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7 Attorneys for Defendants
 8 Holtzbrinck Networks GmbH, Holtzbrinck
 Ventures GmbH and StudiVZ Ltd.

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

14 FACEBOOK, INC.,

15 Plaintiff,

16 v.

17 STUDIVZ LTD.,
 VERLAGSGRUPPE GEORG VON
 18 HOLTZBRINCK GmbH,
 HOLTZBRINCK NETWORKS
 19 GmbH, HOLTZBRINCK
 VENTURES GmbH, and DOES 1-
 20 25,

21 Defendant.

Case No. 5:08-CV-03468 JF
 Assigned To: Hon. Jeremy Fogel

**DECLARATION OF STEPHEN S.
 SMITH IN SUPPORT OF
 DEFENDANTS' MOTIONS TO
 DISMISS FOR LACK OF
 PERSONAL JURISDICTION AND
 FORUM NON CONVENIENS**

[Notice of Motions and Motions and
 (Proposed) Order Filed Concurrently
 Herewith]

Date: February 13, 2009
 Time: 9:00 a.m.
 Dept./Place: Courtroom 3

Complaint Filed: July 18, 2008

GREENBERG GLUSKER FIELDS CLAMAN
 & MACHTINGER LLP
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DECLARATION OF STEPHEN S. SMITH

I, Stephen S. Smith declare:

1. I am an attorney at law duly licensed to practice in the State of California, and am a partner at Greenberg Glusker Fields Claman & Machtinger LLP, counsel of record for defendants Holtzbrinck Networks GmbH (“Networks”), Holtzbrinck Ventures GmbH (“Ventures”) and StudiVZ, Ltd. (“StudiVZ”) (collectively “Defendants”) in this action. I have personal knowledge of the facts set forth herein and, if called as a witness, could and would testify competently thereto under oath.

2. Attached hereto as Exhibit “D” is a true and correct copy of a July 9, 2008 demand letter written by Facebook’s counsel, Orrick, which I received.

3. Attached hereto as Exhibit “E” is a true and correct copy of an October 9, 2008 letter written by Orrick, which I received.

I declare under penalty of perjury under the laws of the State of California and the United States that the foregoing is true and correct, and that this declaration was executed in Los Angeles, California on October 22, 2008.

/s Stephen S. Smith

Stephen S. Smith