

1 Jeffrey N. Mausner (State Bar No. 122385)  
 Jeff@mausnerlaw.com  
 2 David N. Schultz (State Bar No. 123094)  
 schu1984@yahoo.com  
 3 Law Offices of Jeffrey N. Mausner  
 4 Warner Center Towers  
 21800 Oxnard Street, Suite 910  
 5 Woodland Hills, California 91367  
 Telephone: (310) 617-8100, (818) 992-7500  
 6 Facsimile: (818) 716-2773

7 Attorneys for Plaintiff Perfect 10, Inc.  
 8

9 UNITED STATES DISTRICT COURT  
 10 CENTRAL DISTRICT OF CALIFORNIA  
 11

12 PERFECT 10, INC., a California  
 13 corporation,

14 Plaintiff,

15 v.

16 GOOGLE INC., a corporation,

17 Defendants.  
 18

Case No. CV 04-9484 AHM (SHx)

**Before Judge Stephen J. Hillman**

**DECLARATION OF DAVID N.  
 SCHULTZ IN OPPOSITION TO  
 DEFENDANT GOOGLE INC.'S  
 MOTION TO QUASH SUBPOENAS  
 DIRECTED TO SHANTAL RANDS  
 POOVALA AND FOR A PROTECTIVE  
 ORDER**

**[SUPPLEMENTAL MEMORANDUM  
 OF LAW IN OPPOSITION TO THE  
 MOTION SUBMITTED SEPARATELY  
 HEREWITH]**

Date: August 9, 2010

Time: 2:00 p.m.

Place: Courtroom 550, Courtroom of the  
 Honorable Stephen J. Hillman

Discovery Cut-Off Date: None Set

Pretrial Conference Date: None Set

Trial Date: None Set

1 **DECLARATION OF DAVID N. SCHULTZ**

2 I, David N. Schultz, declare as follows:

3 1. I am a member of the State Bar of California and admitted to practice  
4 before this Court. I am counsel of record for Plaintiff Perfect 10, Inc. (“Perfect 10”)  
5 in this action. All of the matters stated herein are of my own personal knowledge,  
6 except where otherwise stated, and if called as a witness, I could and would testify  
7 competently thereto. I make this declaration in connection with Perfect 10’s  
8 Opposition to Defendant Google Inc.’s Motion To Quash Subpoenas Directed To  
9 Shantal Rands Poovala and For A Protective Order.

10 2. Attached hereto as Exhibit A is a true and correct copy of a Minute  
11 Order issued by Judge Matz on July 21, 2010 (Docket No. 931).

12 3. Attached hereto as Exhibit B is a true and correct copy of Plaintiff  
13 Perfect 10, Inc.’s Response To Minute Order Dated July 21, 2010 Regarding  
14 Google’s Motion For Safe Harbor Under 17 U.S.C. § 512(b) (Docket No. 932), filed  
15 by Perfect 10 on July 22, 2010 in response to Judge Matz’s Minute Order attached  
16 hereto as Exhibit A (without the exhibits thereto) (“Perfect 10’s Response”).

17 Portions of Perfect 10’s Response are highlighted in yellow. As may be seen by a  
18 review of Exhibit B, Perfect 10’s Response relied in large part on the Declaration of  
19 Shantal Rands Poovala In Support Of Defendant Google's Motions For Summary  
20 Judgment Re: Google' s Entitlement To Safe Harbor Under 17 U.S.C. § 512 (Docket  
21 No. 433, public redacted version) (the “Poovala Declaration”), In particular, Perfect  
22 10’s Response quoted all of Paragraph 10 of the Poovala Declaration, which states  
23 as follows:

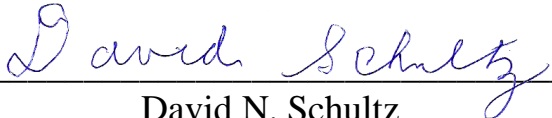
24 Google’s Web Search policy covers its caching feature as well. When  
25 Google suppresses a live web page URL from appearing in Web Search  
26 results pursuant to its Web Search DMCA procedure, it automatically  
27 prevents all cached links to that page from appearing in Web Search  
28 results as well.

1 Perfect 10's Response also noted that the Poovala Declaration was the primary  
2 declaration submitted by Google in support of its pending DMCA summary  
3 judgment motions.

