EXHIBIT 19

Robert A. Mittelstaedt (SBN 060359)
Jason McDonell (SBN 115084)
Elaine Wallace (SBN 197882)
JONES DAY
555 California Street, 26th Floor
San Francisco, CA 94104
Telephone: (415) 626-3939
Facsimile: (415) 875-5700
ramittelstaedt@jonesday.com
jmcdonell@jonesday.com
ewallace@jonesday.com

Tharan Gregory Lanier (SBN 138784)
Jane L. Froyd (SBN 220776)
JONES DAY
1755 Embarcadero Road
Palo Alto, CA 94303
Telephone: (650) 739-3939
Facsimile: (650) 739-3900
tglanier@jonesday.com
jfroyd@jonesday.com

Scott W. Cowan (Admitted *Pro Hac Vice*)
Joshua L. Fuchs (Admitted *Pro Hac Vice*)
JONES DAY
717 Texas, Suite 3300
Houston, TX 77002
Telephone: (832) 239-3939
Facsimile: (832) 239-3600
swcowan@jonesday.com
jlfuchs@jonesday.com

Attorneys for Defendants
SAP AG, SAP AMERICA, INC., and
TOMORROWNOW, INC.

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

OAKLAND DIVISION

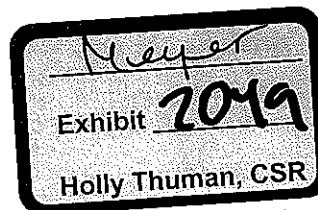|	

ORACLE USA, INC., *et al.*,
 	
        Plaintiffs,
 	
    v.
 	
SAP AG, *et al.*,
 	
        Defendants.
	Case No. 4:07-CV-1658 PJH (EDL)
	
	DECLARATION OF KATHY SAUER

SFI-631024v1

KATHY SAUER DECL.
Case No. 4:07-CV-1658 PJH (EDL)

I, KATHY SAUER, declare as follows:

1.   I am over the age of 18 and competent to testify to the facts stated in this declaration. All statements made in this declaration are based upon my personal knowledge and belief, except where indicated otherwise.

2.   I am currently employed as Systems Administrator for Cowlitz County, Washington ("Cowlitz County"). I have been employed by Cowlitz County since 1988. My job duties include day-to-day management and future implementation of PeopleSoft Human Resource and Financial Management systems and applications, as well as any other applications that support PeopleSoft functionality.

3.   In 2009 I was informed that an attorney for Oracle had contacted Cowlitz County and was interested in obtaining a statement concerning the County's use of PeopleSoft software and support services as well as TomorrowNow support services. I was provided with a draft declaration for my review, which I am informed and believe was drafted by Oracle's attorney. After reviewing the draft declaration, I edited the draft and I understand that my proposed edits were then provided to Oracle's attorney.

4.   Attached hereto as Exhibit A is a true and correct copy of the revised draft declaration containing my proposed edits. In my revised version, the information I proposed to add is the underlined language and the information I proposed to delete is has a line through it.

5.   Thereafter, I was informed that Oracle did not believe the information I proposed to add was necessary, and I was provided with another declaration, which I signed in July 2009. A true and correct copy of the declaration I signed in 2009 is attached hereto as Exhibit B.

6.   While the information included in the declaration I signed in 2009 is accurate, it is not complete. The information contained in the draft declaration in Exhibit A is a more complete statement.

7.   I believe now and believed in 2004 that had Cowlitz County not entered into a service agreement with TomorrowNow, we would nevertheless have cancelled our service agreement with PeopleSoft at that time and would have supported our PeopleSoft applications in-house and with whatever outside consulting assistance we needed, either from PeopleSoft on a

SFI-631024v1

KATHY SAUER DECL.
Case No. 4:07-CV-1658 PJH (EDL)

time and materials basis or from another consultant or support vendor. I believe now and believed in 2004 that Cowlitz County could have obtained the tax and regulatory updates it needed without PeopleSoft's assistance.

I declare under penalty of perjury under the laws of the United States and the State of California that the foregoing is true and correct and that this declaration is executed at Kelso, Washington, Cowlitz County on March _4_, 2010.

