

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

CASE NO. 07-21221-CIV-ALTONAGA/Turnoff

RENEE BLASZKOWSKI, AMY HOLLUB,
PATRICIA DAVIS, SUSAN PETERS,
DEBORAH HOCK, MIKE FLOYD,
BETH WILSON, CLAIRE KOTZAMPALTIRIS,
DONNA HOPKINS-JONES, NICOLE PIAZZA,
MARIAN LUPO, JANE HERRING,
JO-ANN MURPHY, STEPHANIE STONE,
PATRICIA HANRAHAN, DEBBIE RICE,
ANN QUINN, SHARON METHIESEN,
SANDY SHORE, CAROLYN WHITE,
LOU WIGGINS, MICHELLE LUCARELLI,
RAUL ISERN, DANIELE VALORAS,
INDIVIDUALLY AND ON BEHALF OF
OTHERS SIMILARLY SITUATED

VS

MARS, INC., MARS PETCARE US, INC.,
PROCTOR AND GAMBLE CO.,
THE IAMS CO., COLGATE PALMOLIVE
COMPANY, DEL MONTE FOODS CO.,
NESTLE USA, INC., NESTLE PURINA
PETCARE CO., NESTLE S.A. NUTRO
PRODUCTS INC., MENU FOODS, INC.,
MENU FOODS INCOME FUND, DOANE
PET CARE ENTERPRISES, INC.,
PUBLIX SUPER MARKETS, INC.,
NEW ALBERTSON'S INC., ALBERTSON'S LLC,
THE KROGER CO. OF OHIO, SAFEWAY INC.,
H.E. BUTT GROCERY COMPANY, MEIJER INC.,
MEIJER SUPER MARKETS, INC.,
THE STOP & SHOP SUPERMARKET COMPANY,
PETCO ANIMAL SUPPLIES STORES, INC.,
PET SUPERMARKET, INC., PET
SUPPLIES "PLUS," PETSMAST INC.,
TARGET CORP., WAL-MART STORES, INC

AFFIDAVIT OF ANDREW LIANG IN SUPPORT OF
H.E. BUTT GROCERY COMPANY'S MOTION TO DISMISS FOR LACK OF
PERSONAL JURISDICTION


STATE OF TEXAS §
 §
COUNTY OF BEXAR §

I, Andrew Liang, declare under the penalty of perjury that the following is true and correct:

1. I am of sound mind, capable of making this affidavit, and have personal knowledge of the facts herein stated;
2. I am an Assistant Controller for HEB Grocery Company, L.P.;
3. Part of my duties as Assistant Controller include performing accounting functions for H.E. Butt Grocery Company;
4. H.E. Butt Grocery Company is a Texas corporation with its principal place of business located in San Antonio, Texas;
5. H.E. Butt Grocery Company denies the averments in Paragraph 45 of Plaintiffs' Amended Complaint that it "is in the business of distributing, advertising and/or selling Defendant Manufacturers' pet food products in its grocery stores in Texas and other states";
6. H.E. Butt Grocery Company is solely a holding company and does not own or operate any grocery stores in Texas, Florida, or any other state;
7. All stores known as "H-E-B" grocery stores are owned and/or operated by HEB Grocery Company, L.P., not H.E. Butt Grocery Company;
8. H.E. Butt Grocery Company is not qualified to do business in the State of Florida, it does not have a principal place of business in Florida, nor does it have any offices or agents in Florida;

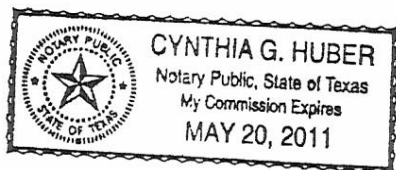
- 9. H.E. Butt Grocery Company does not own or lease tangible personal or real property in Florida, nor does it have a telephone listing, bank account, or mailing address in Florida;
- 10. H.E. Butt Grocery Company; does not conduct business or generate any income in the state of Florida; and
- 11. H.E. Butt Grocery Company does not engage in any advertisement, marketing or sale of pet food or any other products in Florida.

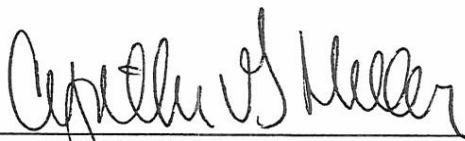
Further, affiant sayeth not.



ANDREW LIANG

SUBSCRIBED AND SWORN TO before me on the 11th day of September, 2007
by ANDREW LIANG





NOTARY PUBLIC