4 4. Attached hereto as Exhibit C are true and correct copies of emails  
5 between me and Andrea Pallios Roberts of Quinn Emanuel Urquhart & Sullivan,  
6 LLP, counsel of record for Defendant Google Inc. ("Google"), dated May 6, 2010,  
7 agreeing to continue the deposition of Shantal Rands Poovala from May 20, 2010,  
8 the date originally set forth in the deposition subpoena served upon Ms. Poovala,  
9 until June 24, 2010.

10 5. Attached hereto as Exhibit D is a true and correct copy of Defendant  
11 Google Inc.'s Initial Disclosures Pursuant To Fed. R. Civ. P. 26(a)(1), dated March  
12 17, 2005.

13 I declare under penalty of perjury under the laws of the United States of  
14 America that the foregoing is true and correct to the best of my knowledge.  
15 Executed on July 26, 2010 in Los Angeles County, California.

16  
17   
18 \_\_\_\_\_  
19 David N. Schultz  
20  
21  
22  
23  
24  
25  
26  
27  
28

# Exhibit A

UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA

CIVIL MINUTES - GENERAL

Case No.	CV 04-9484 AHM (SHx)	Date	July 21, 2010
Title	PERFECT 10, INC. v. GOOGLE, INC., <i>et al.</i>		

Present: The Honorable	A. HOWARD MATZ, U.S. DISTRICT JUDGE
------------------------	-------------------------------------

Stephen Montes Deputy Clerk	Not Reported Court Reporter / Recorder	Tape No.
Attorneys <b>NOT</b> Present for Plaintiffs:	Attorneys <b>NOT</b> Present for Defendants:	

**Proceedings:** IN CHAMBERS (No Proceedings Held)

The Court ORDERS the parties by noon tomorrow, July 22, 2010, to identify where in the existing briefs on Google’s motion for safe harbor under 17 U.S.C. § 512(b)<sup>1</sup> there is any reference in any of the “Group B” “spreadsheet” notices sent between May 31, 2004 and April 24, 2007 (Poovala Decl. ¶ 41, Exhs. L1-L48) identifying any specific material on Google’s cache as infringing.

Initials of Preparer	: SMO
----------------------	----------

<sup>1</sup>Docket No. 458 and related filings.

# Exhibit B

1 Jeffrey N. Mausner (State Bar No. 122385)  
2 David N. Schultz (State Bar No. 123094)  
3 Law Offices of Jeffrey N. Mausner  
4 21800 Oxnard Street, Suite 910  
5 Woodland Hills, California 91367-3640  
6 E-mail: Jeff@Mausnerlaw.com  
7 Telephone: (310) 617-8100, (818) 992-7500  
8 Facsimile: (818) 716-2773

9 Attorneys for Plaintiff Perfect 10, Inc.

10 UNITED STATES DISTRICT COURT  
11 CENTRAL DISTRICT OF CALIFORNIA

12 PERFECT 10, INC., a California  
13 corporation,

14 Plaintiff,

15 v.

16 GOOGLE, INC., a corporation,

17 Defendant.

Case No. CV 04-9484 AHM (SHx)

**Before Judge A. Howard Matz**

**PLAINTIFF PERFECT 10, INC.'S  
RESPONSE TO MINUTE ORDER  
DATED JULY 21, 2010 REGARDING  
GOOGLE'S MOTION FOR SAFE  
HARBOR UNDER 17 U.S.C. § 512(b)**

Date: None set

Time: None set

Place: Courtroom 14, Courtroom of the  
Honorable A. Howard Matz

Discovery Cut-Off Date: None Set

Pretrial Conference Date: None Set

Trial Date: None Set

1 Plaintiff Perfect 10, Inc. (“Perfect 10”) hereby responds to this Court’s  
2 Minute Order dated July 21, 2010 (Docket No. 931) (the “Order”). The Order  
3 asks the parties “to identify” references in any of the “Group B” “spreadsheet”  
4 notices sent by Perfect 10 to Defendant Google Inc. (“Google”) between May 31,  
5 2004 and April 24, 2007 “identifying any specific material on Google’s cache as  
6 infringing.” As explained below, Perfect 10’s Group B spreadsheet notices  
7 identify specific material on Google’s cache as infringing for several reasons.

8 First, the material on Google’s cache is simply a Google copy of a third  
9 party web page, with exactly the same URL. Therefore, all of Perfect 10’s Group  
10 B spreadsheet notices necessarily identify “specific material on Google’s cache  
11 as infringing” when they identify any infringing web page. In other words, for  
12 purposes of identifying specific infringing material, identifying a web page link  
13 and identifying a cache link are effectively one and the same. Google’s own  
14 DMCA agent, Shantal Rands Poovala, concedes as much in her declaration in  
15 support of Google’s motion for safe harbor under 17 U.S.C. §512(b) (the  
16 “DMCA Motion”). Ms. Poovala states that Google’s Web Search policy covers  
17 its caching feature as well, and that when Google suppresses a web page URL, it  
18 automatically suppresses the related cache link [*see* Section I, below].

