

EXHIBIT A

**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," PETSMART 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;

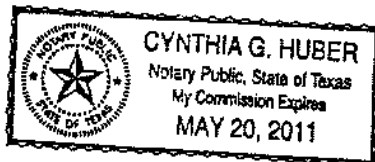
9. H.E. Butt Grocery Company does not own or lease tangible personal or real property in Florida, nor does it have a telephone listing, bank account, or mailing address in Florida;
10. H.E. Butt Grocery Company; does not conduct business or generate any income in the state of Florida; and
11. H.E. Butt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

EXHIBIT B

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

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

RENEE BLASZKOWSKI, AMY
HOLLUB, PATRICIA DAVIS, *et al.*,
individually and on behalf of others
similarly situated,

Plaintiffs,

vs.

MARS, INCORPORATED, *et al.*,

Defendants.

_____ /

DECLARATION OF LAURA A. DONALD

Laura A. Donald, pursuant to 28 U.S.C. §1746, declares as follows:

1. I am an Assistant Vice President and Assistant Secretary of Safeway Inc. (“Safeway”). I am over the age of 18 and make this declaration based upon my own personal knowledge from information obtained in the course of my duties as Assistant Vice President and Assistant Secretary of Safeway.

2. Safeway is a Delaware corporation with its principal place of business in Pleasanton, California.

3. Safeway is in the business of food and drug retail sales.

4. Safeway has retail stores in the District of Columbia and 21 states, including California, Oregon, Washington, Alaska, Colorado, Arizona, Texas, Illinois and Virginia.

Safeway has no stores south of Northern Virginia.

5. Safeway does not have any retail stores in the State of Florida.

6. Safeway does not does not own or lease any real or personal property located in

the State of Florida.

7. Safeway does not operate or maintain any retail, manufacturing or other facilities in the State of Florida.

8. Safeway has not manufactured, distributed, sold, marketed, promoted or advertised any products, including commercial pet food products, in Florida.

9. Safeway does not maintain an office, mailing address, or telephone listing in the State of Florida.

10. Safeway does not have any bank or investment accounts of any type in the State of Florida.

11. Safeway does not have any employees in the State of Florida.

12. Safeway is qualified to do business in the State of Florida, but has not and does not conduct business operations in the State of Florida.

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

Dated: September 20, 2007

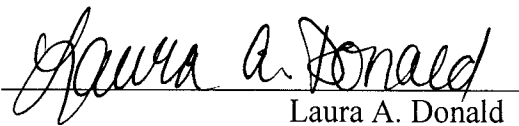

Laura A. Donald

EXHIBIT C

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

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

RENEE BLASZKOWSKI, AMY
HOLLUB, PATRICIA DAVIS, *et al.*,
individually and on behalf of others
similarly situated,

Plaintiffs,

vs.

MARS, INCORPORATED, *et al.*,

Defendants.

DECLARATION OF STEVEN F. ROWELL

Steven F. Rowell, pursuant to 28 U.S.C. §1746, declares as follows:

1. I am the Vice President and Assistant Secretary of The Stop & Shop Supermarket Company LLC (“Stop & Shop”). I am over the age of 18 and make this declaration based upon my personal knowledge.

2. Stop & Shop is organized under the laws of Delaware with its principal place of business in Quincy, Massachusetts.

3. Stop & Shop is in the business of operating retail food stores.

4. Stop & Shop’s retail stores are located in Massachusetts, New Hampshire, Rhode Island, Connecticut, New Jersey, Maine and New York.

5. Stop & Shop does not have retail stores in the State of Florida.

6. Stop & Shop does not does not own or lease any real or personal property located in the State of Florida.

7. Stop & Shop does not operate or maintain any retail, manufacturing or other

facilities in the State of Florida.

8. Stop & Shop has not manufactured, distributed, sold, marketed, promoted or advertised any products, including commercial pet food products, in the State of Florida.

9. Stop & Shop does not maintain an office, mailing address, or telephone listing in the State of Florida.

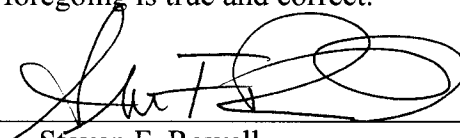
10. Stop & Shop does not have any bank or investment accounts of any type in the State of Florida.

11. Stop & Shop does not have any employees in the State of Florida.

12. Stop & Shop is not authorized to do business in the State of Florida and does not have a registered agent in the State of Florida.

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

Dated: September 20, 2007



Steven F. Rowell

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EXHIBIT D

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

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

RENEE BLASZKOWSKI, AMY
HOLLUB, PATRICIA DAVIS, *et al.*,
individually and on behalf of others
similarly situated,

Plaintiffs,

vs.

