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

15	GOOD MORNING TO YOU	)	Lead Case No. CV 13-04460-GHK (MRWx)
16	PRODUCTIONS CORP., <i>et al.</i> ,)	
17		)	DECLARATION OF BETSY C.
18	Plaintiffs,	)	MANIFOLD IN SUPPORT OF
19	v.	)	PLAINTIFFS' OPPOSITION TO
20		)	DEFENDANTS' MOTION TO DISMISS
21	WARNER/CHAPPELL MUSIC,	)	SECOND AMENDED COMPLAINT
22	INC., <i>et al.</i>,	)	Date: September 30, 2013
23		)	Time: 9:30 a.m.
24	Defendants.	)	Room: 650 (Roybal)
25		)	Judge: Hon. George H. King, Chief Judge
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. I submit this
7 declaration in support of Plaintiffs' Opposition To Defendants' Motion To Dismiss
8 Second Amended Complaint ("Plaintiffs' Opposition") and concurrently filed
9 Request For Judicial Notice In Support of Plaintiffs' Opposition.

10 2. A true and correct copy of the relevant portions of defendant
11 Waner/Chappell Music, Inc.'s parent company, Warner Music Group Corp.'s,
12 Annual Report filed with Securities Exchange Commission, commonly referred to as
13 an "SEC Form 10-K," for the years 2008 to 2012, are attached hereto as follows:
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15 EX. NO.	DESCRIPTION OF DOCUMENT
16 1.	Warner Music Group Corp., Annual Report (SEC Form 10-K) (Nov. 25, 17 2008), at 11-16 (identifying <i>Happy Birthday To You</i> as revenue 18 generating asset of nearly \$2 million per annum)
19 2.	Warner Music Group Corp., Annual Report (SEC Form 10-K) (Nov. 24, 20 2009) at 11-15 (identifying <i>Happy Birthday To You</i> as revenue 21 generating asset of nearly \$2 million per annum)
22 3.	Warner Music Group Corp., Annual Report (SEC Form 10-K) (Nov. 17, 23 2010) at 11-15 (identifying <i>Happy Birthday To You</i> as revenue 24 generating asset)
25 4.	Warner Music Group Corp., Annual Report (SEC Form 10-K) (Dec. 18, 26 2011) at 12-16 (identifying <i>Happy Birthday To You</i> as revenue 27 generating asset) 28