19 Second, even though it was not necessary for Perfect 10 to do so under  
20 Google’s policy as set forth in Ms. Poovala’s declaration, Perfect 10 at times  
21 specifically used the terminology “cache links” in connection with infringing  
22 material, both in its Group B spreadsheet notices and in its pleadings in  
23 opposition to the DMCA Motion. Examples of these references are discussed in  
24 Section II, below.

25 **I. GOOGLE’S STATED POLICY IS THAT IDENTIFYING A WEB**  
26 **PAGE AS INFRINGING NECESSARILY IDENTIFIES GOOGLE’S**  
27 **CACHE COPY OF THAT WEB PAGE AS INFRINGING.**

28 The material that appears on Google’s cache page is simply a copy made



1 by Google of a third party web page, with the exact same URL. Consequently,  
2 when one of Perfect 10's Group B spreadsheet notices identified a web page as  
3 infringing, that notice necessarily identified the corresponding Google cache page  
4 as being infringing as well. Google's DMCA agent, Shantal Rands Poovala  
5 ("Ms. Poovala"), concedes this point. Ms. Poovala submitted the primary  
6 declaration in support of Google's DMCA Motion. Paragraph 10 of that  
7 declaration states, in its entirety, as follows:

8 **Google's Web Search policy covers its caching feature as well.**

9 **When Google suppresses a live web page URL from appearing**

10 **in Web Search results pursuant to its Web Search DMCA**

11 **procedure, it automatically prevents all cached links to that page**

12 **from appearing in Web Search results as well.**

13 Declaration of Shantal Rands Poovala In Support Of Defendant Google's Motions  
14 For Summary Judgment Re: Google's Entitlement To Safe Harbor Under 17  
15 U.S.C. § 512 (Docket No. 433, public redacted version) (the "Poovala  
16 Declaration"), ¶10 (emphasis added). For the Court's convenience, Paragraph 10  
17 of the Poovala Declaration, taken from the public redacted version of the  
18 document, is attached hereto as Exhibit 1.<sup>1</sup>

19 Accordingly, under Google's own Web Search policy, when Perfect 10  
20 identified an infringing web page in its Group B spreadsheet notices, it

21  
22 <sup>1</sup> Perhaps because of Google's policy, described in Paragraph 10 of the Poovala  
23 Declaration, of automatically removing the related cache link when Google  
24 removes an identified infringing web page link, there is no mention of the word  
25 "cache" in the instructions for creating DMCA notices which Google sent to  
26 Perfect 10 in 2004, or in Google's current DMCA instructions. Nor is there any  
27 mention in either Google's 2004 instructions or Google's current instructions of  
28 the need for a party submitting a DMCA notice to take any additional steps to  
identify cache links. Google's 2004 instructions to Perfect 10 were attached as  
part of Exhibit 12 to the Declaration of Dr. Norman Zada Submitted in  
Opposition to Google's Three Motions for Summary Judgment Re DMCA Safe  
Harbor (Docket No. 491) (the "Zada Declaration"). For the convenience of the  
Court, those instructions are attached hereto as Exhibit 2. Perfect 10 followed  
those instructions when it created its Group B spreadsheet notices.

1 necessarily identified that same material on Google’s cache page as infringing.  
2 As Dr. Zada stated in his declaration in opposition to the DMCA Motions, “**The**  
3 **Google cache link matches the full URL of the infringing web page ...**” Zada  
4 Declaration, ¶39 (emphasis added).<sup>2</sup> Furthermore, under Google’s own policy,  
5 when Perfect 10 provided a web page link in its Group B spreadsheet notices,  
6 that was sufficient for Google to remove the cache link as well. Because every  
7 web page URL in Perfect 10’s Group B spreadsheet notices is a URL for  
8 Google’s cache as well, and because the majority of the URLs on Perfect 10’s  
9 Group B spreadsheet notices are web page URLs, Perfect 10’s Group B  
10 spreadsheet notices identify a significant amount of specific material on Google’s  
11 cache as infringing. For example, because Perfect 10’s February 17, 2005 notice  
12 consists primarily of web page URLs, most of that notice identifies specific  
13 infringing material on Google’s cache. *See* Poovala Declaration, Exh. L29.

