

EXHIBIT A

**IN THE UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION**

MIKE HARRIS and JEFF DUNSTAN,)	
individually and on behalf of a class of)	
similarly situated individuals,)	
)	Case No.: 1:11-5807
Plaintiffs,)	
)	Hon. James F. Holderman
v.)	
)	
COMSCORE, INC., a Delaware corporation)	
)	
Defendant.)	
_____)	

**DECLARATION OF RAFEY S. BALABANIAN IN SUPPORT OF
PLAINTIFFS’ MOTION AND SUPPORTING MEMORANDUM TO MODIFY
SCHEUDLING ORDER**

Pursuant to 28 U.S.C. § 1746, I hereby declare and state as follows:

1. I am over the age of eighteen and am fully competent to make this declaration. I make this declaration based upon personal knowledge unless otherwise indicated.
2. I am an attorney at the law firm of Edelson McGuire, LLC, which has been retained to represent the named Plaintiffs in this matter, Mike Harris and Jeff Dunstan.
3. On December 16, 2011, Plaintiff Mike Harris propounded both interrogatories and document requests on the Defendant, comScore, Inc. (“comScore”).
4. On January 5, 2012, at the Parties’ first appearance before Magistrate Judge Young B. Kim, comScore indicated that it would move to bifurcate discovery. Additionally, comScore indicated, both at and before the hearing, that it did not object to Plaintiffs’ discovery requests relating to class certification issues, but nevertheless preferred that all discovery remain stayed during the pendency of its motion.
5. During the months of January and February of 2012, counsel for both Parties met

and conferred on several occasions regarding Plaintiffs' discovery requests. During those conferences, comScore agreed to respond to certain of Plaintiffs' interrogatories and document requests as if the "stay of discovery does not apply." comScore repeated that agreement in a letter sent to Plaintiffs' counsel dated February 16, 2012.

6. comScore did not, however, produce any documents until after Judge Kim ordered such production.

7. On March 23, 2012, Plaintiffs received comScore's first responses to their class-related discovery requests, which were the subject of Judge Kim's order on comScore's motion to bifurcate discovery. Those responses provided limited substantive information, and instead included long lists of boilerplate objections. Additionally, no documents were produced on that date.

8. On March 28, 2012, Plaintiffs propounded their Rule 30(b)(6) deposition notice on comScore, which included six deposition topics. That deposition was originally noticed for April 18, 2012, and depended on Plaintiffs' presumption that—by that date—they would have received and sufficiently reviewed comScore's document production.

9. On April 3, 2012, comScore agreed to produce its Rule 30(b)(6) designee on April 18, 2012.

10. On April 13, 2012, Plaintiffs received documents produced by comScore in response to Plaintiffs' discovery requests. Shortly thereafter, Plaintiffs informed comScore that they could not proceed with the Rule 30(b)(6) deposition noticed for April 18, 2012.

11. comScore's document production includes 16,872 Bates-stamped pages, among other files and documents. If the entire production were printed in hardcopy, it would span over a million pages in length.

12. Most of the documents consist of “tickets” relating and tracking changes made to comScore’s software. Each ticket references comScore’s software code, and usually references, attaches, or includes a hyperlink to documents (e.g., comScore’s software code) external to the ticket itself. While comScore has indicated that it has produced all those references, attachments, and hyperlinked documents, it is not possible for Plaintiffs to navigate between the documents using the documents themselves (e.g., by “clicking” on a hyperlink). Under these circumstances, it is difficult (if not impossible) to determine which tickets relate to the other documents—even though such a determination would be readily apparent using the tickets’ native software program.

13. Additionally, comScore included electronic “text” files with its documents, which allow those documents to be searched using special discovery programs. However, a large portion of comScore’s production cannot be searched on a “page” level, because the provided electronic files only provide “document” level text. Because many of comScore’s produced “documents” span for many pages—with the very first “document” spanning 1,494 Bates-stamped pages in length—running simple word searches is of little use (e.g., a search for the term “virus” indicates that the term appears six (6) times in comScore’s first “document,” but does not indicate which of the 1,494 Bates-stamped pages those six results appear on).

14. At the Parties’ April 17, 2012 hearing before Judge Kim, comScore’s counsel represented that its discovery production includes over 8,700 “documents.” Many of those documents include files produced in native format—usually many lines of software code that, printed in hardcopy, often spans hundreds of pages.

15. Additionally, and at that same hearing, the Parties discussed their intent to meet and confer about outstanding discovery issues, and did meet and confer over the following weeks

on multiple occasions.

16. On May 31, 2012, Plaintiffs requested that comScore identify new dates for comScore's Rule 30(b)(6) deposition.

17. On July 5, 2012—while the Parties' were waiting for their hearing before Judge Kim to commence—comScore suggested a new date of July 19, 2012 for the Rule 30(b)(6) deposition.

18. On July 11, 2012, Plaintiffs informed comScore that the proposed July 19, 2012 date was not feasible, and instead proposed new dates—August 8th or 9th, or at some point during the following two weeks—as alternatives. comScore, in turn, confirmed their availability for August 15, 2012.

19. On July 11, 2012, Plaintiffs informed comScore that they would be seeking a sixty (60) day extension to the Scheduling Order, and invited comScore to join the motion. comScore, in turn, indicated that “[w]e will oppose the motion to extend the deadline.”

20. On July 13, 2012, counsel for Plaintiffs reached out to counsel for comScore, and requested comScore's availability for a meet and confer during the week of July 16, 2012—so as to discuss various issues pertaining to comScore's document production. Plaintiffs anticipate filing a subsequent motion with Judge Kim in the event they are unable to resolve those issues discussed in the contemporaneously filed motion.

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

Executed on July 16, 2012 at Chicago, Illinois.

By: /s/ Rafey S. Balabanian