

1 WINSTON & STRAWN LLP  
 Andrew P. Bridges (SBN: 122761)  
 2 abridges@winston.com  
 Jennifer A. Golinveaux (SBN: 203056)  
 3 jgolinveaux@winston.com  
 K. Joon Oh (SBN: 246142)  
 4 koh@winston.com  
 J. Caleb Donaldson (SBN: 257271)  
 5 jcdonaldson@winston.com  
 101 California Street  
 6 San Francisco, CA 94111-5894  
 Telephone: 415-591-1000  
 7 Facsimile: 415-591-1400

8 Attorneys for Plaintiff  
 BARE ESCENTUALS BEAUTY, INC.

9 BRYAN CAVE LLP  
 10 Marcy Bergman (SBN: 75826)  
 marcy.Bergman@bryancave.com  
 11 Keith D. Klein (SBN: 184846)  
 keith.klein@bryancave.com  
 12 Stephanie A. Blazewicz (SBN: 240359)  
 stephanie.blazewicz@bryancave.com  
 13 120 Broadway, Suite 300  
 Santa Monica, CA 90401-2386  
 14 Telephone: 310-576-2100  
 Facsimile: 310-576-2200  
 15 Attorneys for Defendant  
 INTELLIGENT BEAUTY, LLC

BRYAN CAVE LLP  
 2 EMBARCADERO CENTER, SUITE 1410  
 SAN FRANCISCO, CALIFORNIA 94111

17 IN THE UNITED STATES DISTRICT COURT  
 18 NORTHERN DISTRICT OF CALIFORNIA

19 BARE ESCENTUALS BEAUTY, INC.,

20 Plaintiff,

21 v.

22 INTELLIGENT BEAUTY, LLC,

23 and

24 DOES 1-12,

25 Defendants.

Case No. 03:09-cv-00382 (CRB) (JCS)

**STIPULATION AND [PROPOSED]  
 ORDER REGARDING PRIVILEGE  
 LOG ENTRIES FOR COUNSEL**

**STIPULATION**

This Stipulation is entered into by Plaintiff BARE ESCENTUALS BEAUTY, INC. (“Plaintiff”) and Defendant INTELLIGENT BEAUTY, INC. (“Defendant”).

WHEREAS, the parties are engaged in discovery and have each served Requests for Production of Documents on the other party;

WHEREAS, each party is preparing a privilege log for all documents withheld from its production due to privilege;

WHEREAS, the parties each have a significant number of documents within their possession, custody, or control that reflect communications directly from a party to its in-house counsel and/or outside counsel or vice versa, after the filing of this lawsuit on January 27, 2009, and discuss the litigation at issue;

WHEREAS, the parties agree that any communications sent directly from a party to its in-house counsel and/or outside counsel or vice versa, after the filing of this lawsuit on January 27, 2009, that discuss the litigation at issue, are subject to the attorney-client privilege, so long as the communications were primarily to or from counsel and not merely copied to counsel and so long as the privilege is not otherwise waived; and

WHEREAS the parties, cognizant of the Court’s Standing Order regarding Privilege logs believe that this arrangement would be fair and would also significantly reduce unnecessary burdens and therefore join together to request this Court’s dispensation;

///

///

///

///

///

///

///

///

///

BRYAN CAVE LLP  
2 EMBARCADERO CENTER, SUITE 1410  
SAN FRANCISCO, CALIFORNIA 94111

1  
2  
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

1 NOW, THEREFORE, Plaintiff and Defendant hereby jointly seek an Order of this Court that  
2 any document reflecting communications directly from a party to its in-house counsel and/or outside  
3 counsel or vice versa, after the filing of this lawsuit on January 27, 2009, and discuss the litigation at  
4 issue need not be individually logged in that party's privilege log.

5 **IT IS SO STIPULATED.**

6  
7 Dated: December 9, 2009

WINSTON & STRAWN LLP

8  
9 /s/

\_\_\_\_\_  
Andrew P. Bridges  
Jennifer A. Golinveaux  
K. Joon Oh  
J. Caleb Donaldson  
Attorney for Plaintiff  
BARE ESCENTUALS BEAUTY, INC.

10  
11  
12  
13 Dated: December 9, 2009

BRYAN CAVE LLP

14  
15 /s/

\_\_\_\_\_  
Marcy Bergman  
Keith D. Klein  
Stephanie A. Blazewicz  
Attorney for Defendant  
INTELLIGENT BEAUTY, LLC

16  
17  
18  
19 Pursuant to General Order 45.X.B, J. Caleb Donaldson attests that he has obtained the  
20 concurrence of Stephanie A. Blazewicz for the filing of this document.

21 /s/

\_\_\_\_\_  
22 J. Caleb Donaldson  
23  
24  
25  
26  
27  
28

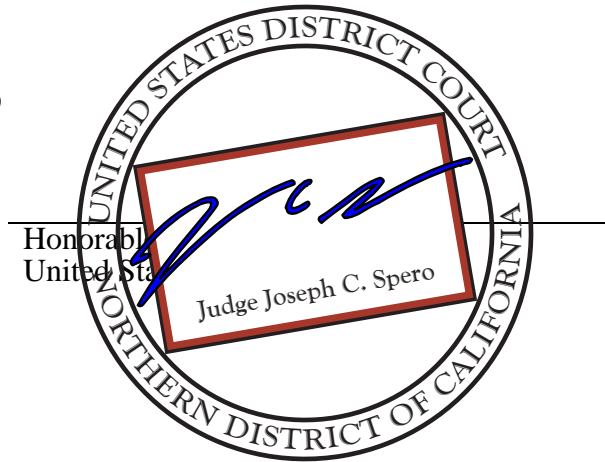
BRYAN CAVE LLP  
2 EMBARCADERO CENTER, SUITE 1410  
SAN FRANCISCO, CALIFORNIA 94111

1  
2  
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

[PROPOSED] ORDER

PURSUANT TO STIPULATION IT IS SO ORDERED.

Dated: 12/11, 2009



BRYAN CAVE LLP  
2 EMBARCADERO CENTER, SUITE 1410  
SAN FRANCISCO, CALIFORNIA 94111