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10 *Interim Lead Class Counsel for Plaintiffs and Proposed Class*

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

15	GOOD MORNING TO YOU)	Lead Case No. CV 13-04460-GHK (MRWx)
16	PRODUCTIONS CORP., <i>et al.</i> ,)	
17	Plaintiffs,)	DECLARATION OF BETSY C.
18	v.)	MANIFOLD IN SUPPORT OF
19)	PLAINTIFFS' NOTICE OF MOTION
20	WARNER/CHAPPELL MUSIC,)	AND MOTION FOR LEAVE TO
21	INC., <i>et al.</i> ,)	AMEND AND FILE FIFTH AMENDED
22	Defendants.)	COMPLAINT
23)	Date: November 30, 2015
24)	Time: 9:30 a.m.
25)	Judge: Hon. George H. King,
26)	Chief Judge
27)	Room: 650
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 by plaintiffs Good
8 Morning To You Productions Corp., Robert Siegel, Rupa Marya d/b/a Rupa & The
9 April Fishes, and Majar Productions, LLC (“Plaintiffs”) for an order granting leave
10 to amend the operative complaint.

11 **PRE-FILING CONFERENCE OF COUNSEL**

12 3. On October 8, 2015, Plaintiffs provided Defendants with a draft Fifth
13 Amended Complaint and asked Defendants to stipulate to its filing without prejudice
14 to Defendants’ right to file a Rule 12 motion. Plaintiffs followed up with a revised
15 draft on October 14, 2015 adding additional detail.

16 4. On October 16, 2015, Defendants responded that they were inclined to
17 agree with Plaintiffs’ request to stipulate but required a discovery stay for any
18 responsive documents prior to 2009 pending the Court’s resolution of any Rule 12
19 motion. Plaintiffs did not accept this offer.

20 **October 19, 2015 Status Conference**

21 5. At the October 19, 2015, Status Conference, the Court directed the
22 parties to stipulate and lodge the proposed Fifth Amended Complaint on or before
23 October 26, 2015 if an agreement could be reached. *See* Dkt. 248. On October 23,
24 2015, Defendants provided a draft stipulation which again requested a discovery stay
25 for any responsive documents prior to 2009 pending the Court’s resolution of
26 Defendants’ Rule 12 motion, despite the short timeline for completing this case set
27 by the Court at the Status Conference on October 19, 2015.

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1 6. In light of the Court’s directives at the October 19, 2015, Status
2 Conference to move this case quickly, Plaintiffs could *not* agree to Defendants’
3 proposed stay of discovery. The timing requested by Defendants was impossible
4 under the Court’s Phase Two Scheduling Order. With 30 days to respond to
5 Plaintiffs’ Fifth Amendment Complaint (to be lodged by October 26, 2015),
6 Defendants’ Rule 12 Motion would be filed on or before November 25, 2015. The
7 first available hearing on the Court’s motion calendar under Local Rule (“L.R.”) 6-1
8 is January 4, 2016. December 28, 2015, the earliest notice date, is a closed hearing
9 date. Therefore, the earliest *hearing* date for Defendants’ Rule 12 motion is January
10 4, 2016.

11 7. Staying any discovery *pending the Court’s decision* on such a motion
12 would put Defendants’ proposed discovery stay out to the January 18, 2016, deadline
13 for Plaintiffs’ class certification motion. Defendants declined to stipulate to the filing
14 of the proposed Fifth Amended Complaint absent a discovery stay, and Plaintiffs
15 could not agree to any stay.

16 8. Absent agreement of the parties, the Court directed Plaintiffs to file their
17 motion for leave to amend within twenty-one (21) days or on or before November
18 16, 2015. Plaintiffs are filing their motion now and, because of the need to move the
19 litigation forward, concurrently file with their motion a joint stipulation to shorten
20 the briefing and hearing schedule by approximately two weeks to permit the Court to
21 hear and decide this motion on November 16, 2015.

22 **PROPOSED AMENDED PLEADING ATTACHED – L.R. 15-1 AND 15-2**

23 9. A copy of Plaintiffs’ Fifth Amended Complaint is attached hereto as
24 **Exhibit A** pursuant to L.R. 15-1.

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