

1 COOLEY GODWARD KRONISH LLP
 2 MICHAEL G. RHODES (116127)
 (rhodesmg@cooley.com)
 3 MATTHEW D. BROWN (196972)
 (brownmd@cooley.com)
 4 BENJAMIN H. KLEINE (257225)
 (bkleine@cooley.com)
 5 101 California Street
 5th Floor
 San Francisco, CA 94111-5800
 6 Telephone: (415) 693-2000
 Facsimile: (415) 693-2222
 7

8 COOLEY GODWARD KRONISH LLP
 9 SARAH R. BOOT (253658)
 (sboot@cooley.com)
 4401 Eastgate Mall
 San Diego, CA 92121-1909
 10 Telephone: (858) 550-6000
 Facsimile: (858) 550-6420
 11 Attorneys for Defendant
 12 YELP! INC.

13 UNITED STATES DISTRICT COURT
 14 CENTRAL DISTRICT OF CALIFORNIA

15 CATS AND DOGS ANIMAL
 16 HOSPITAL, INC., *et al.*, on behalf of
 itself and all others similarly situated,
 17
 Plaintiffs,
 18
 v.
 19 YELP! INC.,
 20
 Defendant.

Case No. CV 10-01340 VBF(SSx)

**DECLARATION OF MATTHEW D.
 BROWN IN SUPPORT OF DEFENDANT
 YELP! INC.'S MOTION TO
 CONSOLIDATE RELATED CASES FOR
 ALL PURPOSES AND TO SET
 SCHEDULE FOR FILING
 CONSOLIDATED AMENDED
 COMPLAINT**

Date: Monday, May 10, 2010
 Time: 1:30 p.m.
 Judge: Hon. Valerie Baker Fairbank

23 CHRISTINE LaPAUSKY d/b/a
 24 D'AMES DAY SPA, on behalf of
 herself and all others similarly situated,
 25
 Plaintiffs,
 26
 v.
 27 YELP! INC.,
 28
 Defendant.

Case No. CV 10-01578 VBF (SSx)

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

2 1. I am an attorney duly licensed to practice law in the State of California
3 and am a partner with the firm of Cooley Godward Kronish LLP, counsel of record
4 for Defendant Yelp! Inc. (“Yelp”) in this action. I have personal knowledge of the
5 facts set forth herein, except where otherwise stated, and, if called as a witness, I
6 could and would competently testify thereto.

7 2. In accordance with Local Rule 7-3, I first discussed consolidation and
8 requested a stipulation from counsel for the *Cats and Dogs* Plaintiffs on March 10,
9 2010. Plaintiffs refused to stipulate and said they opposed consolidation. I asked
10 for a 30-day extension for Yelp’s response to the *Cats and Dogs* complaint while
11 the consolidation issues were sorted out. The *Cats and Dogs* Plaintiffs refused, and
12 instead granted a 14-day extension. Attached hereto as **Exhibit A** is a true and
13 correct copy of the Stipulation between Yelp and *Cats and Dogs* Plaintiffs to
14 extend Yelp’s time to respond to the initial complaint by 14 days.

15 3. On March 11, 2010, I conferred with counsel for the Plaintiff in
16 *LaPausky*, who agreed that the cases should be consolidated and that a consolidated
17 amended complaint should be filed thereafter. Yelp and Plaintiff in *LaPausky*
18 subsequently entered a stipulation to this effect (and also agreed on other relief,
19 which is now moot, such as setting a date for a joint case management conference
20 to occur after the resolution of the consolidation issues). Attached hereto as
21 **Exhibit B** is a true and correct copy of the Stipulation of Plaintiff Christine
22 LaPausky and Defendant Yelp! Inc. To Consolidate Related Cases For All Purposes
23 and to Set Dates for Consolidated Amended Complaint, Responsive Pleading, and
24 Joint Scheduling Conference.

25 4. Subsequently, Plaintiff in *LaPausky* also granted Yelp’s request for a
26 30-day extension for its response to the *LaPausky* complaint in light of the as-yet-
27 unresolved consolidation issues. Attached hereto as **Exhibit C** is a true and correct
28

1 copy of the Stipulation between Yelp and Plaintiff *LaPausky* to extend Yelp's time
2 to respond to the initial complaint by 30 days.

3 5. On March 18, 2010, I met with counsel for *Cats and Dogs* Plaintiffs
4 and informed them that on March 22 or 23, Yelp intended to file both a motion to
5 consolidate and an *ex parte* application seeking a consolidated amended complaint
6 and requesting that Yelp only be required to file a single response to the
7 consolidated amended complaint, among other things. I also stated that Plaintiff in
8 *LaPausky* would be stipulating to the relief requested in both the motion to
9 consolidate and the *ex parte* application. In light of the agreement of the Plaintiff in
10 *LaPausky*, I asked whether *Cats and Dogs* Plaintiffs would reconsider their refusal
11 to stipulate to consolidation and the filing of a consolidated amended complaint.
12 *Cats and Dogs* Plaintiffs stated they would consider this request.

13 6. On March 22, 2010, I emailed counsel for *Cats and Dogs* Plaintiffs,
14 reiterated this request, and included in the text of the email the specific relief Yelp
15 intended to seek in both the motion and the *ex parte* application. Attached hereto as
16 **Exhibit D** is a true and correct copy of my March 22, 2010, 12:01 p.m. email to
17 counsel for *Cats and Dogs* Plaintiffs.

18 7. Counsel for *Cats and Dogs* Plaintiffs replied via email stating his
19 clients' agreement that the two cases should be consolidated. He also stated that,
20 rather than filing a consolidated amended complaint, both counsel in *Cats and Dogs*
21 and counsel in *LaPausky* favored deeming the First Amended Complaint ("FAC")
22 in *Cats and Dogs* as the consolidated complaint. Counsel for Plaintiff in *LaPausky*,
23 however, was not included on this email. Attached hereto as **Exhibit E** is a true
24 and correct copy of the March 22, 2010, 2:13 p.m. email from counsel for *Cats and*
25 *Dogs* Plaintiffs to me.

26 8. After receiving this email, I called counsel for Plaintiff in *LaPausky*
27 and discovered that he had not agreed to deem the *Cats and Dogs* FAC as the
28 consolidated complaint.

