

EXHIBIT 108

[App'x at 7:1542-45, Dkt. 193-1]

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 9 Warner/Chappell Music, Inc. and
 Summy-Birchard, Inc.

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

13 GOOD MORNING TO YOU
 PRODUCTIONS CORP.; et al.,

14 Plaintiffs,

15 v.

16 WARNER/CHAPPELL MUSIC, INC.,
 17 et al.,

18 Defendants.

Lead Case No. CV 13-04460-GHK
 (MRWx)

**DECLARATION OF THOMAS B.
 MARCOTULLIO IN SUPPORT OF
 DEFENDANTS' MOTION FOR
 SUMMARY JUDGMENT**

Hearing

Date: January 26, 2015
 Time: 9:30 a.m.
 Judge: Hon. George H. King,
 Chief Judge
 Courtroom: 650

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1 I, THOMAS B. MARCOTULLIO, hereby declare:

2 1. I am currently the Vice President and Senior Counsel, Mergers and
3 Acquisitions, Corporate Governance & Securities at Warner Music Group
4 ("WMG"). In connection with my job responsibilities, I am familiar with the nature
5 and scope of the business, including but not limited to the copyrights, business
6 records, and business relationships, of Warner/Chappell Music, Inc., which is an
7 affiliate entity of WMG, and of Summy-Birchard, Inc., which is a wholly-owned
8 subsidiary of Warner/Chappell Music, Inc. For the sake of convenience, I will refer
9 to Warner/Chappell Music, Inc. and Summy-Birchard, Inc., collectively, as
10 "Warner/Chappell." Except as noted below, I have personal knowledge of the
11 following facts and/or possession, custody and/or control of the business records of
12 Warner/Chappell relevant thereto and, if called as a witness, could and would
13 competently testify thereto.

14 2. Warner/Chappell is the owner of copyright registration certificates
15 E51990 and E51988. I recognize the documents bearing Bates numbers
16 WC0000388-WC0000390 and WC0000385-WC0000387 as true and correct copies
17 of these registration certificates.

18 3. Copyright registration certificates E51990 and E51988 were issued on
19 December 9, 1935. Copyright was renewed on December 9, 1962, as R306186 and
20 R306185, respectively. I recognize the documents bearing Bates numbers
21 WC0000103-WC0000104 and WC0000953-WC0000954 as true and correct copies
22 of these renewal certificates.

23 4. I recognize the document bearing Bates numbers WC0002081-
24 WC0002090 as a true and correct copy of an agreement between Clayton F. Summy
25 and John F. Sengstack, dated August 7, 1931, that reflects the August 1931
26 reorganization of Clayton F. Summy Co. (Illinois) and sale of assets to Clayton F.
27 Summy Co. (Delaware)).
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1 5. I recognize the document bearing Bates numbers WC0002091-
2 WC0002093 as a true and correct copy of the minutes of a September 29, 1931,
3 meeting of the Board of Directors of C.F.S. Musical Co. that reflects the August
4 1931 change of name from Clayton F. Summy Co. (Illinois) to C.F.S. Musical Co.
5 (Illinois), and the sale of assets to Clayton F. Summy Co. (Delaware).

6 6. I recognize the document bearing Bates numbers WC0001998-
7 WC0002075 as a true and correct copy of a declaration of David K. Sengstack,
8 which is dated January 20, 1981, and was recorded in the Copyright Office, that
9 attaches business records and/or public records that reflect the following: (a) the
10 1956 change of name of Clayton F. Summy Co. (Delaware) to Summy Publishing
11 Co. (Delaware); (b) the 1957 name change of Summy Publishing Co. (Delaware) to
12 Summy-Birchard Publishing Co. (Delaware), Ex. 7 at WC0002003-05; (c) the 1961
13 name change of Summy-Birchard Publishing Co. (Delaware) to Summy-Birchard
14 Co. (Delaware), *id.* at WC0002006-08; (d) the 1973 merger of Summy-Birchard Co.
15 (Delaware) with Educational Music Bureau, an Illinois corporation, and the
16 resulting surviving company named Summy-Birchard Co., an Illinois corporation,
17 *id.* at WC0002033-48, WC0002062-75; (e) the 1976 merger of Summy-Birchard
18 Co. (Illinois) with New Summy-Birchard Co., a Wyoming corporation, with the
19 surviving corporation being Summy-Birchard Co. (Wyoming), *id.* at WC0002018-
20 32, WC0002049-61; (f) the 1978 name change of Summy-Birchard Co. (Wyoming)
21 to Sumco Corp. (Wyoming), *id.* at WC0002015-17; (g) the May 1979 name change
22 of Sumco Corp. (Wyoming) to Summy-Birchard Co. (Wyoming), *id.* at
23 WC0002013-14; (g) the July 1979 name change of Summy-Birchard Co.
24 (Wyoming) to The Birch Tree Group Ltd. (Wyoming), at WC0002011-12; and
25 (h) the September 1979 name change of The Birch Tree Group Ltd. (Wyoming) to
26 Birch Tree Group Ltd. (Wyoming), *id.* at WC0002009-10.

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1 7. I am informed and believe that the document bearing Bates numbers
2 WC0001998-WC0002075 consists of copies made from microfiche and, according
3 to the Copyright Office, these copies are the best available copies.

4 8. I recognize the document bearing Bates numbers WC0000760-
5 WC0000827 as a true and correct copy of the stock purchase agreement between
6 Warner/Chappell Music, Inc. and David K. Sengstack, dated December 1, 1988,
7 regarding the sale of all the capital stock of Birch Tree Group Ltd. (Wyoming).

8 9. I recognize the document bearing Bates numbers WC0001995-
9 WC0001997 as a true and correct copy of a Certificate of Amendment from the
10 Secretary of State of Wyoming, dated December 27, 1988, which reflects the name
11 change of Birch Tree Group Ltd. (Wyoming) to Summy-Birchard, Inc. (Wyoming).

12 10. I recognize the document bearing Bates numbers WC0002094-
13 WC0002097 as a true and correct copy of the stock certificate that David K.
14 Sengstack transferred to Warner/Chappell Music, Inc. on January 3, 1989.

15 11. Summy-Birchard, Inc., a Wyoming corporation, is the defendant in this
16 lawsuit and is a wholly owned subsidiary of defendant Warner/Chappell Music, Inc.

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18 I declare under penalty of perjury under the laws of the United States that the
19 foregoing is true and correct. Executed this 24th day of November 2014, at New
20 York, New York.

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23 Thomas B. Marcotullio