14 **II. PERFECT 10’S NOTICES AND PLEADINGS CONTAIN**  
15 **REFERENCES TO SPECIFIC INFRINGING MATERIAL ON**  
16 **GOOGLE’S CACHE.**

17 Under Google’s policy set forth in Paragraph 10 of the Poovala  
18 Declaration, every reference to a web page URL is a reference to specific  
19 infringing material on Google’s cache. Therefore, it was not necessary for  
20 Perfect 10 to specifically use the term “cache” in its DMCA notices. *See* Section  
21 I, above. Nevertheless, Perfect 10’s Group B spreadsheet notices occasionally  
22 used that terminology and referred to material on Google’s cache as infringing.  
23 For example, Perfect 10 referred to infringements on Google’s cache links in the  
24 January 3, 2005 Group B spreadsheet notice it sent to Google. That notice states  
25 as follows: “Jerkengine has thousands of Perfect 10 infringements available **by**  
26 **clicking on the Google cache link . . .**” (emphasis added). Infringing URLs for  
27

28 <sup>2</sup> For the convenience of the Court, Paragraph 39 of the Zada Declaration is attached hereto as part of Exhibit 3.

1 jerkengine.com are listed in the spreadsheet portion of the notice. Perfect 10's  
2 January 3, 2005 notice is attached as Exhibit L22 to the Poovala Declaration.  
3 Portions of this notice are also attached as Exhibit 13 to the Zada Declaration.

4 Perfect 10 also refers to Group B spreadsheet notices that identify specific  
5 material on Google's cache as infringing in its pleadings in opposition to  
6 Google's pending DMCA summary judgment motions. For example, in its  
7 Opposition to Google's Motion For Summary Judgment Re: Safe Harbor For  
8 Web And Image Search (Docket No. 498) (the "Opposition"), Perfect 10  
9 contends that Google has not removed identified infringing cache pages. *See*  
10 Opposition at 16:3-9. One of the documents cited by Perfect 10 in support of this  
11 contention is a chart entitled "GOOGLE DELAY IN REMOVING IDENTIFIED  
12 INFRINGING CACHE LINKS," found at page 1 of Exhibit 44 to the Zada  
13 Declaration. This chart, which was also discussed in Paragraph 59 of the Zada  
14 Declaration, describes Google's delay in removing four cache links identified by  
15 Perfect 10 in Group B spreadsheet notices that were sent to Amazon in 2005 and  
16 forwarded to Google that year. For the convenience of the Court, this chart is  
17 attached hereto as the first page of Exhibit 3. Also attached as part of Exhibit 3  
18 are pages from two of those notices and portions of the Zada Declaration that  
19 describe the "Google Delay In Removing Identified Infringing Cache Links"  
20 chart. The four entries of "4/8/05" which are highlighted in yellow in the chart  
21 refer to URLs identified by Group B spreadsheet notices. In other words, **Perfect**  
22 **10 specifically referred to infringing cache links which were identified by its**  
23 **Group B spreadsheet notices in Paragraph 59 of the Zada Declaration and**  
24 **page 1 of Exhibit 44 to the Zada Declaration.**

25 The chart found at page 1 of Exhibit 44 to the Zada Declaration and  
26 attached hereto as the first page of Exhibit 3 also refers to certain pages from  
27 Group C notices sent by Perfect 10 to Google. A portion of one of those pages  
28 (taken from Perfect 10's June 28, 2007 notice), which identified an infringing

1 Google cache link, is attached hereto as page 1 of Exhibit 4. Page 1 of Exhibit 4  
2 specifically states that “Google’s cache is the snapshot we took of the page as we  
3 crawled the web.” Page 2 of Exhibit 4 shows that Google did not remove the  
4 identified cache link as of October 28, 2008, more than 16 months after it first  
5 received that Google cache page as part of Perfect 10’s June 28, 2007 notice.

6 Dated: July 22, 2010

Respectfully submitted,  
LAW OFFICES OF JEFFREY N. MAUSNER

7  
8 By: Jeffrey N. Mausner  
9 Jeffrey N. Mausner  
10 Attorney for Plaintiff Perfect 10, Inc.  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

# Exhibit C

---

**From:** schu1984@sbcglobal.net  
**Sent:** Thursday, May 06, 2010 1:38 PM  
**To:** Andrea P Roberts  
**Cc:** Jeffrey N. Mausner  
**Subject:** RE: Perfect 10 v. Google

Dear Andrea,

In light of Judge Matz's tentative ruling, Perfect 10 is prepared to continue Ms. Poovala's deposition until June 24, 2010, or another mutually agreeable date sometime before that date.