MARS, INCORPORATED, *et al.*,

Defendants.

_____ /

Laura A. Donald, pursuant to 28 U.S.C. §1746, declares as follows:

1. I am an Assistant Vice President and Assistant Secretary of Safeway Inc. (“Safeway”). I am over the age of 18 and make this declaration based upon my personal knowledge from information obtained in the course of my duties as Assistant Vice President and Assistant Secretary of Safeway.

2. On September 20, 2007, I submitted a declaration in support of Safeway’s motion to dismiss the Corrected Amended Class Action Complaint for lack of personal jurisdiction over Safeway in the State of Florida (the “Declaration”).

3. In paragraph 11 of the Declaration, I stated, based on my personal knowledge from information obtained in the course of my duties, that Safeway did not have any employees in the State of Florida. I have since learned that Safeway has three Quality Control Field Specialists (“Field Specialists”) and one Financial Planning Analyst Manager, Information Technology (“FPA (IT)”) in the State of Florida.

4. The Field Specialists inspect flowers and produce which are imported into the

United States from other countries through third party vendors before continuing on to their ultimate destination outside the State of Florida through third party vendors. The flowers and produce inspected by the Field Specialists are not sold by Safeway in the State of Florida. They are shipped from Florida to locations where Safeway has stores and makes sales to the public. Thus, Safeway has no sales or distribution activity in the State of Florida from the flowers and produce examined by the Field Specialists.

5. The FPA (IT) performs information technology work for Safeway operations in other states but maintains a residence in Florida.

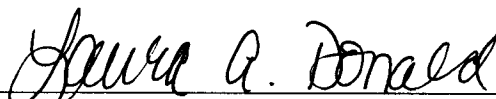
6. The three Field Specialists and one FPA (IT) are not involved in any way with the manufacture, distribution, marketing, advertising, or sale of pet food, or with any other commercial pet food activity whatsoever.

7. Safeway has approximately 171,000 employees in the United States. The four employees described above therefore represent less than .002% of Safeway's total employees.

8. The remainder of the facts recited in the Declaration are true and correct to the best of my knowledge.

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

Dated: November 12, 2007



Laura A. Donald

EXHIBIT E

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

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

RENEE BLASZKOWSKI, AMY HOLLUM, 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 MATHIESEN,
SANDY SHORE, CAROLYN WHITE, LOU WIGGINS,
MICHELLE LUCARELLI, RAUL ISERN, DANIELE
VALORAS, individually and on behalf of others similarly
situated,

Plaintiffs/Class Representatives,

vs.

MARS, INC., MARS PETCARE US, INC., PROCTOR AND
GAMBLE, CO., THE IAMS CO., COLGATE PALMOLIVE
COMPANY, HILL'S PET NUTRITION, a Delaware
Corporation, 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 SUPERMARKETS, 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," PET SUPPLIES PLUS/USA INC.,
PETSMART INC., TARGET CORP., WAL-MART STORES,
INC.,

Defendants.

**DEFENDANT MEIJER, INC. AFFIDAVIT OF ROBERT VERHEULEN
IN SUPPORT OF DEFENDANTS' CONSOLIDATED MOTION TO DISMISS
THE SECOND AMENDED CLASS ACTION COMPLAINT**

STATE OF MICHIGAN

COUNTY OF KENT

Before me, the undersigned authority, personally appeared Robert VerHeulen,
who upon being duly sworn, deposes and states:

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1. My name is Robert VerHeulen. I am over the age of eighteen years, am
competent to testify and have personal knowledge of the facts contained in this Affidavit.

2. I am a vice president and deputy general counsel of Meijer, Inc.

3. Meijer, Inc. is a Michigan corporation with its principal place of business
in Grand Rapids, Michigan.

4. Meijer, Inc. does not own or operate any grocery stores in the State of
Florida.

5. Meijer, Inc. is not qualified to do business in the State of Florida. It
neither has a principal place of business in Florida nor has any offices or employees in
Florida.

6. Meijer, Inc. does not own or lease tangible personal or real property in the
State of Florida and does not have any telephone listing, bank account or mailing address
in Florida.

7. At all relevant times, Meijer, Inc. did not sell pet food or other products
from retail stores located in the State of Florida. At all relevant times, Meijer, Inc. did
not engage in any advertising or marketing within the State of Florida in connection with
the sale of pet food or other products from its retail stores outside the State of Florida.

8. MeijerEcom, Inc. is a Michigan corporation and a wholly-owned subsidiary of Meijer, Inc. MeijerEcom, Inc. is the entity that owns and operates Meijer.com.

