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 THE FACEBOOK, INC. and MARK ZUCKERBERG

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

15 THE FACEBOOK, INC. and MARK  
 ZUCKERBERG,  
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 Plaintiffs,  
 17  
 v.  
 18  
 19 CONNECTU, INC. (formerly known as  
 CONNECTU, LLC), PACIFIC  
 NORTHWEST SOFTWARE, INC.,  
 20 WINSTON WILLIAMS, WAYNE CHANG,  
 and DAVID GUCWA,  
 21  
 Defendants.

Case No. 5:07-CV-01389-RS

**DECLARATION OF THERESA A. SUTTON IN SUPPORT OF PLAINTIFFS' MOTION TO SEAL PORTIONS OF THEIR MOTION FOR PARTIAL SUMMARY JUDGMENT RE DEFENDANTS' LIABILITY PURSUANT TO CALIFORNIA PENAL CODE SECTION 502(C) AND 15 U.S.C. § 7704(A)(1) AND 15 U.S.C. § 7704(B)(1), THE DECLARATION OF CHRIS SHIFLETT IN SUPPORT THEREOF INCLUDING EXHIBITS 1-3; AND EXHIBITS 1, 2, AND 4 TO THE DECLARATION OF MONTE M.F. COOPER IN SUPPORT THEREOF**

Date: February 13, 2008  
 Time: 9:30 A.M.  
 Judge: Honorable Richard Seeborg

1 I, Theresa A. Sutton, declare as follows:

2 1. I am an associate with the law firm of Orrick, Herrington & Sutcliffe LLP, counsel  
3 to Plaintiffs Facebook, Inc. and Mark Zuckerberg. I am licensed to practice law in the State of  
4 California. I have personal knowledge of the facts and circumstances set forth in this Declaration.  
5 If called as a witness, I could and would testify competently to the matters set forth herein. I  
6 make this Declaration pursuant to Civil L.R. 79-5(d).

7 2. Good cause exists to file under seal portions of Plaintiffs' Memorandum of Points  
8 and Authorities in Support of Motion for Partial Summary Judgment Re Defendants' Liability  
9 Pursuant to California Penal Code Section 502(c) and 15 U.S.C. § 7704(A)(1) And 15 U.S.C.  
10 § 7704(B)(1). The memorandum contains cites to and quotes of confidential materials contained  
11 in the following exhibits.

12 3. Good cause exists for sealing Exhibit 1 of the Declaration of Monte M.F. Cooper  
13 in Support of Plaintiffs' Motion for Partial Summary Judgment ("Cooper Declaration"). This  
14 exhibit contains excerpts from Mark Zuckerberg's April 25, 2006 deposition, in which he  
15 discusses confidential, proprietary and sensitive business information. The deposition was  
16 marked Highly Confidential pursuant to the Stipulated Protective Order, and therefore is subject  
17 to Local Civil Rule 79-5(d).

18 4. Good cause exists for sealing Exhibit 2 of the Cooper Declaration. This exhibit  
19 contains excerpts from Max Kelly's March 1, 2006 deposition, in which he discusses  
20 confidential, proprietary and sensitive business information. The deposition was marked Highly  
21 Confidential pursuant to the Stipulated Protective Order, and therefore is subject to Local Civil  
22 Rule 79-5(d).

23 5. Good cause exists for sealing Exhibit 4 of the Cooper Declaration. This exhibit  
24 was produced by a third party to this litigation, pursuant to the Stipulated Protective Order, and  
25 therefore is subject to Local Civil Rule 79-5(d).

26 6. Good cause exists for sealing the Declaration of Chris Shiflett in Support of  
27 Plaintiffs' Motion for Partial Summary Judgment ("Shiflett Declaration"). The Shiflett  
28 Declaration contains descriptions and discussions of materials marked confidential pursuant to the



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**CERTIFICATE OF SERVICE**

I hereby certify that this document(s) filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non registered participants on January 7, 2008.

Dated: January 7, 2008.

Respectfully submitted,

\_\_\_\_\_  
/s/ I. Neel Chatterjee /s/  
I. Neel Chatterjee