David

This e-mail may be confidential or may contain information which is protected by the attorney-client privilege and work product doctrine, as well as other privileges. If you are not the intended recipient of this e-mail, any dissemination or copying of this message is strictly prohibited. Anyone who mistakenly receives this e-mail should notify the sender immediately by telephone or return e-mail and delete it from his or her computer.

**David N. Schultz**  
**Attorney At Law**  
**1747 Preuss Road**  
**Los Angeles, CA 90035**

**Telephone: (310) 839-3150; Cell Phone: (310) 658-8530**  
**E-Mail: Schu1984@yahoo.com**

---

**From:** Andrea P Roberts [andreaproberts@quinnemanuel.com]  
**Sent:** Thursday, May 06, 2010 2:37 PM  
**To:** schu1984@sbcglobal.net  
**Cc:** Jeffrey N. Mausner; Rachel Herrick Kassabian  
**Subject:** RE: Perfect 10 v. Google

David,

Thank you for the prompt response. To confirm, P10 has postponed the date noticed for the deposition until June 24. Google and Ms. Poovala reserve all rights and objections with respect to the subpoenas served on Ms. Poovala. We will contact you to schedule a meet and confer following next week's hearing.

Regards,

**Andrea Pallios Roberts**  
Quinn Emanuel Urquhart & Sullivan, LLP

555 Twin Dolphin Drive, 5th Floor  
Redwood Shores, CA 94065  
650-801-5023 Direct  
650.801.5000 Main Office Number  
650.801.5100 FAX  
andreaproberts@quinnemanuel.com  
[www.quinnemanuel.com](http://www.quinnemanuel.com)

NOTICE: The information contained in this e-mail message is intended only for the personal and confidential use of the recipient(s) named above. This message may be an attorney-client communication and/or work product and as such is privileged and confidential. If the reader of this message is not the intended recipient or agent responsible for delivering it to the intended recipient, you are hereby notified that you have received this document in error and that any review, dissemination, distribution, or copying of this message is strictly prohibited. If you have received this communication in error, please notify us immediately by e-mail, and delete the original message.

# Exhibit D



1 WINSTON & STRAWN LLP  
2 Andrew P. Bridges (SBN: 122761)  
3 Michael S. Brophy (SBN: 197940)  
4 Jennifer A. Golinveaux (SBN: 203056)  
5 101 California Street, Suite 3900  
6 San Francisco, CA 94111-5894  
7 Telephone: (415) 591-1000  
8 Facsimile: (415) 591-1400  
9 E-mail: abridges@winston.com, mbrophy@winston.com,  
10 jgolinveaux@winston.com  
11 Attorneys For Defendant and Counterclaimant  
12 GOOGLE INC.

8 UNITED STATES DISTRICT COURT  
9 CENTRAL DISTRICT OF CALIFORNIA

12 PERFECT 10, INC., a California  
13 corporation,

14 Plaintiff,

15 vs.

16 GOOGLE INC., a corporation; and  
17 DOES 1 through 100, inclusive,

18 Defendant.

19 GOOGLE INC., a corporation,

20 Counterclaimant,

21 vs.

22 PERFECT 10, INC., a California  
23 corporation,

24 Counter-defendant.

Case No. CV04-9484 NM (CWx)

**DEFENDANT GOOGLE INC.'S  
INITIAL DISCLOSURES  
PURSUANT TO FED. R. CIV. P.  
26(a)(1)**

1 Pursuant to Federal Rule of Civil Procedure 26(a)(1), defendant Google Inc.  
2 (“Google”) makes the following initial disclosures.

3 Reservations

4 Google's initial disclosures are made without waiver of, or prejudice to, any  
5 objections Google may have. Google expressly reserves all such objections, including  
6 but not limited to: (a) relevance; (b) attorney-client privilege; (c) work-product  
7 protection; (d) any other applicable privilege or protection under federal or state law;  
8 (e) undue burden; (f) materiality; (g) overbreadth; (h) the admissibility in evidence of  
9 these initial disclosures or the subject matter thereof; (i) proprietary and confidential  
10 business information, financial data, and trade secrets that belong either to Google or  
11 to individuals and entities with whom Google conducts, or has conducted, business;  
12 and (j) documents containing information disclosed or transmitted to any state or  
13 federal agency, to the extent such information is confidential and not required to be  
14 disclosed under applicable law. All objections are expressly preserved, as are  
15 Google’s rights to move for a protective order.

