

EXHIBIT 8

{81600.DOC}

THE HONORABLE JAMES L. ROBERT

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT SEATTLE

SOARING HELMET CORPORATION, a
Washington Corporation,

Plaintiff,

v.

NANAL, INC., a Nevada corporation, d/b/a
LEATHERUP.COM,

Defendant.

NO. C 09-0789 JLR

DECLARATION OF WAYNE
LAYMAN IN SUPPORT OF
PLAINTIFF'S RESPONSE TO
DEFENDANT'S MOTION FOR
SUMMARY JUDGMENT

1. My name is Wayne Layman. I live in Plainwell, Michigan. I am over the age of eighteen and I am competent to testify to, and have personal knowledge of, the facts stated herein.

2. I am the Michigan sales representative for Soaring Helmet, Inc., the parent company for VEGA Helmets. I have been with VEGA Helmets for about five years. Prior to that, I worked for a distributor of another brand of

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1 motorcycle helmets for approximately eight years. I have been in the
2 motorcycle parts and accessories industry for nineteen years.

3 3. As part of my job, I am aware of VEGA Helmet corporate policies.
4 As a matter of corporate policy, VEGA Helmet does business only with dealers
5 who sell VEGA Helmet products at no less than VEGA's suggested retail price
6 (MSRP). Sometimes, dealers are allowed to discount older products, but only
7 according to the corporate policy.
8

9 4. VEGA corporate policy only allows dealers to carry our products if
10 they have a stocking storefront, and a Yellow Pages ad, not just an internet
11 presence.
12

13 5. I know from personal experience that the "bricks and mortar" retail
14 stores, who are my customers, are very aware of any discounting in the
15 industry, particularly internet discounting. All of retailers in this industry are
16 leery of discounting, and see discounting as very harmful to their business.
17

18 6. Discounting, especially online discounting, can really hurt the
19 reputation of a product in this industry. My retailers do not want to have to
20 compete with discounters, particularly online discounters who do not have the
21 overhead costs of the brick and mortar store. If a customer walks in off the
22 street, and sees a product which they think is available at a deep discount on the
23

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1 internet, they may demand the same discount, which the brick and mortar store
2 can't afford to give them. Therefore, it is my experience that retailers feel that
3 selling a product which is sold at a deep discount on the internet hurts their
4 business, and in most cases they refuse to carry those products.

5
6 7. In April of 2009, I was traveling on sales calls with Claudia
7 Mallard, the VEGA Helmet sales representative for the South.

8 8. We called on a large retailer in Michigan Center, Michigan, named
9 Holiday Powersports. Because Holiday Powersports is such a large retailer, I
10 have been interested in having them as a dealer for VEGA products.

11 9. We met with Jim Machnik, the parts manager and buyer for
12 Holiday Powersports, and the son of the owner. For the retailers I deal with, the
13 parts and accessories manager is often the person in charge of choosing and
14 ordering products to sell, and that's who I ask for on a sales call.

15 10. Claudia and I presented the entire VEGA product line to Jim and
16 some other counter people. We spent about one hour making our sales pitch,
17 and they really liked the line.

18 11. Around that point in the conversation, Ed Machnik, the owner of
19 Holiday Powersports, walked by and introduced himself. Either Ed or his son
20 Jim asked about our internet discounting policy, and I told him we did not allow
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1 discounting online, and we did not sell through internet-only retailers. Ed told
2 us that he knew that VEGA Helmets were sold online at a discount. Claudia
3 and I told him that was not true, so he went to an office, and came back with a
4 print-out of a Leatherup.com internet advertisement. That was the first time I
5 saw the ad claiming that Leatherup.com sold VEGA Helmets at a 50%
6 discount. Claudia and I were floored when we saw the ad.
7

8 12. At that point, I had never heard of Leatherup.com. I suspected the
9 ad was false, because VEGA Helmets are not sold on the internet and because
10 they couldn't make any money if they were selling VEGA helmets at 50% off.
11

12 13. Prior to Ed showing us the ad, the sales call was going in a positive
13 direction. We would have had a much better shot with Holiday Powersports if
14 the owner hadn't seen the Leatherup.com ad claiming to sell VEGA helmets at
15 a 50% discount.
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2 14. Claudia called Jeanne DeMund, owner of Soaring Helmet, and told
3 her about Leathcrup.com and the ad, and the way it hurt our sales call.
4

5 I declare under penalty of perjury under the laws of the state of Michigan
6 and the United States that the foregoing is true and correct to the best of my
7 knowledge.

8 Executed at 11:00 AM this 21TH day of November, 2010.

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11 Wayne Layman
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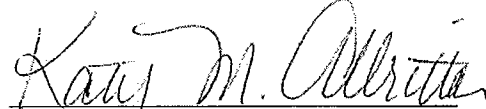
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CERTIFICATE OF SERVICE

I hereby certify that I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the following persons/attorneys of record:

Ms. Katherine Hendricks
Ms. Stacia N. Lay
HENDRICKS & LEWIS, PLLC
901 Fifth Avenue, Suite 4100
Seattle, WA 98164

Dated this 22nd day of November, 2010, at Seattle, Washington.



Katy M. Albritton
Legal Assistant

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