1 2 3 4	GIBSON, DUNN & CRUTCHER LLP GAIL LEES, SBN 90363 glees@gibsondunn.com 333 South Grand Avenue Los Angeles, California 90071-3197 Telephone: (213) 229-7000 Facsimile: (213) 229-7520	
5 6 7 8 9 10 11 12 13	S. ASHLIE BERINGER, SBN 263977 SUSANNAH WRIGHT, SBN 264473 aberinger@gibsondunn.com swright2@gibsondunn.com 1881 Page Mill Road Palo Alto, California 94304-1211 Telephone: (650) 849-5300 Facsimile: (650) 849-5333 YELP! INC. AARON SCHUR, SBN 229566 aschur@yelp.com 706 Mission Street San Francisco, California 94103 Telephone: (415) 908-3801 Facsimile: (415) 908-3833 Attorneys for Defendants	
14 15	YELP!, INC. UNITED STATES DISTRICT COURT	
16	NORTHERN DISTRICT OF CALIFORNIA	
17	SAN FRANCISCO DIVISION	
18	DODIG V. I EVITT D/D/A DENAIGGANCE	C N CV 10 01221 MUD
19	BORIS Y. LEVITT D/B/A RENAISSANCE RESTORATION, CATS AND DOGS ANIMAL	Case No. CV 10-01321 MHP Consolidated with CV 10-02351 MHP
20	HOSPITAL, INC., TRACY CHAN D/B/A MARINA DENTAL CARE and	CLASS ACTION
21	PROFESSIONAL CONSTRUCTION GROUP, INC. D/B/A PAVER PRO; on behalf of themselves and all others similarly situated,	DECLARATION OF S. ASHLIE BERINGER IN SUPPORT OF DEFENDANT VEL PLING 25 NOTICE OF
22	Plaintiff,	DEFENDANT YELP! INC.'S NOTICE OF MOTION AND MOTION TO DISMISS
23	V.	SECOND AMENDED CLASS ACTION COMPLAINT, AND TO DISMISS OR
24	YELP! INC.; and DOES 1 through 100,	STRIKE CLASS ACTION ALLEGATIONS
25	inclusive,	Date: February 7, 2011 Time: 2:00 p.m.
26	Defendants.	Place: Courtroom 15, 18 th Floor 450 Golden Gate Avenue
27		San Francisco, California Judge: The Honorable Marilyn H. Patel
28		
Gibson, Dunn & Crutcher LLP	1 DECLARATION OF S. ASHLIE BERINGER IN SUPPORT DEFENDANT YELP'S MOTION TO DISMISS AND TO ST	

NU. CV 10-02551 MIHP

I, S. Ashlie Beringer, declare as follows:

1

2

3

4

5

6

7

8

9

10

11

12

13

20

21

22

23

24

25

26

27

28

Gibson, Dunn &

Crutcher LLF

1. I am a partner at Gibson, Dunn and Crutcher LLP and lead counsel for Defendant Yelp!, Inc. ("Yelp") in this litigation. I make this declaration based upon my personal knowledge of the facts stated herein.

2. Attached as Exhibit 1 is a true and correct copy of the "About Us" page from Yelp's website, http://www.yelp.com/about, which is referenced in Plaintiffs' Second Amended Complaint at paragraphs 2, 3, and 5.

3. Attached as Exhibit 2 is a true and correct copy of the "FAQ" page from Yelp's website, http://www.yelp.com/faq, which is referenced in Plaintiffs' Second Amended Complaint at paragraphs 3 and 5.

4. Attached as Exhibit 3 is a true and correct copy of the "Advertising on Yelp" page from Yelp's website, http://www.yelp.com/business/advertising, which is referenced in Plaintiffs' Second Amended Complaint at paragraph 5.

5. On December 14, 2010, I participated in a meet and confer telephone conference with
Amelia Winchester, lead counsel for Plaintiffs, to discuss the arguments that Yelp intended to make
in its accompanying Motion to Dismiss and Motion to Strike. The parties were unsuccessful in
resolving the issues raised in Yelp's Motions during that call.

18 6. I declare under penalty of perjury under the laws of the United States that the19 foregoing is true and correct.

Executed on December 17, 2010 at Palo Alto, California

<u>s/</u> S. Ashlie Beringer

100992188_1.DOC

DECLARATION OF S. ASHLIE BERINGER IN SUPPORT OF DEFENDANT YELP'S MOTION TO DISMISS AND TO STRIKE