16 Google makes these disclosures based upon information reasonable available at  
17 this time. Google has not completed its investigation of this case and has not  
18 completed preparation for trial. Accordingly, these initial disclosures are provided  
19 without prejudice to Google’s right to introduce at a hearing or at trial any evidence  
20 that is subsequently discovered. Google reserves the right to clarify, amend, modify,  
21 or supplement the information contained in these initial disclosures in accordance with  
22 the Federal Rules of Civil Procedure and the rules of this Court.

23 **A. Individuals Likely to Have Discoverable Information**

24 Subject to a preliminary factual investigation into the allegations contained in  
25 the amended complaint, Google hereby identifies the following individuals who  
26 Google, at this time, believes are likely to have discoverable information relevant to  
27 disputed facts alleged with particularity in the pleadings. Each of the Google  
28

1 employees identified below may be contacted through WINSTON & STRAWN LLP,  
2 at 101 California Street, Suite 3900, San Francisco, California 94111, (415) 591-1000.

3  
4 Individual

Subject of Information

5 Norman Zada aka Norman Zadeh,  
6 Perfect 10, Inc.

Plaintiff's business, intellectual property,  
publicity rights, reputation, transactions,  
communications, damages, and efforts to  
7 mitigate.

8 Alana Karen, Google Inc.

Google's AdWords program and trademark  
complaint procedure.

9 Alexander Macgillivray, Google Inc.

Google's copyright complaint procedure.

10 Chad Lester, Google Inc.

Google's technology.

11 Elizabeth Hamon Reid, Google Inc.

Google's copyright complaint procedure and  
12 technology.

13 Bret Taylor, Google Inc.

Google's technology.

14 Brian Axe, Google Inc.

Google's technology.

15 Adele Stephens

Publicity rights and transactions with plaintiff.

16 Alessandrina Herrera

Publicity rights and transactions with plaintiff.

17 Alethea Garber

Publicity rights and transactions with plaintiff.

18 Alexandra Berejnova

Publicity rights and transactions with plaintiff.

19 Alexandria Karlsen

Publicity rights and transactions with plaintiff.

20 Amber Smith

Publicity rights and transactions with plaintiff.

21 Amy Morrow

Publicity rights and transactions with plaintiff.

22 Amy Caro

Publicity rights and transactions with plaintiff.

23 Amy Weber

Publicity rights and transactions with plaintiff.

24 Angela Sommerville

Publicity rights and transactions with plaintiff.

25 Anna Franco

Publicity rights and transactions with plaintiff.

26 Anna Tarson

Publicity rights and transactions with plaintiff.

27 Anna Maria Kornowska

Publicity rights and transactions with plaintiff.

1	Aria Giovanni	Publicity rights and transactions with plaintiff.
2	Ashley Degenford	Publicity rights and transactions with plaintiff.
3	Ashley Reed	Publicity rights and transactions with plaintiff.
4	Bianca Sacco	Publicity rights and transactions with plaintiff.
5	Brandy Ritchey	Publicity rights and transactions with plaintiff.
6	Caneel Carsweel	Publicity rights and transactions with plaintiff.
7	Carla Alapont	Publicity rights and transactions with plaintiff.
8	Claire Leng	Publicity rights and transactions with plaintiff.
9	Dana Sivrentyeva	Publicity rights and transactions with plaintiff.
10	Daniela Gil	Publicity rights and transactions with plaintiff.
11	Daria Borisova	Publicity rights and transactions with plaintiff.
12	Erica Campbell	Publicity rights and transactions with plaintiff.
13	Genevieve Maylam	Publicity rights and transactions with plaintiff.
14	Haley Marie Coppin	Publicity rights and transactions with plaintiff.
15	Hanna Petrashkevich	Publicity rights and transactions with plaintiff.
16	Heather Fussner	Publicity rights and transactions with plaintiff.
17	Helen Garber	Publicity rights and transactions with plaintiff.
18	Inna Shevchenko	Publicity rights and transactions with plaintiff.
19	Irina Voronina	Publicity rights and transactions with plaintiff.
20	Irina Yakusheva	Publicity rights and transactions with plaintiff.
21	Jacqueline Martin	Publicity rights and transactions with plaintiff.
22	Jana Krabcova	Publicity rights and transactions with plaintiff.
23	Jana Mikusova	Publicity rights and transactions with plaintiff.
24	Jennifer Isbill	Publicity rights and transactions with plaintiff.
25	Jennifer Leone	Publicity rights and transactions with plaintiff.
26	Jennifer Snow	Publicity rights and transactions with plaintiff.
27	Jessica Asher	Publicity rights and transactions with plaintiff.
28	Jessica Smith	Publicity rights and transactions with plaintiff.

