

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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GUCCI AMERICA, INC.

Plaintiff,

-against-

FRONTLINE PROCESSING CORPORATION;
WOODFOREST NATIONAL BANK; DURANGO
MERCHANT SERVICES LLC d/b/a NATIONAL
BANKCARD SYSTEMS OF DURANGO; ABC
COMPANIES; and JOHN DOES,

Defendants.
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09 Civ. 6925 (HB)

**DECLARATION OF
JENNIFER KIRK**

I, Jennifer Kirk, declare under penalty of perjury pursuant to 28 U.S.C. § 1746, that the following is true and correct:

1. The ability for my business, TheBagAddiction.com, to accept credit cards was very important because my customers felt protected using credit cards rather than other payment methods such as wire transfers. Approximately 99% of payments from my customers were made using credit cards.
2. Approvals for credit card charges were performed online and were received within a matter of seconds after submission. If I did not receive an approval for a credit card charge, I would not ship the customer's order.
3. Durango's role in my business was to set up the relationship with the banks that were processing credit cards and to act as a middle man for communications between my business and the banks.

4. There was a check box on TheBagAddiction.com that customers had to check before their order would be processed stating that "I understand these items being purchased are replicas, not originals." Mr. Counley told me that I had to include that language on the website in order to ensure that my credit card orders would be processed by the banks and to help eliminate chargebacks from the banks because at any time a customer could dispute the item and the bank may get stuck with the loss. Attached hereto as Exhibit A is a true and correct copy of an email chain between myself, Mr. Counley, and representatives from Frontline regarding the "terms and conditions" boxes that a customer was required to check before their order would be processed.

5. The documentation I would submit in connection with a response to a chargeback request consisted of copies of the original charge, including invoice, with a full description of product(s) being sold, IP address where it originated from, as well as the tracking information for a particular shipment that I would obtain from the U.S. Postal Service's website because signatures were required for all shipments.

Dated: November 13, 2009
Rocklin, California


JENNIFER KIRK