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10 **UNITED STATES DISTRICT COURT**  
 11 **CENTRAL DISTRICT OF CALIFORNIA**  
 12 **WESTERN DIVISION**

13	GOOD MORNING TO YOU	)	Lead Case No. CV 13-04460-GHK (MRWx)
14	PRODUCTIONS CORP., <i>et al.</i> ,	)	
15		)	<b>DECLARATION OF BETSY C.</b>
16	Plaintiffs,	)	<b>MANIFOLD IN SUPPORT OF</b>
17	v.	)	<b>PLAINTIFFS' NOTICE OF MOTION</b>
18		)	<b>AND MOTION TO EXCLUDE</b>
19	WARNER/CHAPPELL MUSIC,	)	<b>EVIDENCE</b>
20	INC., <i>et al.</i> ,	)	Date: February 9, 2015
21		)	Time: 9:30 A.M.
22	Defendants.	)	Room: 650
23		)	Judge: Hon. George H. King,
24		)	Chief Judge
25		)	
26		)	
27		)	
28		)	

1 I, Betsy C. Manifold, hereby declare as follows:

2 1. I am an attorney duly licensed to practice law in the States of California,  
3 New York, and Wisconsin, and before this Court. I am a partner with the law firm  
4 Wolf Haldenstein Adler Freeman & Herz LLP, interim lead class counsel for  
5 plaintiffs and the class. I have personal knowledge of the following facts, and if  
6 called upon to do so, I could and would competently testify as to them.

7 2. I submit this declaration in support of the Motion to Exclude Evidence  
8 by plaintiffs Good Morning To You Productions Corp., Robert Siegel, Rupa Marya  
9 d/b/a Rupa & The April Fishes, and Majar Productions, LLC's ("Plaintiffs") filed  
10 concurrently herewith. Plaintiffs respectfully request an order regarding Defendants'  
11 Exhibits 101-104, 106, and 119 (collectively, "Defendants' Exhibits") of the  
12 Amended Joint Evidentiary Appendix in Support of Notice of Cross-Motions and  
13 Cross-Motions for Summary Judgment Filed Pursuant to Court's Dec. 5, 2014 Order,  
14 filed December 17, 2014 (Dkts. 187 (Vol. 1, Exs. 1-10, Pages 1-220); 188 (Vol. 2,  
15 Ex.11, Pages 221-486); 189 (Vol. 3, Exs. 12-54, Pages 487-706); 190 (Vol. 4, Exs.  
16 55-81, Pages 707-974); 191 (Vol. 5, Exs. 82-99, Pages 975-1141); 192 (Vol. 6, Exs.  
17 100-106, Pages 1200-1540); 193 (Vol. 7, Exs. 107-116, Pages 1541-1750); and 194  
18 (Vol. 8, Exs. 117-126, Pages 1751-1947)) (collectively, the "Appendix"): (i) finding  
19 Defendants' Exhibits are inadmissible; (ii) excluding Defendants' Exhibits from the  
20 Appendix and (iii) striking all references to Defendants' Exhibits as well as the  
21 arguments based upon them from the Cross-Motions for Summary Judgment (Dkt.  
22 182, as amended on Nov. 26, 2014) (the "Joint Brief") and the [Corrected] Joint  
23 Statement of Uncontroverted Facts (Dkt. 183, as amended on Dec. 1, 2014) (the  
24 "SOF").

25 **DEPOSITION TESTIMONY CITED IN THE MOTION TO EXCLUDE**

26 3. On June 3, 2014, the deposition of Warner/Chappell Music, Inc.  
27 ("Warner Chappell") – appearing through its Federal Rule of Civil Procedure  
28

1 30(b)(6) designee, Thomas B. Marcotullio – was taken under oath and duly certified.  
2 A true and correct copy of excerpts of Mr. Marcotullio’s deposition testimony is  
3 attached hereto as **Exhibit A**.

