

## **EXHIBIT D**

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

<p>THE FOOTBALL ASSOCIATION PREMIER LEAGUE LIMITED and BOURNE CO., on behalf of themselves and all others similarly situated,</p> <p style="text-align: center;">Plaintiffs,</p> <p style="text-align: center;">v.</p> <p>YOUTUBE, INC., YOUTUBE, LLC and GOOGLE, INC.,</p> <p style="text-align: center;">Defendants.</p>	<p style="text-align: right;">X</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p style="text-align: left;">X</p>	<p>07 Civ. 3582 (LLS) (related case no. 07 Civ. 2103 (LLS))</p> <p>ECF Case</p> <p><b>DECLARATION OF HENRY MARX ON BEHALF OF THE MUSIC FORCE LLC IN SUPPORT OF PLAINTIFFS' MOTION FOR APPOINTMENT OF INTERIM CLASS COUNSEL PURSUANT TO FED. R. CIV. P. 23(g)(2)(A)</b></p>
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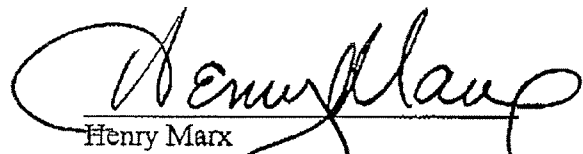
HENRY MARX, on behalf of THE MUSIC FORCE LLC, hereby declares:

1. I am the Managing Member of The Music Force LLC.
2. On May 31, 2007 a notice of appearance was filed on behalf of The Music Force LLC in the above captioned action.
3. I make this declaration in support of the motion by plaintiffs The Football Association Premier League Limited and Bourne Co. (together, the "PL/B Plaintiffs") for the appointment of their counsel, Proskauer Rose LLP and Bernstein Litowitz Berger & Grossmann LLP (collectively, the "PL/B Counsel of the "Firms"), as counsel for the putative Class on an interim basis pursuant to Federal Rule of Civil Procedure 23(g)(2)(A).
4. Prior to the filing the notice of appearance, my counsel and counsel for the PL/B Plaintiffs had numerous discussions concerning what would be in the Class's best interest in terms of where, when, how, etc to litigate the issues. As a result of those discussions, I concluded that the PL/B Plaintiffs retention of the Firms on behalf of the Class put the

Class in highly capable hands and that there existed significant benefits in establishing a united front with the center of gravity being this action pending in this Court.

5. I join in the PL/B Plaintiffs' motion to appoint PL/B Counsel as counsel for the proposed Class on an interim basis.

I declare under penalty of perjury that the foregoing is true and correct. Executed in Los Angeles, California, on July 10, 2007.

  
Henry Marx  
on behalf of The Music Force LLC