

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

<p>GUCCI AMERICA, INC.,</p> <p style="text-align: center;">Plaintiff,</p> <p style="text-align: center;">-against-</p> <p>FRONTLINE PROCESSING CORPORATION; WOODFOREST NATIONAL BANK; DURANGO MERCHANT SERVICES LLC d/b/a NATIONAL BANKCARD SYSTEMS OF DURANGO; ABC COMPANIES; and JOHN DOES,</p> <p style="text-align: center;">Defendants.</p>
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Civil Action No. 09-6925 (HB)

**REPLY AFFIDAVIT OF CHRISTOPHER KITTLER IN FURTHER SUPPORT OF DEFENDANT FRONTLINE PROCESSING CORPORATION'S MOTION UNDER FED. R. CIV. P. 12(b)(2) TO DISMISS PLAINTIFF'S CLAIMS AGAINST FRONTLINE FOR LACK OF PERSONAL JURISDICTION**

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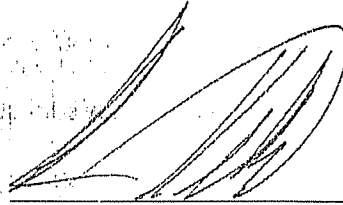
STATE OF MONTANA            )  
  ) : ss.  
COUNTY OF GALLATIN        )

Christopher Kittler, being duly sworn, deposes and says:

1. I am the President of Frontline Processing Corporation ("Frontline"). As such, I am personally familiar with the business operations of Frontline, including the states in which Frontline has operated.
2. I make this affidavit based on my personal knowledge and in further support of Frontline's motion under Federal Rule of Civil Procedure 12(b)(2) to be dismissed from this action because no basis exists for this Court to exercise personal jurisdiction over Frontline.

3. Frontline does not process transactions directly through Visa, MasterCard, or HSBC Bank USA, National Association ("HSBC"). Frontline processes payments through Global Payments in Atlanta, Georgia.
4. Frontline has never had direct contact with HSBC, and to Frontline's knowledge, HSBC has never had direct contact with Laurette Company, Inc.
5. Frontline is not aware of any direct business conducted with Visa or MasterCard in New York. Frontline's business with Visa and MasterCard is transacted through Global Payments in Atlanta, Georgia.
6. Frontline generally has no knowledge of the destination of shipments or the location of the cardholder with orders for which Frontline is involved in the processing of the transaction.
7. The location of the cardholder may only become known if a chargeback claim is made that the cardholder never received an item. Although the cardholder's location may become known in this chargeback situation, the cardholder's location is immaterial to resolving this, or any, chargeback issue. Chargebacks, in general, occur in less than 1/10 of 1% of all transactions.
8. Frontline does not authorize a consumer transaction—the authorization is granted by the issuer of the credit card, not Frontline. Such an authorization simply notifies the merchant that the credit card being presented is a valid card, that the card has not been reported as stolen, and that the amount of the sale is within the

current dollar limit of that credit card. The authorization has nothing whatsoever to do with the destination of shipments.

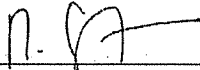


CHRISTOPHER KITTLER

Subscribed and sworn to before me this 23 day of November, 2009.



RACHEL E. STOCKWELL  
NOTARY PUBLIC for the  
State of Montana  
Residing at Bozeman, Montana  
My Commission Expires  
February 20, 2013

  
\_\_\_\_\_  
[Signed name]  
Rachel Stockwell  
Notary Public for the State of Montana  
Residing at Bozeman, Montana  
My Commission Expires: 2/20/2013