9. MeijerEcom, Inc. does not own or operate any grocery stores in the State of Florida;

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10. MeijerEcom, Inc. neither has a principal place of business in Florida nor has any offices or employees in Florida;

11. MeijerEcom, Inc. does not own or lease tangible personal or real property in the State of Florida and does not have any telephone listing, bank account or mailing address in Florida;

12. On September 18, 2007 (the “go-live date”), MeijerEcom, Inc., offered for the first time online interactive retail service through an Internet website at Meijer.com to the general public located in every state comprising the United States.

13. Prior to the go-live date of Meijer.com, neither Meijer, Inc. nor any of its subsidiaries owned or operated any interactive Web site from which consumers could purchase any goods, including pet food or pet treats.

14. MeijerEcom, Inc. has never advertised, marketed, sold or offered for sale any pet food on its Meijer.com website.

15. MeijerEcom, Inc. did sell or offer for sale pet treats on its Meijer.com website beginning some time after the go-live date.

16. Records show only one sale of pet treats from Meijer.com to a purchaser with a Florida address from the go-live date through and including December 6, 2007. The total amount of that sale was approximately \$24.95.

17. From the go-live date through December 13, 2007, sales of goods to Florida purchasers from Meijer.com totaled represent less than 5% of the total sales of goods from Meijer.com during the same period. The single sale of pet treats ordered by and shipped to a Florida purchaser on November 16, 2007 was in the amount of approximately \$24.95.

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18. During the period from September 18, 2007 through December 13, 2007, Meijer, Inc.'s physical retail stores (located only in Michigan, Ohio, Kentucky, Illinois and Indiana) had sales of approximately \$4 billion.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

FURTHER AFFIANT SAYETH NAUGHT



ROBERT VERHEULEN

ACKNOWLEDGMENT

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I HEREBY CERTIFY that on this 14th day of December, 2007, personally appeared Robert VerHeulen, who is personally known to me or who produced the following identification Michigan driver's license, and he swore, subscribed and acknowledged before me that he executed the foregoing as his free act and deed as such officer or representative of said corporation or entity, for the uses and purposes therein mentioned, and that he did take an oath.

In witness whereof, I have hereunto set my hand and seal in Kent County, Michigan.

SEAL



Signature

PAT A. BIGOROWSKI
Notary Public, Kent County, Michigan
Acting in Kent County
My Commission Expires July 1, 2012

EXHIBIT F

Affidavit of Harvey Solway
07-21221 CIV Altonoga/Turnoff
Page 2 of 3

and said knowledge is within the scope of my job duties at PSP.

4. PSP is a corporate entity registered in the State of Michigan with its principal place of business also in the State of Michigan.

5. PSP is in the business of granting franchises for the right to operate retail pet food and supply stores under the trade name: Pet Supplies "Plus".

6. Pet Supplies "Plus" is not a corporate entity and is solely a trade name licensed for use by PSP's franchisees.

7. All Pet Supplies "Plus" stores operating in the United States are independently owned and are registered and doing business within the state they are located in.

8. During the class period, PSP has not advertised, marketed, manufactured, or offered for retail sale any pet food or pet treat to consumers in the State of Florida.

9. During the class period, PSP has not operated any Pet Supplies "Plus" stores in the State of Florida.

10. During the class period, PSP has not maintained a corporate office, has no agents or representatives, owns no property, has no telephone listings or bank accounts, nor does it have any employees located within the State of Florida.

Affidavit of Harvey Solway
07-21221 CIV Altonoga/Turnoff
Page 3 of 3

FURTHER AFFIANT SAYETH NAUGHT.

Pet Supplies "Plus"/U.S.A., Inc.
22710 Haggerty Road, Suite 100
Farmington Hills, Michigan 48335

BY:

Harvey L Solway
HARVEY L. SOLWAY

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 14th day of December, 2007,
by Harvey L. Solway, General Counsel for PSP, who is personally known to me ~~or has produced~~
~~as identification~~, and who did take an oath.

Michele A Fox

Notary Public

Michele A Fox

Print name of notary

My Commission Expires: 1-21-2012

MICHELE A. FOX
NOTARY PUBLIC, STATE OF MI
COUNTY OF WAYNE
MY COMMISSION EXPIRES JAN 21, 2012
RESIDING IN COUNTY OF Oakland

EXHIBIT G

AFFIDAVIT OF DANIEL S. DAY

STATE OF IDAHO)
) ss:
COUNTY OF ADA)

BEFORE ME, this date, personally appeared Daniel S. Day who, after being duly sworn, deposes and says:

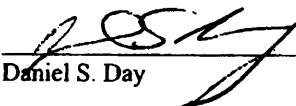
My name is Daniel S. Day, Senior Attorney, Litigation for New Albertsons, Inc., a Delaware corporation. The following facts are within my personal knowledge, are facts of which I have been informed, or are facts that are disclosed by the books and records of New Albertsons, Inc.

