

1 David S. Elkins (State Bar No. 148077)
 James M. Smith (State Bar No. 136246)
 SQUIRE, SANDERS & DEMPSEY L.L.P.
 2 600 Hansen Way
 Palo Alto, California 94304-1043
 3 Telephone: (650) 856-6500
 Facsimile: (650) 843-8777
 4

5 David K. Callahan (admitted *pro hac vice*)
 G. Courtney Holohan (admitted *pro hac vice*)
 Rachel L. Pernic (admitted *pro hac vice*)
 6 Aaron D. Charfoos (admitted *pro hac vice*)
 KIRKLAND & ELLIS
 7 200 East Randolph Drive
 Chicago, Illinois 60601
 8 Telephone: (312) 861-2000
 Facsimile: (312) 861-2200
 9

10 Attorneys for Plaintiff and Counter-Defendant
 BCE EMERGIS, INC.

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

14 BCE EMERGIS, INC.,
 15 *Plaintiff,*

16 vs.

17 ARIBA, INC.,
 18 *Defendant.*

Case No. C 01-21221 PVT

**DECLARATION OF AARON D.
 CHARFOOS IN SUPPORT OF
 MISCELLANEOUS ADMINISTRATIVE
 REQUEST TO SEAL DOCUMENTS [Civil
 Local Rules 7-10, 79-5]**

20 ARIBA, INC.,
 21 *Counter-Claimant,*

22 vs.

23 BCE EMERGIS, INC.,
 24 *Counter-Defendant.*

1 I, Aaron D. Charfoos, declare as follows:

2 1. I am an attorney duly admitted to practice before the Bar of the State of Illinois, and I
3 am admitted *pro hac vice* to practice before this Court. I am an associate at the law firm of Kirkland &
4 Ellis in Chicago, Illinois. Kirkland & Ellis represents the Plaintiff BCE Emergis, Inc. (“BCE
5 Emergis”) in the above captioned matter. I make this declaration upon personal knowledge and if
6 called upon to testify, I could and would do so.

7 2. Sealed Declaration of G. Courtney Holohan in Support of Plaintiff Emergis’s
8 Opposition to Ariba’s Motion for a Protective Order ¶ 11 at Ex. J is the November 6, 2002, deposition
9 transcript of Mr. Christian Trudeau that BCE Emergis has designated Highly Confidential pursuant to
10 the August 2, 2002, Protective Order. This document, which upon information and belief has not been
11 made public, contains information about the factors that BCE Emergis uses in developing both past
12 and present business strategies, as well as, its preferred customers for a product that is currently being
13 sold. If this information is made public, it would greatly harm BCE Emergis in relation to its
14 competitors by providing them with an unfair insight into how BCE Emergis develops business
15 strategies and chooses potential customers.

16 **I declare under penalty of perjury that the foregoing is true and correct.**

17 Dated: February 18, 2003

18 /s/ Aaron D. Charfoos
19 Aaron D. Charfoos

20 Attorney for Plaintiff/Counter-Defendant
21 BCE EMERGIS, INC.
22
23
24
25
26
27