By: _Kathy M Sauer_
      KATHY SAUER

Exhibit A

BINGHAM MCCUTCHEN LLP
DONN P. PICKETT (SBN 72257)
GEOFFREY M. HOWARD (SBN 157468)
HOLLY A. HOUSE (SBN 136045)
ZACHARY J. ALINDER (SBN 209009)
BREE HANN (SBN 215695)
Three Embarcadero Center
San Francisco, CA 94111-4067
Telephone: 415-393-2000
Facsimile: 415-393-2286
donn.pickett@bingham.com
geoff.howard@bingham.com
holly.house@bingham.com
zachary.alinder@bingham.com
bree.hann@bingham.com

DORIAN DALEY (SBN 129049)
JENNIFER GLOSS (SBN 154227)
500 Oracle Parkway, M/S 5op7
Redwood City, CA 94070
Telephone: 650-506-4846
Facsimile: 650-506-7114
dorian.daley@oracle.com
jennifer.gloss@oracle.com

Attorneys for Plaintiffs
Oracle USA, Inc., *et al.*

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

ORACLE USA, INC., a Colorado Corporation, *et al.*, Plaintiffs, v. SAP AG, a German corporation, *et al.*, Defendants.	CASE NO. 07-CV-01658 PJH (EDL) **DECLARATION OF [KATHY SAUER], [SYSTEMS ADMINISTRATOR] OF COWLITZ COUNTY, WASHINGTON**

DECLARATION OF COWLITZ COUNTY, WASHINGTON

1 I, _____, declare as follows:

2 1.   I am over the age of 18 and competent to testify to the facts stated in this

3 declaration. All statements made in this declaration are based upon my personal knowledge and

4 belief.

5 2.   I am currently employed as Systems Administrator at Cowlitz County, Washington. I

6 have been employed by Cowlitz County, Washington ("Cowlitz County") since 1988. My

7 current job duties include day-to-day management and future implementation of PeopleSoft

8 Human Resource and Financial Management systems and applications, as well as any ~~p~~other

9 applications that support PeopleSoft functionality.

10 3.   Cowlitz County covers 1,144 square miles within the southwestern region of

11 Washington, and includes incorporated cities and unincorporated communities.

12 4.   Cowlitz County has used Oracle proprietary PeopleSoft applications since approximately

13 ~~1996~~1999. ~~In the past~~Prior to 2004, Cowlitz County received software support from Oracle

14 (f.k.a. PeopleSoft).

15 5.   In 2003~~On or about 2004~~, Cowlitz County received a verbal recommendation from the

16 City of Anchorage with respect to the support services offered ~~was approached~~ by defendant

17 TomorrowNow, Inc. ("TomorrowNow"). I reviewed the TomorrowNow website and some

18 advertisements received by the County and contacted TomorrowNow to get information on the

19 ~~offered to provide~~ PeopleSoft software support services they could provide for Cowlitz County

20 and a cost estimate. TomorrowNow promised equal or better service to the service we were

21 receiving from Oracle (f.k.a. PeopleSoft) at a lesser cost.

22 6.   At the time, Cowlitz County was considering discontinuing the support services we were

23 receiving from Oracle (f.k.a. PeopleSoft) because we did not feel we were getting the support we

24 needed for the price we were paying. PeopleSoft had eliminated their account manager positions

25 and the response time was very slow. Further, because Cowlitz County chose to stay with an

26 older version of the program, PeopleSoft technicians could not replicate problems we

27 encountered and as a consequence could not offer viable solutions. Cowlitz County did not

A/73039497.1   2   Case No. 07-CV-01658 PJH (EDL)

DECLARATION OF COWLITZ COUNTY, WASHINGTON

1 seriously consider any other third-party service options for the PeopleSoft applications Oracle

2 (f.k.a. PeopleSoft) was servicing at that time besides Oracle and TomorrowNow. However, the

3 County actively researched and considered the option of discontinuing its service agreement with

4 PeopleSoft and fully supporting the software in-house.

5 ~~7.   Cowlitz County would have remained on Oracle support if TomorrowNow had not~~

6 ~~offered to provide superior software support at a steep discount to Oracle's current support rates.~~

7 8.   Had Cowlitz County known that TomorrowNow did any of the following activities: (i)

8 misused Customer Connection passwords and credentials; (ii) wrongfully downloaded Oracle

9 proprietary information from Oracle's Customer Connection; (iii) delivered updates in a form

10 that was not legal; (iv) wrongfully copied Oracle proprietary software; and (v) wrongfully

11 maintained Oracle proprietary software on TomorrowNow's servers, Cowlitz County would not

12 have entered into a software support services agreement with TomorrowNow. In light of~~Despite~~

13 the budgetary and other concerns that led Cowlitz County to choose TomorrowNow service, as

14 referenced above, with this information Cowlitz County believes it would have simply

15 continued~~elected not to renew its~~ ~~to receive~~ software support services agreement with~~from~~

16 Oracle and relied on its own in-house technicians backstopped if necessary by time and materials

17 services from PeopleSoft.

