

1 GIBSON, DUNN & CRUTCHER LLP
 2 GAIL LEES, SBN 90363
 3 glees@gibsondunn.com
 4 333 South Grand Avenue
 Los Angeles, California 90071-3197
 Telephone: (213) 229-7000
 Facsimile: (213) 229-7520

5 S. ASHLIE BERINGER, SBN 263977
 6 SUSANNAH WRIGHT, SBN 264473
 7 aberinger@gibsondunn.com
 8 swright2@gibsondunn.com
 1881 Page Mill Road
 Palo Alto, California 94304-1211
 Telephone: (650) 849-5300
 Facsimile: (650) 849-5333

9 YELP! INC.
 10 AARON SCHUR, SBN 229566
 11 aschur@yelp.com
 12 706 Mission Street
 San Francisco, California 94103
 Telephone: (415) 908-3801
 Facsimile: (415) 908-3833

13 Attorneys for Defendants
 14 YELP!, INC.

15 UNITED STATES DISTRICT COURT
 16 NORTHERN DISTRICT OF CALIFORNIA
 17 SAN FRANCISCO DIVISION

18 BORIS Y. LEVITT D/B/A RENAISSANCE
 19 RESTORATION, CATS AND DOGS ANIMAL
 20 HOSPITAL, INC., TRACY CHAN D/B/A
 21 MARINA DENTAL CARE and JOHN
 22 MERCURIO D/B/A WHEEL TECHNIQUES;
 on behalf of themselves and all others similarly
 situated,

23 Plaintiff,

24 v.

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

26 Defendants.
 27
 28

Case No. CV 10-01321 EMC
 Consolidated with CV 10-02351 EMC

CLASS ACTION

**DECLARATION OF S. ASHLIE
 BERINGER IN SUPPORT OF
 DEFENDANT YELP! INC.'S NOTICE OF
 MOTION AND MOTION TO DISMISS
 THIRD AMENDED CLASS ACTION
 COMPLAINT, AND TO DISMISS OR
 STRIKE CLASS ACTION ALLEGATIONS**

Date: September 9, 2011
 Time: 1:30 p.m.
 Place: Courtroom 5, 17th Floor
 450 Golden Gate Avenue
 San Francisco, California
 Judge: The Honorable Edward M. Chen

1 I, S. Ashlie Beringer, declare as follows:

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

5 2. Attached as Exhibit 1 is a true and correct copy of the “About Us” page from Yelp’s
6 website, <http://www.yelp.com/about>, which is referenced in Plaintiffs’ Third Amended Complaint at
7 paragraphs 2, 3, 5 and footnote 1.

8 3. Attached as Exhibit 2 is a true and correct copy of the “FAQ” page from Yelp’s
9 website, <http://www.yelp.com/faq>, which is referenced in Plaintiffs’ Third Amended Complaint at
10 paragraphs 3 and 5.

11 4. Attached as Exhibit 3 is a true and correct copy of the “Advertising on Yelp” page
12 from Yelp’s website, <http://www.yelp.com/business/advertising>, which is referenced in Plaintiffs’
13 Third Amended Complaint at paragraph 5.

14 5. Attached as Exhibit 4 is a true and correct copy of the “Terms of Service” from Yelp’s
15 website, <http://www.yelp.com/static?p=tos&country=US>, which is referenced in Plaintiffs’ Third
16 Amended Complaint at paragraphs 6, 34, 40, and footnote 5. The “Terms of Service” are also
17 incorporated by Plaintiffs into their definition of “Review Terms,” (see TAC ¶ 6) which is referenced
18 throughout the Third Amended Complaint, including at paragraphs 7, 10, 66, 67, 95, 96, 98, 101,
19 105, 113, 117, 134, and 142.

20 6. Attached as Exhibit 5 is a true and correct copy of the. “Content Guidelines” page
21 from Yelp’s website, <http://www.yelp.com/guidelines>, which is referenced in Plaintiffs’ Third
22 Amended Complaint at paragraphs 6 and footnote 5. The “Content Guidelines” are also incorporated
23 by Plaintiffs into their definition of “Review Terms,” (see TAC ¶ 6) which is referenced throughout
24 the Third Amended Complaint, including at paragraphs 7, 10, 66, 67, 95, 96, 98, 101, 105, 113, 117,
25 134 and 142.

26 7. Attached as Exhibit 6 is a true and correct copy of a red-lined comparison of the Third
27 Amended Complaint to the Second Amended Compliant.

28

