

Winston & Strawn LLP  
333 South Grand Avenue  
Los Angeles, CA 90071-1543

1 Rebecca Calkins (SBN 195593)  
Erin Ranahan (SBN 235286)  
2 **WINSTON & STRAWN LLP**  
333 South Grand Avenue, 38<sup>th</sup> Floor  
3 Los Angeles, CA 90071-1543  
Telephone: 213-615-1700  
4 Facsimile: 213-615-1750  
Email: [rcalkins@winston.com](mailto:rcalkins@winston.com)

5 Jennifer A. Golinveaux (SBN 203056)  
6 **WINSTON & STRAWN LLP**  
101 California Street  
7 San Francisco, CA 94111  
(415) 591-1506 (Telephone)  
8 (415) 591-1400 (Facsimile)  
Email: [jgolinveaux@winston.com](mailto:jgolinveaux@winston.com)

9 Michael S. Elkin (*pro hac vice*)  
10 Thomas P. Lane (*pro hac vice*)  
11 **WINSTON & STRAWN LLP**  
200 Park Avenue  
New York, New York 10166  
12 (212) 294-6700 (Telephone)  
(212) 294-4700 (Facsimile)  
13 Email: [melkin@winston.com](mailto:melkin@winston.com)  
Email: [tlane@winston.com](mailto:tlane@winston.com)

14 Attorneys for Plaintiff  
15 VEOH NETWORKS, INC.

16 **UNITED STATES DISTRICT COURT**  
17 **SOUTHERN DISTRICT OF CALIFORNIA**  
18 **SAN DIEGO DIVISION**

19 VEOH NETWORKS, INC. a California Corporation  
20  
21 Plaintiff,  
22 vs.  
23 UMG RECORDINGS, INC., a Delaware corporation; UNIVERSAL MUSIC CORP., a New York corporation; SONGS OF  
24 UNIVERSAL, INC., a California corporation;  
UNIVERSAL-POLYGRAM  
25 INTERNATIONAL PUBLISHING, INC., a Delaware corporation; RONDOR MUSIC  
26 INTERNATIONAL, INC., a California corporation; and DOES 1-10 inclusive  
27  
28 Defendant.

**Case No. 07 CV 1568 TJW (BLM)**

**DECLARATION OF JOHN FITZGERALD  
IN SUPPORT OF VEOH NETWORKS,  
INC.'S OPPOSITION TO DEFENDANTS'  
MOTION TO DISMISS OR, IN THE  
ALTERNATIVE, TRANSFER**

Complaint Filed: August 9, 2007

LA:197400.1

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**DECL. OF JOHN FITZGERALD IN SUPPORT OF VEOH NETWORKS, INC.'S OPPOSITION TO  
DEFENDANTS' MOTION TO DISMISS OR, IN THE ALTERNATIVE, TRANSFER  
CASE NO. 07 CV 1568 TJW (BLM)**

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1 I, John Fitzgerald, declare as follows:

2 1. I am the Corporate Controller of Veoh Networks, Inc. ("Veoh"). I have been  
3 employed by Veoh in this position since June 2006. Unless otherwise stated, I have personal  
4 knowledge of the matters set forth herein, and if called as a witness, could and would competently  
5 testify thereto.

6 2. Veoh is a service and software provider that, among other things, provides a forum  
7 for the display of high quality, user generated video content on the Internet. Veoh was founded in  
8 2005.

9 3. Veoh maintains its headquarters in San Diego, California. Fifty of Veoh's sixty-nine  
10 full time domestic employees are based at Veoh's San Diego headquarters.

11 4. Veoh's fifty full-time employees based at its San Diego headquarters include its Chief  
12 Executive Officer, Co-Founder and Chief Innovation Officer, Chief Scientist, Corporate Controller,  
13 Vice-President of Engineering, and Vice President of Technology Operations.

14 5. Only nineteen of Veoh's full-time employees are based in Los Angeles.

15 6. In copyright litigation currently pending in the Northern District of California, *Io*  
16 *Group, Inc. v. Veoh, Inc.*, Case No. 06-3926 (N.D. Cal. filed June 23, 2006), all of the depositions of  
17 Veoh's employees, as well as Plaintiff's 30(b)(6) deposition of Veoh, were taken in San Diego,  
18 California, and all of those witnesses were based at and lived near Veoh's San Diego headquarters.

19 7. The majority of Veoh's technology equipment used to carry out business operations is  
20 located at or near its San Diego headquarters. Veoh also houses servers at a third-party data center  
21 in El Segundo, California but the data on those servers is electronic and equally accessible to Veoh  
22 in San Diego or Los Angeles. Veoh's Los Angeles office maintains minimal technology equipment  
23 beyond the computer equipment necessary for the employees located in Los Angeles.


24 8. The Southern District is by far the most convenient venue for Veoh as that is where  
25 Veoh is headquartered and where the vast majority of its employees, witnesses, and documents are  
26 located.

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1           9.       I am informed and believe that during a July 2007 meeting between Veoh and  
 2 Defendants, Defendants asserted that Veoh's network was "massively infringing" Defendants'  
 3 copyrights. Defendants refused to identify which of Defendants' copyrights were at issue but  
 4 specifically threatened litigation against Veoh for the purported infringement. Defendants did not  
 5 say when or where such litigation would be commenced.

6           I declare under penalty of perjury under the laws of the United States of America, the  
 7 foregoing is true and correct. Executed on September 24, 2007, in San Diego, California.

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 12 John Fitzgerald

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