1	Jocelyn Kelly	Publicity rights and transactions with plaintiff.
2	Jordan Kelley	Publicity rights and transactions with plaintiff.
3	Julie Ann Beres	Publicity rights and transactions with plaintiff.
4	Katia Sarakova	Publicity rights and transactions with plaintiff.
5	Katie Lawrie	Publicity rights and transactions with plaintiff.
6	Katie Richmond	Publicity rights and transactions with plaintiff.
7	Katy McDonald	Publicity rights and transactions with plaintiff.
8	Katya Procenko	Publicity rights and transactions with plaintiff.
9	Kourtney Comer	Publicity rights and transactions with plaintiff.
10	Kristina Kovari	Publicity rights and transactions with plaintiff.
11	Ksenia Linkova	Publicity rights and transactions with plaintiff.
12	Leilani Dowding	Publicity rights and transactions with plaintiff.
13	Lena Shevchenko	Publicity rights and transactions with plaintiff.
14	Lesya Rapatskaya	Publicity rights and transactions with plaintiff.
15	Alexandria Karlsen	Publicity rights and transactions with plaintiff.
16	Lilia Malinkina	Publicity rights and transactions with plaintiff.
17	Lily Roberts	Publicity rights and transactions with plaintiff.
18	Linn (Lynn) Thomas	Publicity rights and transactions with plaintiff.
19	Lori Smith	Publicity rights and transactions with plaintiff.
20	Luba Chepeleva	Publicity rights and transactions with plaintiff.
21	Luba Kazakova	Publicity rights and transactions with plaintiff.
22	Mara Clinch	Publicity rights and transactions with plaintiff.
23	Maria Kozlova	Publicity rights and transactions with plaintiff.
24	Masha Vasileva	Publicity rights and transactions with plaintiff.
25	Michelle Bennett	Publicity rights and transactions with plaintiff.
26	Michelle Marsh	Publicity rights and transactions with plaintiff.
27	Michelle Steiner	Publicity rights and transactions with plaintiff.
28	Michelle Lin	Publicity rights and transactions with plaintiff.

1	Misty Lawrence	Publicity rights and transactions with plaintiff.
2	Monika Zsibrita	Publicity rights and transactions with plaintiff.
3	Natalia Sirocka	Publicity rights and transactions with plaintiff.
4	Natasha Bader	Publicity rights and transactions with plaintiff.
5	Natasha Bell	Publicity rights and transactions with plaintiff.
6	Naureen Zaim	Publicity rights and transactions with plaintiff.
7	Nickie Simonetti	Publicity rights and transactions with plaintiff.
8	Nickie Yager	Publicity rights and transactions with plaintiff.
9	Nina Dizenko	Publicity rights and transactions with plaintiff.
10	Olena Teterina	Publicity rights and transactions with plaintiff.
11	Olga Kobrina	Publicity rights and transactions with plaintiff.
12	Olga Vasileva	Publicity rights and transactions with plaintiff.
13	Olga Vatsenko	Publicity rights and transactions with plaintiff.
14	Paulina Halskova	Publicity rights and transactions with plaintiff.
15	Polina Gridasova	Publicity rights and transactions with plaintiff.
16	Rachel Terhost	Publicity rights and transactions with plaintiff.
17	Raluca Gallagher	Publicity rights and transactions with plaintiff.
18	Rebekah Teasdale	Publicity rights and transactions with plaintiff.
19	Ronni Hada	Publicity rights and transactions with plaintiff.
20	Sanja Matic	Publicity rights and transactions with plaintiff.
21	Shannon Hobbs	Publicity rights and transactions with plaintiff.
22	Sofia Ovezova	Publicity rights and transactions with plaintiff.
23	Sophie Howard	Publicity rights and transactions with plaintiff.
24	Stacy Fuson	Publicity rights and transactions with plaintiff.
25	Susan Soleimani	Publicity rights and transactions with plaintiff.
26	Sylvia Kaczmarek	Publicity rights and transactions with plaintiff.
27	Talia Harvalik	Publicity rights and transactions with plaintiff.
28	Tara King	Publicity rights and transactions with plaintiff.

