

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN

THE WEATHER UNDERGROUND, INC.,
a Michigan corporation,

Plaintiff,

vs.

Case No. 2:09-CV-10756
Hon. Marianne O. Battani

NAVIGATION CATALYST SYSTEMS, INC.,
a Delaware corporation; BASIC FUSION, INC.,
a Delaware corporation; CONNEXUS CORP.,
a Delaware corporation; and FIRSTLOOK, INC.,
a Delaware corporation,

Defendants.

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DECLARATION OF CHARLES NOWACZEK

I, Charles Nowaczek, declare as follows:

1. I am over the age of eighteen and am the Chief Operating Officer of the Epic Media Group, LLC (“Epic”), defendant in this matter. In my capacity as Chief Operating Officer, I am responsible for Epic’s global business operations, including product development, program management, sales support, facilities, administration, and oversight of the organization’s strategic initiative delivery. I have personal knowledge of the facts stated herein except where stated on information and belief, and, as to those matters, I believe them to be true.

2. On May 4, 2010, Epic Media Group, Inc. (“Epic”) acquired Connexus Corporation (“Connexus”) and continues to hold Connexus as its wholly-owned subsidiary. Prior to May 4, 2010, Epic did not own, operate, control, or otherwise direct the acts of Connexus, its subsidiaries, or its employees nor did Epic financially benefit from any such acts.

3. Connexus is the parent company of Firstlook, Inc. (“Firstlook”). Firstlook is the parent company of Defendant Navigation Catalyst Systems, Inc. (“NCS”).

4. Each of Epic, Connexus and Firstlook is a Delaware corporation. Connexus and Firstlook have their principal place of business in El Segundo, California. Epic has its principal place of business in New York, New York.

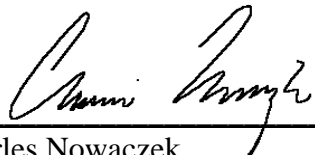
5. None of Epic, Connexus or Firstlook has an office anywhere in Michigan. Currently, none of Epic, Connexus or Firstlook has any employees, bank accounts or other property in Michigan. Since my tenure at Epic, starting in 2006, and to the best of my knowledge, Epic has never filed a lawsuit as a plaintiff in the state of Michigan.

6. On information and belief, when this case was first filed, Connexus had a single employee in Michigan who performed work on behalf of Traffic Marketplace, a separate

subsidiary of Connexus that is not a defendant in this action. That individual is no longer employed by Epic, Connexus, or Firstlook at all.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on this 2nd day of February 2011 at New York, New York.



Charles Nowaczek

CERTIFICATE OF SERVICE

I hereby certify that on February 3, 2011, I electronically filed the foregoing paper with the Court using the ECF system which will send notification of such filing to the following:

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