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21 Attorneys for Plaintiffs

22 UNITED STATES DISTRICT COURT
 23 NORTHERN DISTRICT OF CALIFORNIA
 24 SAN FRANCISCO DIVISION

25 CIVIL ACTION NO. C07 0943 WHA

26 BERNARD PAUL PARRISH, HERBERT
 27 ANTHONY ADDERLEY, and WALTER
 28 ROBERTS, III on behalf of themselves and
 all others similarly situated,

Plaintiffs

vs.

**DECLARATION OF RYAN S. HILBERT
 IN SUPPORT OF PLAINTIFFS’
 MISCELLANEOUS ADMINISTRATIVE
 REQUEST TO FILE CERTAIN
 CONFIDENTIAL MATERIALS UNDER
 SEAL IN CONNECTION WITH
 PLAINTIFFS’ REPLY IN SUPPORT OF
 THEIR MOTION FOR CLASS
 CERTIFICATION**

NATIONAL FOOTBALL LEAGUE
 PLAYERS ASSOCIATION, a Virginia
 corporation, and NATIONAL FOOTBALL
 LEAGUE PLAYERS INCORPORATED
 d/b/a PLAYERS INC, a Virginia
 corporation,

Defendants.

1 I, Ryan S. Hilbert, declare as follows:

2 1. I am an associate with Manatt, Phelps & Phillips, LLP, attorneys of record for
3 Plaintiffs Bernard Paul Parrish and Herbert Anthony Adderley in the above-captioned matter.
4 The facts below are true and correct and within my own personal knowledge. If called on to
5 testify to them, I could and would competently do so.

6 2. This Declaration pertains to Plaintiffs' Reply in Support of Their Motion for Class
7 Certification ("Reply Brief").

8 3. Exhibit 14 is a March 31, 2008 letter and errata sheet from Defendants' counsel
9 relating to the deposition of Gene Upshaw. Some of the changes included on the errata sheet
10 quote and significantly alter testimony designated as "Highly Confidential – Attorneys Eyes
11 Only" or "Confidential" by Defendants.

12 4. Exhibit 12 is Defendants' Supplemental Responses and Objections to Plaintiffs'
13 Amended Interrogatories. I do not recall Defendants expressly designating this document
14 "Highly Confidential – Attorneys Eyes Only" or "Confidential." However, given the nature of
15 the information included therein, in an abundance of caution, Plaintiffs respectfully request that
16 this document be filed under seal.

17 5. Exhibit 7 to the Katz Declaration consists of excerpts from the March 5, 2008
18 deposition of Margaret Parrish, the designated 30(b)(6) witness of third-party Retired Football
19 Players for Justice ("RPFPJ"). These excerpts are among those limited portions of the deposition
20 transcript RPFPJ designated "Confidential" or "Highly Confidential – Attorneys' Eyes Only"
21 because they discuss at length and in detail the nature of most, if not all, of the transactions
22 identified in third-party RPFPJ's confidential bank statements. Public disclosure of these
23 materials would reveal third-party RPFPJ's sensitive financial information and history to
24 competing organizations. It would also reveal RPFPJ's sensitive financial information to those
25 organizations – like Defendants – against whom RPFPJ often finds itself when fighting for retired
26 NFL player rights.

27 6. Exhibit 10 to the Katz Declaration is a series of e-mail communications sent to and
28 from various third party individuals, none of whom are parties and all of whom have no direct

1 involvement in this case. Public disclosure of these e-mails could violate these individuals' right
2 to privacy. These e-mails also include the e-mail addresses of many well-known retired players,
3 the disclosure of which could result in the sending of unwanted and harassing e-mail messages
4 from members of the public.

5 I declare under penalty of perjury under the laws of the United States of America and the
6 State of California that the foregoing is true and correct and that this declaration was executed on
7 April 4, 2008.

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/s/ Ryan S. Hilbert

Ryan S. Hilbert