

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO

Civil Action No. 06-CV-02528-JLK-CBS

BRAY et al.,

Plaintiffs,

vs.

QFA ROYALTIES LLC,

Defendant.

DECLARATION OF PLAINTIFF JEHAD MAJED

I, Jehad Majed, declare as follows:

1. I am Vice President of the Toasted Subs Franchisee Association, Inc. (“TSFA”) and serve on its board of directors. My father Ali Majed and I are the sole shareholders in Q Food Service, Inc. (“Q Food”), which is an entity that transacts business with Quiznos on our behalf. My father and I own and operate Quiznos Store No. 5731, which is located at 8471 N. Telegraph Road, Dearborn Heights, Michigan 48127. My father is not active in the management of the TSFA or the Quiznos operations. My father is a silent investor.

2. Attached to this Declaration as Exhibit A is a true and correct copy of the August 29, 2003 Franchise Agreement governing Quiznos Store No. 5731.

3. On December 11, 2006, I received a letter from Frederic C. Cohen, Esq., an attorney with DLA Piper in Chicago, Illinois. The letter is dated December 8, 2006 and purports

to terminate the franchise relationship with Quiznos in relation to Store No. 5731. Attached to this Declaration as Exhibit B is a true and correct copy of Mr. Cohen's letter.

4. If Quiznos' threatened termination takes effect, Q Food, as well as my father and I, will face irreparable harm, including, among other things, the impairment of our ability to maintain marketplace position and loss of goodwill. In addition, Quiznos' cure proposal threatens to impose a chilling effect on our First Amendment rights because under the proposal, Q Food, my father and I can avoid termination of the franchise only if we agree to Quiznos' coercive demand for compelled speech and restrictions on our rights to free speech and to associate. It is difficult, if not impossible, to calculate damages for the cessation of franchise operations due to the inherent nature of these harms.

5. On November 27, 2006, Bhupinder "Bob" Baber went into a Quiznos restaurant located in Whittier, California. Mr. Baber was a fellow franchisee who belonged to the TSFA and who had been in litigation with Quiznos in relation to two stores he owned. In the restaurant that day, Mr. Baber spoke to the manager and excused himself to go to the restroom. In the restroom, Mr. Baber drew a gun that had been concealed under his clothing and shot himself three times in the chest. Mr. Baber died as the result of his self-inflicted gunshot wounds. A true and correct copy of a news article from the Whittier Daily News that summarizes the incident is attached to this Declaration as Exhibit C.

6. Mr. Baber left two suicide notes. The first was of a personal nature and addressed to his family. The second note was directed to other Quiznos franchise owners, the media and the public at large. Copies of this second note were found on his body and on his computer. A true and correct copy of Mr. Baber's suicide note is attached to this Declaration as Exhibit D.

7. Unfortunately, Mr. Baber died with no life insurance or death benefits. His wife (Ratti) and their three children are essentially destitute. The TSFA decided to set up a memorial fund in Mr. Baber's name to see if it could raise money for the family.

8. On December 7, 2006, the TSFA posted a memorial to Mr. Baber on its website (the "TSFA Website"). The TSFA Website provided access to the news article attached to this Declaration and Mr. Baber's suicide note. It also provided a link with details on how to contribute to the memorial fund for Mr. Baber's family. A true and correct copy of the various screenshots from the TSFA Website on this issue are attached to this Declaration as Exhibit E.

9. On December 8, 2006, Quiznos issued a batch facsimile to its franchisees regarding Mr. Baber's death. Attached to this Declaration as Exhibit F is a true and correct copy of that Quiznos communication.

10. On December 14, 2006, Quiznos issued a batch facsimile to its franchisees regarding Quiznos termination of various franchisees involved with the TSFA. Attached to this Declaration as Exhibit G is a true and correct copy of that Quiznos communication.

I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT.

Dated this 18th day of December, 2006.

s/ *Jehad Majed*
Jehad Majed