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10 Attorneys for DIGITAL ENVOY, INC.

11 UNITED STATES DISTRICT COURT
 12 NORTHERN DISTRICT OF CALIFORNIA
 13 SAN JOSE DIVISION

14 DIGITAL ENVOY, INC.,
 15 Plaintiff/Counter defendant,
 16 v.
 17 GOOGLE, INC.,
 18 Defendant/Counterclaimant.
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Case No. C 04 01497 RS

**DECLARATION OF KENDALL M.
 BURTON IN SUPPORT OF DIGITAL
 ENVOY'S MISCELLANEOUS
 ADMINISTRATIVE REQUEST TO FILE
 UNDER SEAL ITS REPLY BRIEF IN
 SUPPORT OF DIGITAL ENVOY'S
 MOTION FOR PARTIAL SUMMARY
 JUDGMENT OF CONTRACT ISSUES
 AND THE DECLARATION OF P. CRAIG
 CARDON**

**Date: August 10, 2005
 Time: 9:30 a.m.
 Courtroom: 4, 5th Floor**

The Honorable Richard Seeborg

1 I, Kendall M. Burton, declare:

2 1. I am an attorney licensed to practice before this Court and am associated with
3 Sheppard Mullin Richter & Hampton LLP, counsel of record for Digital Envoy, Inc. ("Digital
4 Envoy") in this matter. I make this declaration based on my personal knowledge, except where
5 noted otherwise, and would competently testify to these facts if called to do so.

6 2. I submit this declaration in support of Digital Envoy's Miscellaneous
7 Administrative Request to File Under Seal, Pursuant to Local Rules 7-11 and 79-5, Its Reply Brief
8 In Support Of Digital Envoy's Motion For Partial Summary Judgment Of Contract Issues And The
9 Declaration Of P. Craig Cardon.

10 3. Exhibits A, B, C, D, E, F and G attached to the Declaration of P. Craig Cardon
11 ("Cardon Declaration") contain information designated by defendant Google, Inc. as "Highly
12 Confidential – Attorney's Eyes Only" under the terms of the Court's August 23, 2004 Stipulation
13 and Protective Order Regarding Confidentiality. Exhibits A through G are referenced and
14 discussed in detail in the Reply Brief In Support Of Digital Envoy's Motion For Partial Summary
15 Judgment Of Contract Issues ("Reply Brief"). Without concurring in Google's view, in light of its
16 designation, Digital Envoy requests an order permitting it to file the Cardon Declaration with
17 attached Exhibits A through G, and the Reply Brief, under seal.

18 I declare under the penalty of perjury that the above statements are true. Executed this
19 17th day of August 2005 in San Francisco.

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21 /s/ Kendall M. Burton
KENDALL M. BURTON

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