1	Tara O'Connor	Publicity rights and transactions with plaintiff.
2	Tereza Petricova	Publicity rights and transactions with plaintiff.
3	Tracey Baudy	Publicity rights and transactions with plaintiff.
4	Tracy Smith	Publicity rights and transactions with plaintiff.
5	Tricia Wilds	Publicity rights and transactions with plaintiff.
6	Veronika Bittnerova	Publicity rights and transactions with plaintiff.
7	Veronique Holmes	Publicity rights and transactions with plaintiff.
8	Victoria Pankova	Publicity rights and transactions with plaintiff.
9	Viktoria Manko	Publicity rights and transactions with plaintiff.
10	Wendy Augustine	Publicity rights and transactions with plaintiff.
11	Yana Katszer	Publicity rights and transactions with plaintiff.
12	Yumi Lee	Publicity rights and transactions with plaintiff.
13	Zdenka Novotna	Publicity rights and transactions with plaintiff.
14	Zoya Konyieva	Publicity rights and transactions with plaintiff.
15	Zuzana Klobusnikova	Publicity rights and transactions with plaintiff.

16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

There may be other individuals likely to have discoverable information.  
Google reserves the right to supplement as appropriate.

**B. Documents Relevant to Disputed Facts**

The following is a description by category of documents, data compilations and tangible things currently known to be in the possession, custody or control of Google that are relevant to disputed facts alleged with particularity in the pleadings:

1. Correspondence from Perfect 10, Inc. ("Perfect 10") to Google.
2. Correspondence from Google to Perfect 10.
3. Correspondence from bared-online to Google.
4. A December 21, 2004 letter from counsel for Perfect 10, Russell J.

Frackman, to counsel for Google, Andrew P. Bridges, concerning bared-online and

1 third parties' rights to use the names and photographs of certain models for whom  
2 Plaintiff claimed exclusive rights in its Amended Complaint.

3 5. Web pages found under "About Google" at www.google.com that explain  
4 certain of Google's technology, services, and practices, which are publicly displayed  
5 and available to Plaintiff.

6 **C. Computation of Damages**

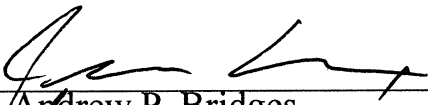
7 With respect to the disclosures required by Rule 26(a)(1)(C), at this time  
8 Google does not have any calculation of damages that it has suffered. Google  
9 reserves the right to supplement its initial disclosures in this regard. Google denies  
10 that Plaintiff has been damaged in any amount.

11 **D. Insurance Agreements**

12 Google is currently investigating whether there are any insurance agreements  
13 under which any person carrying on an insurance business may be liable to satisfy part  
14 or all of a judgment which may be entered in the action or to indemnify or reimburse  
15 for payments made to satisfy the judgment.

16 Dated: March 17, 2005

17 WINSTON & STRAWN LLP

18  
19  
20   
21 Andrew P. Bridges  
22 Michael S. Brophy  
23 Jennifer A. Golinveaux  
24 Attorneys for Defendant and  
25 Counterclaimant  
26 GOOGLE INC.  
27  
28



**PROOF OF SERVICE**

1 STATE OF CALIFORNIA )  
2 )  
3 COUNTY OF SAN FRANCISCO ) ss

4  
5 I am a resident of the State of California, over the age of eighteen years,  
6 and not a party to the within action. My business address is Winston & Strawn LLP,  
7 101 California Street, San Francisco, California 94111. On March 17, 2005, I caused  
8 to be served the within document:

9 **DEFENDANT GOOGLE INC.'S INITIAL DISCLOSURES PURSUANT TO**  
10 **FED. R. CIV. P. 26(a)(1)**

11 by mailing the document listed above, first-class postage pre-paid, to the person(s) at  
12 the address(es) set forth below:

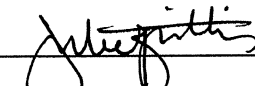
13 Russell J. Frackman  
14 Jeffrey D. Goldman  
15 Mitchell Silberberg & Knupp LLP  
16 11377 West Olympic Boulevard  
17 Los Angeles, California 90064-1683

18 Jeffrey N. Mausner  
19 Berman, Mausner & Resser  
20 11601 Wilshire Boulevard, Suite 600  
21 Los Angeles, California 90025-1742

22 Daniel J. Cooper  
23 Perfect 10, Inc.  
24 72 Beverly Park Dr.  
25 Beverly Hills, California 90210

26 I declare that I am employed in the office of a member of the bar of this  
27 court at whose direction the service was made.

28 Executed on March 17, 2005, at San Francisco, California.

  
\_\_\_\_\_  
Suet T. Brittis

Winston & Strawn LLP  
101 California Street  
San Francisco, CA 94111-5894