18   I declare under penalty of perjury under the laws of the United States that the

19 foregoing is true and correct and that this declaration is executed at _____,

20 _____ on _____, 2009.

21

22   By:_____
                                         [NAME]KATHY SAUER

23

24

25

26

27

28

DECLARATION OF COWLITZ COUNTY, WASHINGTON

Exhibit B

1 BINGHAM MCCUTCHEN LLP
   DONN P. PICKETT (SBN 72257)
2 GEOFFREY M. HOWARD (SBN 157468)
   HOLLY A. HOUSE (SBN 136045)
3 ZACHARY J. ALINDER (SBN 209009)
   BREE HANN (SBN 215695)
4 Three Embarcadero Center
   San Francisco, CA 94111-4067
5 Telephone: 415-393-2000
   Facsimile: 415-393-2286
6 donn.pickett@bingham.com
   geoff.howard@bingham.com
7 holly.house@bingham.com
   zachary.alinder@bingham.com
8 bree.hann@bingham.com

9 DORIAN DALEY (SBN 129049)
   JENNIFER GLOSS (SBN 154227)
10 500 Oracle Parkway, M/S 5op7
   Redwood City, CA 94070
11 Telephone: 650-506-4846
   Facsimile: 650-506-7114
12 dorian.daley@oracle.com
   jennifer.gloss@oracle.com
13

14 Attorneys for Plaintiffs
   Oracle USA, Inc., *et al.*

15

16   UNITED STATES DISTRICT COURT

17   NORTHERN DISTRICT OF CALIFORNIA

18   SAN FRANCISCO DIVISION

19

ORACLE USA, INC., a Colorado Corporation, *et al.*,	CASE NO. 07-CV-01658 PJH (EDL)
Plaintiffs,	**DECLARATION OF KATHY SAUER, SYSTEMS ADMINISTRATOR OF COWLITZ COUNTY, WASHINGTON**
v.	
SAP AG, a German corporation, *et al.*,	
Defendants.	

Case No. 07-CV-01658 PJH (EDL)

DECLARATION OF KATHY SAUER

I, Kathy M. Sauer, declare as follows:

1.   I am over the age of 18 and competent to testify to the facts stated in this declaration. All statements made in this declaration are based upon my personal knowledge and belief.

2.   I am currently employed as Systems Administrator at Cowlitz County, Washington. I have been employed by Cowlitz County, Washington ("Cowlitz County") since 1988. My current job duties include day-to-day management and future implementation of PeopleSoft Human Resource and Financial Management systems and applications, as well as any other applications that support PeopleSoft functionality.

3.   Cowlitz County covers 1,144 square miles within the southwestern region of Washington, and includes incorporated cities and unincorporated communities.

4.   Cowlitz County has used Oracle proprietary PeopleSoft applications since approximately 1999. Prior to 2004, Cowlitz County received software support from Oracle (f.k.a. PeopleSoft).

5.   Cowlitz County entered into a support agreement with TomorrowNow effective January 8, 2004. TomorrowNow promised equal or better service to the service we were receiving from Oracle (f.k.a. PeopleSoft) at a lesser cost.

6.   Had Cowlitz County known that TomorrowNow did any of the following activities: (i) misused Customer Connection passwords and credentials; (ii) wrongfully downloaded Oracle proprietary information from Oracle's Customer Connection; (iii) delivered updates in a form that was not legal; (iv) wrongfully copied Oracle proprietary software; and (v) wrongfully maintained Oracle proprietary software on TomorrowNow's servers, Cowlitz County would not have entered into a software support services agreement with TomorrowNow.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct and that this declaration is executed at _Kelso, Washington_, _Cowlitz County_ on _July 16_, 2009.

DECLARATION OF KATY SAUER, SYSTEMS ADMINISTRATOR OF
COWLITZ COUNTY WASHINGTON

1

2 By: _Kathy M Sauer_
                      KATHY SAUER
3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28

DECLARATION OF KATY SAUER, SYSTEMS ADMINISTRATOR OF
COWLITZ COUNTY, WASHINGTON