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9 UNITED STATES DISTRICT COURT
 10 CENTRAL DISTRICT OF CALIFORNIA
 11 WESTERN DIVISION

12 AVERY DENNISON
 CORPORATION,
 13
 Plaintiff,
 14
 vs.
 15 3M COMPANY AND 3M
 16 INNOVATIVE PROPERTIES
 COMPANY,
 17
 Defendants.

CASE NO. CV. 10-7931 MRP (RZx)
**DECLARATION EMILY C.
 O'BRIEN IN SUPPORT OF AVERY
 DENNISON'S OPPOSITION TO
 3M'S MOTION TO TRANSFER
 PURSUANT TO 28 U.S.C. §1404(a)**
 Honorable Mariana R. Pfaelzer
 Hearing Date: February 7, 2011
 Hearing Time: 11:00 a.m.
 Hearing Place: Courtroom 12
 Trial Date: None Set
 Complaint Filed: October 21, 2010

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DECLARATION OF EMILY C. O'BRIEN

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2 1. I, Emily C. O'Brien, declare and state as follows:

3 2. I am an associate of the law firm Quinn Emanuel Urquhart & Sullivan,
4 LLP and represent Plaintiff Avery Dennison Corporation in this action. This
5 declaration is made in support of Plaintiff's Opposition to Defendants' Motion to
6 Transfer. The matters referred to in this declaration are based upon my personal
7 knowledge, and if called as a witness I could testify competently to those matters.

8 3. Attached hereto as Exhibit A is a true and correct copy of a bid request
9 from the City of Riverside, California, dated September 15, 2010.

10 4. Attached hereto as Exhibit B is a true and correct copy of a bid request
11 from the County of El Dorado, with bids due August 31, 2010.

12 5. Attached hereto as Exhibit C is a true and correct copy of the
13 Preliminary Injunction Order issued in *3M Co. et al. v. Avery Dennison Corp.*, No.
14 10-2630 (D. Minn. Dec. 21, 2010).

15 6. Attached hereto as Exhibit D is a true and correct copy of a November
16 29, 2010 article titled "Federal Highway Administration Is Ordering Local
17 Governments to Buy New Street Signs That They Say Are Easier to Read" from
18 ABC News, available at <http://abcn.ws/hWjV8H>, last visited on January 10, 2011.

19 7. Attached hereto as Exhibit E is a true and correct copy of a bid request
20 specification for the City of Los Angeles, dated 2007.

21 8. Attached hereto as Exhibit F is a true and correct copy of the U.S.
22 Department of Transportation, Federal Highway Administration's 2003 statistics
23 quantifying motor-vehicle registration by state, available at
24 <http://www.fhwa.dot.gov/policy/ohim/hs03/pdf/mv1.pdf>, last visited on January 10,
25 2011.

26 9. Attached hereto as Exhibit G is a true and correct copy of the U.S.
27 Department of Transportation, Federal Highway Administration's 2000 statistics
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1 quantifying licensed drivers by state, available at
2 <http://www.fhwa.dot.gov/ohim/hs00/pdf/dl22.pdf>, last visited on January 10, 2011.

3 10. Attached hereto as Exhibit H is a true and correct copy of the U.S.
4 Department of Transportation, Federal Highway Administration's 2004 statistics
5 quantifying public road length by state, available at
6 <http://www.fhwa.dot.gov/policy/ohim/hs04/pdf/hm10.pdf>, last visited on January
7 10, 2011.

8 11. Attached hereto as Exhibit I is a true and correct copy of the National
9 Highway Traffic Safety Administration's 2005-2009 report for the State of
10 California, available at [http://www-nrd.nhtsa.dot.gov/departments/nrd-](http://www-nrd.nhtsa.dot.gov/departments/nrd-30/ncsa/stsi/6_CA/2009/6_CA_2009.PDF)
11 [30/ncsa/stsi/6_CA/2009/6_CA_2009.PDF](http://www-nrd.nhtsa.dot.gov/departments/nrd-30/ncsa/stsi/6_CA/2009/6_CA_2009.PDF), last visited on January 10, 2011.

12 12. Attached hereto as Exhibit J is a true and correct copy of the National
13 Highway Traffic Safety Administration's 2005-2009 report for the State of
14 Minnesota, available at [http://www-nrd.nhtsa.dot.gov/departments/nrd-](http://www-nrd.nhtsa.dot.gov/departments/nrd-30/ncsa/stsi/27_MN/2009/27_MN_2009.PDF)
15 [30/ncsa/stsi/27_MN/2009/27_MN_2009.PDF](http://www-nrd.nhtsa.dot.gov/departments/nrd-30/ncsa/stsi/27_MN/2009/27_MN_2009.PDF), last visited on January 10, 2011.

16 13. Attached hereto as Exhibit K is a true and correct copy of the U.S.
17 Department of Transportation, Federal Highway Administration's 2009 notice
18 quantifying apportionment of funds for highway infrastructure investment pursuant
19 to the American Recovery and Reinvestment Act of 2009, available at
20 <http://www.fhwa.dot.gov/legsregs/directives/notices/n4510705.pdf>, last visited on
21 January 10, 2011.

22 14. Attached hereto as Exhibit L is a true and correct screenshot of the
23 relevant section of the United States Census Bureau's 2008 state and local
24 government spending spreadsheet regarding California highway spending, full
25 spreadsheet available at <http://www2.census.gov/govs/estimate/08slsstab1a.xls>, last
26 visited on January 10, 2011.

27 15. Attached hereto as Exhibit M is a true and correct screenshot of the
28 relevant section of the United States Census Bureau's 2008 state and local

1 government spending spreadsheet regarding Minnesota highway spending, full
2 spreadsheet available at <http://www2.census.gov/govs/estimate/08slsstab1a.xls>, last
3 visited on January 10, 2011.

4 The foregoing is true and correct to the best of my knowledge, information
5 and belief subject to penalty of perjury under the laws of the United States.

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January 10, 2011

/s/ Emily C. O'Brien
Emily C. O'Brien