4 4. Mr. Marcotullio, Vice President, Mergers and Acquisitions, Warner  
5 Music Group, testified with regard to Exhibit 106, marked at the time of his  
6 deposition as Exhibit 13. *See* Ex. A at 12-20 (141:22-142:4; 144:23-145:5; 185:19-  
7 188:12). Mr. Marcotullio also testified with regard to Exhibits 101, 103, and 104,  
8 which were marked at his deposition as Exhibits 9, 4, and 8, respectively. With  
9 respect to Exhibit 102 (bates numbered WC0000103-104), Mr. Marcotullio provided  
10 testimony concerning a document, which at the deposition was marked as Exhibit 22,  
11 that is identical to Exhibit 102, except that it bears a different bates number,  
12 WC0000141-142.

13 5. On July 10, 2014, the deposition of Jeremy Blietz was taken under oath  
14 and duly certified. A true and correct copy of excerpts of Mr. Blietz’s testimony is  
15 attached hereto as **Exhibit B**.

16 7. Mr. Blietz, Vice President, Administration, Warner/Chappell Music,  
17 Inc., testified with regard to Exhibit 103, marked at the time of his deposition as  
18 Exhibit 4. Ex. B at 30-32 (92:11-93:5; 94:12-14). Mr. Blietz also testified with  
19 regard to Exhibit 104, marked at the deposition as Exhibit 9. *Id.* at 33-34 (121:10-  
20 122:10). Under Federal Rule of Civil Procedure 30(e), the witness was given the  
21 opportunity to review his testimony and provide a signature page; Mr. Blietz’s errata  
22 sheet and signature page are appended to the end of the transcript excerpts in Exhibit  
23 B. *Id.* at 39-40.

#### 24 **EXHIBITS**

25 7. Attached hereto are true and correct copies of the following documents  
26 included in the Appendix (for ease of reference, each exhibit is identified by the  
27 same number as it appears in the Appendix):  
28

1           **Exhibit 23:** Declaration of Randall S. Newman in Support of Plaintiffs'  
2 Motion for Summary Judgment (App'x at 3:534-544, Dkt. 189-2);

3           **Exhibit 44:** Certified Copy of Additional Certificate of Registration to Claim  
4 of Copyright for Reg. No. E51988 (P006334-6335) (App'x at 3:626-627, Dkt.  
5 189-3) (original lodged Dec. 19, 2014);

6           **Exhibit 48:** Certified Copy of Additional Certificate of Registration to Claim  
7 of Copyright for Reg. No. E51990 (P006336-6337) (App'x at 3:653-654) (Dkt.  
8 189-3) (original lodged Dec. 19, 2014);

9           **Exhibit 67:** Certified Copy of Additional Certificate of Registration of a Claim  
10 to Copyright for Renewal Reg. No. R306185 (Original Reg. No. E51988)  
11 (P006338-6340) (App'x at 4:808-810, Dkt. 190-2) (original lodged Dec. 19,  
12 2014);

13           **Exhibit 68:** Certified Copy of Additional Certificate of Registration of a Claim  
14 to Copyright for Renewal Reg. No. R306186 (Original Reg. No. E51990)  
15 (P006341-6343) (App'x at 4:812-814, Dkt. 190-2) (original lodged Dec. 19,  
16 2014);

17           **Exhibit 71:** Articles of Merger of Domestic and Foreign Corporation for EMB  
18 and Summy-Birchard Company filed with the Illinois Secretary of State on or  
19 about December 28, 1973 (WC0002064-2068) (App'x at 4:824-828, Dkt. 190-2);

20           **Exhibit 72:** Plan and Agreement of Merger entered into on or about December  
21 21, 1973 between Summy-Birchard Company (Delaware) and EMB (WC002069-  
22 2075) (App'x at 4:830-836, Dkt. 190-2)

23           **Exhibit 87:** (Excerpts only) Deposition Transcripts *de benne esse* of Patty S.  
24 Hill and Jessica Hill taken July 1, 1935, filed in the *Hill v. Harris*, Eq. No. 78-350  
25 (P002756-2797) (App'x at 5:1000-1041, Dkt. 191-1);

26           **Exhibit 92:** Confidential Purchase Agreement between Clayton F. Summy and  
27 John Sengstack dated August 7, 1931 (WC0002081-2090) (App'x at 5:1059-  
28 1068, Dkt. 191-1);