1. In June 2006, the company formerly known as Albertson's, Inc., was sold to three separate entities: Supervalu, CVS and AB Acquisition LLC, a consortium of investors led by Cerberus Capital Management, L.P.
2. Supervalu, through a wholly owned-subsiary now called New Albertsons, Inc. acquired stores under the Albertsons banner in Southern California, Idaho, Montana, Nevada, North Dakota, Oregon, Utah, Washington and Wyoming.
3. Albertsons bannered stores located in other parts of the country, including Florida, were acquired by Albertsons LLC, a wholly-owned subsidiary of AB Acquisition LLC.

FURTHER AFFIANT SAYETH NAUGHT.

Daniel S. Day, being duly sworn, deposes and says that the foregoing is true and correct to the best of his knowledge, information and belief.

DATED this 19th day of September, 2007.


Daniel S. Day

SWORN TO AND SUBSCRIBED before me this 19th day of September, 2007.





NOTARY PUBLIC
My commission expires: March 8, 2013

EXHIBIT H

AFFIDAVIT OF JULIE T. BACKE

STATE OF IDAHO)
) ss:
COUNTY OF ADA)

BEFORE ME, this date, personally appeared Julie T. Backe who, after being duly sworn, deposes and says:

My name is Julie T. Backe and I am Assistant Corporate Secretary of New Albertson's, Inc., a Delaware corporation. The following facts are within my personal knowledge, are facts of which I have been informed, or are facts that are disclosed by the books and records of New Albertson's, Inc.

1. New Albertson's, Inc. was incorporated in Delaware on December 20, 2005, as New Aloha Corporation and changed its name to New Albertson's, Inc. on April 10, 2006. Its principal place of business is in Idaho.

2. New Albertson's, Inc. qualified to do business in the State of Florida on May 23, 2006. However, other than designating a registered agent and filing a statutorily required yearly Uniform Business Report with the Florida Department of State, New Albertson's, Inc. has no contacts with Florida.

3. New Albertsons, Inc. only operates or manages Albertson's stores in Southern California, Idaho, Montana, Nevada, North Dakota, Oregon, Utah, Washington, and Wyoming.

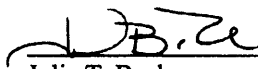
4. New Albertson's, Inc. does not, and has not conducted any retail business operations in Florida since its inception.

5. New Albertson's, Inc. does not operate, conduct, engage in, or carry on a business or business venture in the State of Florida. For example, New Albertsons does not maintain an office, have employees, or have a bank account in Florida.

FURTHER AFFIANT SAYETH NAUGHT.

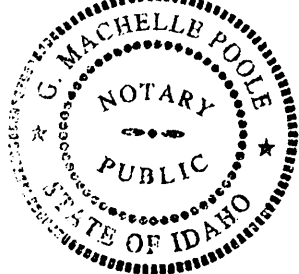
Julie Backe, being duly sworn, deposes and says that the foregoing is true and correct to the best of her knowledge, information, and belief.


DATED this 12th of September, 2007.



Julie T. Backe

SWORN TO AND SUBSCRIBED before me this 12th day of September, 2007.





NOTARY PUBLIC
My commission expires: 9/26/07

EXHIBIT I

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

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

**RENEE BLASZKOWSKI, AMY
HOLLUB, and PATRICIA DAVIS,
Individually and on behalf of others
Similarly situated,**

Plaintiffs,

vs.

MARS, INC., et al.,

Defendants.

AFFIDAVIT

State of Ohio)
) ss
County of Hamilton)

I, Martha Cutright Sarra, having first been duly cautioned and sworn, depose and say:

- (1) I am employed by The Kroger Co. ("Kroger") as an in-house attorney, a position I have held since March, 1998. I have personal knowledge of the matters attested to herein.
- (2) Kroger (referred to as "The Kroger Co. of Ohio" in plaintiffs' Corrected Amended Complaint) is an Ohio corporation with its principal place of business in the State of Ohio.
- (3) Kroger operates over 2,400 retail supermarkets in several states, but does not operate any retail supermarkets or stores in the State of Florida.

- (4) While Kroger does not operate any retail supermarkets or stores in the State of Florida, Kroger and its subsidiary corporations have sales operations in the State of Florida which account for less than 1.0% of the total sales of Kroger and its subsidiary corporations.

Further sayeth the affiant naught.

Martha Cathright Sarno

STATE OF OHIO)
COUNTY OF Hamilton) ss.

Sworn to before me and subscribed in my presence this 19 day of September, 2007.



ERIN C. DRISKELL
Notary Public, State of Ohio
My Commission Expires
March 15, 2010

Erin C. Driskell
Notary Public