

EXHIBIT 1

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

MIKE HARRIS and JEFF DUNSTAN,
individually and on behalf of a class of similarly
situated individuals,

Plaintiffs,

v.

COMSCORE, INC., a Delaware corporation,

Defendant.

Case No. 1:11-cv-05807

Hon. James F. Holderman

Magistrate Judge Young B. Kim

**DECLARATION OF RAFEY S. BALABANIAN IN SUPPORT OF
PLAINTIFFS' AMENDED MOTION FOR APPROVAL OF CLASS NOTICE PLAN**

I, Rafey S. Balabanian, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am a Partner at the law firm of Edelson LLC, which has been retained to represent Plaintiffs Mike Harris and Jeff Dunstan (collectively, "Plaintiffs") in this matter. I am an adult over the age of 18, and I am fully competent to make this Declaration. I have personal knowledge of all matters set forth herein. If called upon to testify as to such matters, I could and would competently do so.

2. Following the Court's certification of the Class and Subclass in this matter, my firm began soliciting bids from class action administrators for the purposes of effectuating notice to the Class and Subclass of the Court's Certification Order. Among other reputable class action administrators experienced in developing and implementing notice plans in complex class actions, Plaintiffs communicated with and ultimately retained Kurtzman Carson Consultants ("KCC"). With KCC's assistance, Plaintiffs developed a proposed plan.

3. After resolution of comScore's Rule 23(f) petition to the Seventh Circuit, the Parties met and conferred about Plaintiffs' then-proposed notice plan and discussed certain

concerns raised by comScore. That meeting prompted many follow-up calls, e-mails, and other written correspondence, wherein the Parties explored the factual bases underlying comScore's concerns. Ultimately, Plaintiffs concluded that focused discovery on notice-related issues was the best way to better understand how best to provide notice to the Class and Subclass, and may lead to additions to the notice plan Plaintiffs previously presented with the Court.

4. A good example of an area needing clarification was Plaintiffs' belief that notice of the Court's Certification Order could be "pushed" to current panelists directly through comScore's software, OSSProxy, with relative ease and minimal cost to comScore. comScore's position on this issue was that "pushing" notice was overly burdensome and not feasible. First, it claimed that "pushing" notice through the software was not technically possible (even though Plaintiffs understood otherwise, based on information learned from the previous deposition of Mike Brown, comScore's Chief Technical Officer and Rule 30(b)(6) designee). Next, comScore claimed that even if "pushing" notice were technically feasible, doing so would be overly burdensome on comScore's technical infrastructure (even though Plaintiffs identified instances where similar notices, like surveys, had been "pushed" through OSSProxy in the past).

5. As it turns out, when Plaintiffs eventually deposed Mr. Brown on issues limited to Class notice (who was, once again, produced by comScore in response to a Rule 30(b)(6) notice), they found that all of comScore's apprehensions were based on an apparent misunderstanding, because comScore apparently understood that Plaintiffs were proposing to "push" notice to the entire Class (i.e., even those individuals who did not currently have comScore's software installed on their systems). That was not Plaintiffs' proposal, however, as Plaintiffs acknowledge that any such "push" notice could only be accomplished if a Class member currently has OSSProxy installed and running on his or her computer. With the misunderstanding cleared up,

Mr. Brown agreed that Plaintiffs' "push" notice proposal wouldn't require the investment of significant time or capital. (*See* comScore Rule 30(b)(6) Dep. Tr. (Mike Brown) at 38:8-21, true and accurate excerpts of which are attached hereto as Exhibit A.)

6. In addition to addressing issues related to "pushing" notice through OSSProxy to Class members, Plaintiffs also tested comScore's own understanding of its ability to contact Class members directly through information in its control.

7. As such, through the October 3, 2013 deposition of comScore (through its designee, Mr. Brown) on notice issues and as corroborated by key pieces of information found through comScore's document production, Plaintiffs have identified several key pieces of information relevant to their plan for providing notice to the Class, including: (i) comScore's ability to "push" notice directly to Class members currently running OSSProxy on their computers with relative ease; (ii) details regarding the number of individuals who *currently* have comScore's panelist software installed on their computers and who can be contacted directly (whether through a "push" or "pop" notice via OSSProxy itself or through an e-mail); (iii) the number of *former* panelists that comScore has contact information for, which might facilitate direct notice via telephone, U.S. Mail, e-mail, and social network-based e-mail, such as Facebook e-mail addresses; and (iv) demographics of individuals who have, or have had, comScore's software installed on their personal computers.

8. With the above information, Plaintiffs have worked with KCC to make additions the proposed notice plan to directly reach as many Class members as possible through individual notice (and, depending on the totality of information within comScore's systems, that reach may far surpass the estimates used in the proposed notice plan) and through other sources, such as by using targeted Internet banner ads.

9. With these revisions, Plaintiffs believe their proposed amended notice plan will be effective in reaching the greatest number of Class and Subclass members possible.

10. On October 22, 2013, Plaintiffs provided comScore with a draft of their Amended Notice Plan, which, *inter alia*, anticipated the use of Class member e-mail addresses (as collected and/or maintained by comScore) to provide direct notice to the Class.

11. In response, comScore did not suggest that they were not in possession of such e-mail addresses, but instead claimed that (i) certain e-mails in the list might identify multiple household users of a single monitored computer (some of whom may not actually be Class members) and, second, that certain stored e-mail addresses might represent duplicate contact points for a single panelist.

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

Executed this the 8th day of November 2013 at Chicago, Illinois.

s/ Rafey S. Balabanian

CERTIFICATE OF SERVICE

I, Benjamin S. Thomassen, an attorney, certify that on November 8, 2013, I served the above and foregoing ***Declaration of Rafey S. Balabanian in Support of Plaintiffs' Amended Motion for Approval of Class Notice Plan***, by causing true and accurate copies of such paper to be filed and transmitted to all counsel of record via the Court's CM/ECF electronic filing system, on this 8th day of November 2013.

s/ Benjamin S. Thomassen

Exhibit A

[Filed Under Seal]