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6 Attorneys for Defendant
 7 YELP! INC.

8 UNITED STATES DISTRICT COURT
 9 NORTHERN DISTRICT OF CALIFORNIA

11 BORIS Y. LEVITT, on behalf of himself
 12 and all others similarly situated,

13 Plaintiff,

14 v.

15 YELP! INC.; and DOES 1 through 100,
 inclusive,

16 Defendants.

No. CV 10-01321 MHP

**DECLARATION OF MATTHEW D. BROWN IN
 SUPPORT OF DEFENDANT YELP! INC.’S MOTION
 TO CONSOLIDATE CASES FOR ALL PURPOSES
 AND TO SET DATES FOR CONSOLIDATED
 AMENDED COMPLAINT AND RESPONSE
 THERETO**

Courtroom: 15
 Judge: Honorable Marilyn Hall Patel
 Trial Date: None Set

18 CATS AND DOGS ANIMAL
 19 HOSPITAL, INC., et al., on behalf of
 itself and all others similarly situated,

20 Plaintiffs,

21 v.

22 YELP! INC.,

23 Defendant.

No. CV 10-02351 MHP

25 I, Matthew D. Brown, hereby declare as follows:

26 1. I am an attorney duly licensed to practice law in the State of California and am a
 27 partner with the firm of Cooley LLP, counsel of record for Defendant Yelp! Inc. (“Yelp”) in the
 28

1 above-entitled actions. I have personal knowledge of the facts set forth herein, except where
2 otherwise stated, and, if called as a witness, I could and would competently testify thereto.

3 2. After this Court issued its order relating *Cats and Dogs Animal Hospital, Inc., et*
4 *al. v. Yelp! Inc.* (“*Cats and Dogs*”), Case No. CV 10-02351 MHP, with *Boris Y. Levitt v. Yelp!*
5 *Inc.* (“*Levitt*”), Case No. CV 10-01321 MHP, on June 4, 2010, I met and conferred with opposing
6 counsel in both actions, seeking their stipulation to this motion to consolidate (“Yelp’s Motion”).

7 3. Plaintiff in *Levitt* has stipulated to Yelp’s Motion and all of the relief requested
8 therein. Attached hereto as **Exhibit A** is a true and correct copy of the Stipulation of Plaintiff
9 Boris Y. Levitt and Defendant Yelp! Inc. in support of Yelp’s Motion.

10 4. Before the Central District transferred *Cats and Dogs* to the Northern District,
11 Plaintiffs in *Cats and Dogs* agreed to the consolidation of *Cats and Dogs* with *LaPausky d/b/a*
12 *D’Ames Day Spa v. Yelp! Inc.*, Case No. CV 10-01578 (C.D. Cal.) (“*LaPausky*”), a related action
13 that was pending in the Central District but has since been voluntarily dismissed. Attached hereto
14 as **Exhibit B** is a true and correct copy of the *Cats and Dogs* Plaintiffs’ Statement of Non-
15 Opposition to Yelp’s Motion to Consolidate *Cats and Dogs* with *LaPausky*, wherein *Cats and*
16 *Dogs* Plaintiffs agreed with consolidation but disagreed with Yelp’s proposed method for
17 effectuating consolidation.

18 5. During my June 4th meet-and-confer with counsel for Plaintiffs in *Cats and Dogs*,
19 counsel stated that Plaintiffs in *Cats and Dogs* oppose consolidation and the filing of a
20 consolidated amended complaint. Instead, counsel stated that Plaintiffs intended to file an
21 administrative motion requesting that this Court stay the *Levitt* action and allow the *Cats and*
22 *Dogs* action to go forward.

23 I declare under penalty of perjury under the laws of the United States that the foregoing is
24 true and correct. Executed this 9th day of June 2010 at San Francisco, California.

25 /s/ Matthew D. Brown
26 Matthew D. Brown