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14 UNITED STATES DISTRICT COURT
 15 NORTHERN DISTRICT OF CALIFORNIA
 16 SAN JOSE DIVISION

GREENBERG GLUSKER FIELDS CLAMAN
 & MACHTINGER LLP
 1900 Avenue of the Stars, 21st Floor
 Los Angeles, California 90067-4590

17 FACEBOOK, INC.,

18 Plaintiff,

19 v.

20 STUDIVZ LTD.,
 21 VERLAGSGRUPPE GEORG VON
 22 HOLTZBRINCK GmbH,
 23 HOLTZBRINCK NETWORKS
 24 GmbH, HOLTZBRINCK
 25 VENTURES GmbH, and DOES 1-
 26 25,

27 Defendant.

Case No. 5:08-CV-03468 JF

Assigned To: Hon. Jeremy Fogel

**DECLARATION OF DR. JOCHEN
 GUTBROD IN SUPPORT OF
 MOTION TO DISMISS FOR LACK
 OF PERSONAL JURISDICTION**

**[Notice of Motion and Motion; and
 [Proposed] Order Filed Concurrently
 Herewith]**

Date: October 31, 2008
 Time: 9:00 a.m.
 Dept./Place: Courtroom 3

Complaint Filed: July 18, 2008

DECLARATION OF JOCHEN GUTBROD

I, DR. JOCHEN GUTBROD, declare:

1. The facts set forth in this declaration are personally known to me and I have firsthand knowledge thereof. If called as a witness, I could and would testify competently to the facts set forth herein under oath.

2. I am currently and have been since January 1, 2003 the Chief Financial Officer of defendant Verlagsgruppe Georg von Holtzbrinck GmbH (“VGH”) in this action. I make this declaration in support of VGH’s Motion to Dismiss for Lack of Personal Jurisdiction the complaint filed by plaintiff Facebook, Inc. (“Facebook”).

3. In my capacity as Chief Financial Officer, I have access to VGH’s books and records relating to its business, corporate structure, assets, capitalization and cash flow. Based on the books and records, and my personal knowledge I declare:

4. VGH is a German limited liability company (Gesellschaft mit beschränkter Haftung (GmbH)) organized under German law. VGH does not transact any business of any type in California, nor is it qualified to do business in California. It does not have any officers, directors or employees based in California. It does not have a California agent for service of process. VGH directs no advertising toward California residents.

5. VGH has no offices or facilities in California, and has no telephone or facsimile listings or mailing address in California.

6. None of VGH’s officers, directors or employees reside or are domiciled in California. No meetings of its management board or equity holders have been held in California.

7. VGH does not maintain any books or records in California. It has no bank accounts or other tangible personal or real property in California. It has no

1 sales in California, has had no California income and has not paid any California
2 income taxes.

3 8. I understand that in its Complaint against VGH, Facebook alleges that
4 VGH owns StudiVZ, the social networking website that Facebook alleges infringes
5 its own social networking site, Facebook.com. Complaint, ¶ 4. This allegation is
6 not true. VGH has no ownership interest whatsoever, whether direct or indirect, in
7 StudiVZ. None of VGH's officers or directors serve as a company director of
8 StudiVZ, or vice-versa.

9 9. I also understand that Facebook claims that VGH "maintains
10 significant, continuous and systematic contact with the United States and the State
11 of California" by virtue of "its operation of its subsidiary Holtzbrinck Publishing
12 Holdings Limited Partnership, headquartered at 175 Fifth Avenue, New York, NY
13 10010." Complaint, ¶ 4. This is also not true. VGH does not own Holtzbrinck
14 Publishing Holdings Limited Partnership and merely has an ownership interest in
15 another entity that has an approximately .0046% ownership interest in Holtzbrinck
16 Publishing Holding, LP (one out of 21,646 shares).

17
18 I declare under penalty of perjury under the laws of the United States of
19 America that the foregoing is true and correct.

20
21 Executed on this 9th day of September, 2008, at Stuttgart, Germany

22
23 /s Jochen Gutbrod
24 Dr. Jochen Gutbrod