

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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THE AUTHORS GUILD, INC., ASSOCIATION :
OF AMERICAN PUBLISHERS, INC., et al., :

Plaintiffs, :

v. :

GOOGLE INC., :

Defendant. :

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No. 05 Civ. 8136 (DC)

DECLARATION OF ANDREW C. DEVORE

I, ANDREW C. DEVORE, ESQ., declare under penalty of perjury that the following is true and correct:

1. I am a partner in the law firm of DeVore & DeMarco LLP, counsel to class members Arlo Guthrie, Julia Wright, Catherine Ryan Hyde, and Eugene Linden. I submit this declaration in support of their objections to the proposed settlement agreement.

2. Attached hereto as Exhibit A is a true and correct copy of the Google Blog posting entitled "New chapter for Google Book Search," dated October 28, 2008 (*available at* <http://googleblog.blogspot.com/2008/10/new-chapter-for-google-book-search.html>).

3. Attached hereto as Exhibits B1-5 are true and correct copies of the results of searches for named plaintiffs Herbert Mitgang, Betty Miles, Daniel Hoffman, Paul Dickson, and Joseph Goulden, respectively, conducted on September 1, 2009, in the Google Book Settlement database.

4. Attached hereto as Exhibit C is a true and correct copy of a search engine usage report obtained from StatCounter.com on August 24, 2009, indicating that Google controls 78% of the American market for Web search.

5. Attached hereto as Exhibit D is a true and correct copy of selected pages of Google Inc.'s quarterly report to the United States Securities and Exchange Commission (Form 10-Q) for the quarterly period ended June 30, 2009.

6. Attached hereto as Exhibit E is a true and correct copy of Efficient Frontier's "U.S. Search Engine Performance Report – Q2 2009" (*available at* <http://www.efrontier.com/research/search-engine-report/Q2-2009>).

7. Attached hereto as Exhibit F is a true and correct copy of Google's "AdWords Beginner's Guide – Keyword basics" (*available at* <http://adwords.google.com/support/aw/bin/static.py?page=guide.cs&guide=21899&topic=22356&answer=149063>).

8. Attached hereto as Exhibit G is a true and correct copy of Google's "AdWords Beginner's Guide – Ad basics" (*available at* <http://adwords.google.com/support/aw/bin/static.py?page=guide.cs&guide=21899&topic=21903&answer=146296>).

9. Attached hereto as Exhibit H is a true and correct copy of "What is Google's AdWords and AdSense trademark policy?" (*available at* <http://adwords.google.com/support/aw/bin/answer.py?hl=en&answer=6118>).

10. I have reviewed the docket in this case. After the filing of the Answer to the Amended Complaint on or about July 26, 2006, there were no substantive filings by any party to the litigation prior to the submission of the proposed settlement agreement on or about October 28, 2008.

11. Attached hereto as Exhibit I is a true and correct copy of "Google's goal: to organise your daily life," by Caroline Daniel and Maija Palmer, Financial Times, May 22, 2007 (*available at* <http://www.ft.com/cms/s/2/c3e49548-088e-11dc-b11e-000b5df10621.html>).

12. Attached hereto as Exhibit J is a true and correct copy of “Google Book Search Settlement: A Reader’s Guide” by Fred von Lohmann (*available at* <http://www.eff.org/deeplinks/2008/10/google-books-settlement-readers-guide>).

13. Attached hereto as Exhibit K is a true and correct copy of “Turing’s Cathedral: A visit to Google on the occasion of the 60th anniversary of John von Neumann’s proposal for a digital computer” by George Dyson (*available at* http://www.edge.org/3rd_culture/dyson05/dyson05_index.html).

14. On August 31, 2009, I searched for the phrase “Pay It Forward” in quotation marks using Google Web search, which among other things produced “Sponsored Links” for websites hotmoviesale.com and moviesunlimited.com. A true and accurate printout of these search results is attached hereto as Exhibit L.

Dated: New York, New York
September 2, 2009

By: /s/ Andrew C. DeVore
Andrew C. DeVore (AD – 3511)