

IN THE UNITED STATES DISTRICT COURT CIRCUIT
FOR THE DISTRICT OF HAWAII

YVONNE ORTIZ, Individually and)
on behalf of all other similarly)
situated persons,)

Plaintiff,)

vs.)

MENU FOODS, INC., a New Jersey)
corporation; MENU FOODS)
HOLDINGS, INC., a Delaware)
corporation; MENU FOODS)
INCOME FUND, an unincorporated)
Canadian business; DOE ENTITIES)
and INDIVIDUALS 1-100,)

Defendants.)

CIVIL NO. CV07-00323 DAE LEK
(Class Action)

DECLARATION OF PAUL HENDERSON
IN SUPPORT OF MENU FOODS'
OBJECTIONS TO THE FINDINGS AND
RECOMMENDATIONS OF THE
MAGISTRATE JUDGE

DECLARATION OF PAUL HENDERSON

The undersigned hereby declares that:

1. I am the President and Chief Executive Officer of Menu Foods Gen Par Limited, the administrator of Menu Foods Income Fund. I submit this declaration in support of Menu Foods Holdings' Objections to the Findings and Recommendation of Magistrate Judge Leslie Kobayashi, dated August 21, 2007,

insomuch as it recommends granting Plaintiffs' motion for remand and denying Menu Foods Holdings' motion for a stay of proceedings.

2. Defendant Menu Foods, Inc. is a New Jersey corporation with its principal place of business in Pennsauken, New Jersey, and is a manufacturer of certain animal food products. Defendant Menu Foods Holdings, Inc. is a Delaware corporation with its principal place of business in Pennsauken, New Jersey. Defendant Menu Foods Income Fund is an unincorporated open-ended trust with its principal place of business in Streetsville, Ontario, Canada. (For purposes of this declaration, unless otherwise specifically identified, all of the Menu Foods defendants will be collectively referred to as "Menu Foods.")


3. None of the Menu Foods defendants sell directly to consumers, and Menu Foods, Inc. is the only Menu Foods defendant to this action that manufactures pet food.

4. Menu Foods does not have access to data regarding sales to consumers specific to any particular state.

5. Although Menu Foods has sales data relating to gross sales to retailers and the branded companies, these figures do not reflect (1) the retail price that consumers pay, or (2) the volume of sales to consumers by state. Such figures may be in the possession of the retailers and branded companies that Menu Foods sells to, but Menu Foods does not have access to such information.

I, PAUL HENDERSON, DECLARE UNDER PENALTY OF LAW THAT
THE FOREGOING IS TRUE AND CORRECT.

DATED: Toronto, Canada, September 4, 2007.



PAUL HENDERSON