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10 Attorneys for Defendant
 11 YELP! INC.

12 UNITED STATES DISTRICT COURT
 13 CENTRAL DISTRICT OF CALIFORNIA
 14 WESTERN DIVISION

15 CATS AND DOGS ANIMAL
 HOSPITAL, INC., et al., on behalf of
 16 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 TAI IN
 SUPPORT OF DEFENDANT YELP!
 INC.'S REPLY IN SUPPORT OF
 MOTION TO TRANSFER VENUE (28
 U.S.C. § 1404(a))**

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

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

Case No. CV 10-01578 VBF (SSx)

1 I, Matthew Tai, hereby declare as follows:

2 1. I am an engineer at Yelp! Inc. ("Yelp"). Except as otherwise stated, I
3 have personal knowledge of the facts set forth herein, and, if called as a witness, I
4 could and would competently testify thereto.

5 2. I was asked to calculate the total number of businesses located in the
6 following counties in California who have purchased subscriptions to advertise on
7 the Yelp website: Alameda, Contra Costa, Del Norte, Humboldt, Lake, Marin,
8 Mendocino, Monterey, Napa, San Benito, San Francisco, San Mateo, Santa Clara,
9 Santa Cruz, and Sonoma. To do this, I accessed a Yelp database and ran a search
10 for businesses who have made payments to Yelp for subscriptions to advertise on
11 the Yelp website. I limited the search to zip codes in the counties listed above. The
12 total number of businesses located in the listed counties who have purchased
13 subscriptions to advertise on the Yelp website is 6,896.

14 3. I was also asked to calculate the total number of businesses located in
15 the following counties in California who have purchased subscriptions to advertise
16 on the Yelp website: Los Angeles, Orange, Riverside, San Bernardino, San Luis
17 Obispo, Santa Barbara, and Ventura. To do this, I used the same process described
18 in Paragraph 2. The total number of businesses located in the listed counties who
19 have purchased subscriptions to advertise on the Yelp website is 3,249.

20 4. In order for a business owner to claim his or her business's page on the
21 Yelp website, the business owner must go to biz.yelp.com to complete a
22 registration form and electronically submit the form to Yelp. I was asked to
23 calculate the total number of businesses located in the following counties in
24 California whose business pages have been claimed on the Yelp website: Alameda,
25 Contra Costa, Del Norte, Humboldt, Lake, Marin, Mendocino, Monterey, Napa,
26 San Benito, San Francisco, San Mateo, Santa Clara, Santa Cruz, and Sonoma. To
27 do this, I accessed a Yelp database and ran a search for the businesses whose
28 business pages have been claimed on the Yelp website. I limited the search to zip

1 codes in the counties listed above. The total number of businesses located in the
2 listed counties who have claimed their businesses' pages is 33,713.

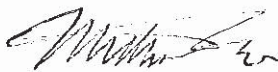
3 5. I was also asked to calculate the total number of businesses located in
4 the following counties in California whose business pages have been claimed on the
5 Yelp website: Los Angeles, Orange, Riverside, San Bernardino, San Luis Obispo,
6 Santa Barbara, and Ventura. To do this, I used the same process described in
7 Paragraph 4. The total number of businesses located in the listed counties who
8 have claimed their businesses' pages is 23,154.

9 6. Attached hereto as Exhibit A is a true and correct copy of a screenshot
10 of the first page of the online registration process to register for Yelp's business
11 services on the Yelp website. The business name in this example has been
12 redacted.

13 7. Attached hereto as Exhibit B is a true and correct copy of a screenshot
14 of the last page of the online process to purchase a subscription to advertise on the
15 Yelp website. The business name and the credit card information in this example
16 have been redacted.

17 I declare under penalty of perjury that the foregoing is true and correct.
18 Executed on the 26th day of April, 2010 at San Francisco, California.

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Matthew Tai

Exhibit A

1. Setup Account → 2. Confirm Connection To Business → 3. Access Yelp for Business Owners

Enter your business owner account information [Already have a business owner's account?](#)

This information will be used to create a business owner's account for Redacted

First Name

Last Name

Email

Re-enter Email

We loathe spam even more than you do. We will NOT sell your email address.

Password

Confirm Password

By clicking the button below, you agree to the [Yelp Terms of Service](#).

[Cancel](#)

[Next Step »](#)

Exhibit B

Package Summary for Redacted

- 500 ads per month
- \$350 per month (remainder of this month is FREE)
- Enhanced business page

Billing

Credit card:
Redacted
Exp: Redacted

Billing Cycle:

- Your card will be charged now for the next month (the current month is free)
- Your card will be charged at the beginning of each subsequent month

Terms of Agreement

I have read, understood, and accept the [Terms & Conditions](#)

Frequently Asked Questions

- **How can I pause my ads?**
You may pause your advertising by providing written notice to Client Services by or on the 15th of the month in which suspension of services is desired. The pause will take effect at the end of the calendar month in which it is requested.
- **When will my card be charged?**
Your card will be charged now for the next month (the remainder of the current month is free), and at the beginning of each subsequent month until you pause your ads.
- **Will I receive an invoice?**
You will receive a billing email each time your credit card is charged.

[« Previous Step](#)

[Purchase »](#)

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