen and not a party to this action; I am employed by THE LAW OFFICES OF PETER CLINCO. My business address is 1901 Avenue of the Stars, Suite 1100, Los Angeles, CA 90067-6002

On December 9, 2021, I served the foregoing document(s) described as:

**Declaration of Lena Lionetti**

on the interested party(ies) below, using the following means:

ELECTRONIC TRANSMISSION based on a court order or an agreement of the parties to accept service by e-mail or electronic transmission, I caused the documents to be sent to the persons at the e-mail addresses on the attached service list on the dates and at the times stated thereon. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful. The electronic notification address of the person making the service is peter@clinco.net

UNITED STATES MAIL by placing a true copy of the document(s) listed above for collection and mailing following the firm's ordinary business practice in a sealed envelope with postage thereon fully prepaid for deposit in the United States mail at Los Angeles, California addressed as set forth below.

OVERNIGHT DELIVERY by depositing a true copy of the same enclosed in a sealed envelope, with delivery fees provided for, in an overnight delivery service pick up box or office designated for overnight delivery, and addressed as set forth below.

MESSENGER SERVICE by causing to be personally delivered a copy of the document(s) listed above to the person(s) at the address(es) set forth below.

Randall B. Aiman-Smith  
Reed W.L. Marcy  
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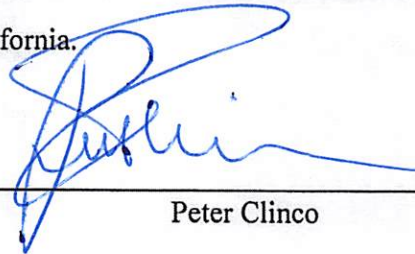
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*Attorneys for Plaintiff*  
**ANGELICA COSIO**

I declare that I am a member of the bar of this court at whose direction the service was made.

Executed on December <sup>10<sup>th</sup></sup> 9, 2021 at San Marino, California.



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Peter Clinco