

1 **KRONENBERGER BURGOYNE, LLP**  
Henry M. Burgoyne, III (CA Bar No. 203748)  
2 Karl S. Kronenberger (CA Bar No. 226112)  
Jeffrey M. Rosenfeld (CA Bar No. 222187)  
3 Margarita Calpotura (CA Bar No. 244711)  
150 Post Street, Suite 520  
4 San Francisco, CA 94108  
Telephone: (415) 955-1155  
5 Facsimile: (415) 955-1158  
hank@kronenbergerlaw.com  
6 karl@kronenbergerlaw.com  
jeff@kronenbergerlaw.com  
7 margarita@kronenbergerlaw.com

8 Attorneys for Defendant, AZOOGLEADS.COM, INC.  
9  
10

11 **UNITED STATES DISTRICT COURT**  
12 **NORTHERN DISTRICT OF CALIFORNIA**

13 **ASIS INTERNET SERVICES**, a California  
14 corporation,

15  
16 Plaintiff,

17 vs.

18 **OPTIN GLOBAL, INC.**, a Delaware  
Corporation, also dba Vision Media Limited  
19 Corp., USA Lenders Network, USA Lenders,  
and USA Debt Consolidation Service; et al.,

20 Defendants.  
21  
22

Case No. C-05-5124 JCS

**SUPPLEMENTAL DECLARATION OF  
DONALD H. MATHIS IN SUPPORT OF  
AZOOGLEADS.COM, INC.'S  
23 RESPONSES TO ASIS INTERNET  
24 SERVICES'S EVIDENTIARY  
25 OBJECTIONS**

Date: March 14, 2008  
Time: 1:30 p.m.  
26 Ctrm: A, 15<sup>th</sup> Floor

The Honorable Joseph C. Spero

27 I, Donald H. Mathis, declare as follows:

28 1. I am the President of Azoogles.com, Inc. ("Azoogles"), a party to this action.  
As the President, I exercise supervisory authority over Azoogles's compliance department. I  
provide this supplemental declaration in support of Azoogles's Responses to ASIS Internet

1 Services's Evidentiary Objections. Unless otherwise stated, I have personal knowledge of the  
2 facts stated herein.

3 2. As part of my responsibilities during my tenure at Azoogle, I have regularly  
4 reviewed certain categories of Azoogle's business records, and I am personally familiar with the  
5 manner in which these documents are prepared and, as necessary to Azoogle's business,  
6 preserved. Among these categories of documents are those regarding Azoogle's business model,  
7 compliance efforts, and business practices. The above-described categories of records are  
8 regularly and contemporaneously prepared in the course of Azoogle's business by Azoogle  
9 personnel with direct and accurate knowledge of the events described therein. Certain of these  
10 business records have been produced to ASIS Internet Services ("ASIS").

11 3. My initial employment at Azoogle included responsibility for overseeing  
12 Azoogle's compliance efforts. These efforts included Azoogle's ongoing communications with  
13 public interest group the Spamhaus Project ("Spamhaus"). I spent considerable time reviewing  
14 such correspondence, which was kept by Azoogle in the ordinary course of its business. I  
15 eventually became the point person for Azoogle's interactions with Spamhaus, including the  
16 ongoing email chain between Azoogle and Spamhaus, which had begun in February 2005.

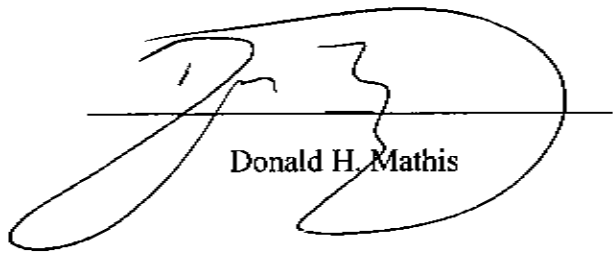
17 4. I examined the Spamhaus emails attached as Exhibit B to the Declaration of  
18 Margarita Calpotura In Opposition to Plaintiff ASIS Internet Services, Inc.'s Motion for  
19 Summary Adjudication of Issues ("Calpotura Decl."). I personally, was the recipient or sender  
20 for many of these emails. Prior to my continuing Azoogle's correspondence with Spamhaus, I  
21 reviewed and familiarized myself with the earlier emails. Based upon my review, and upon my  
22 personal, percipient knowledge gained from my day to day activities while employed at Azoogle,  
23 I am confident that Exhibit B to the Calpotura Decl. is a true and correct copy of the email chain  
24 between Azoogle and Spamhaus.

25 5. The statements made in my original Declaration of Donald Mathis In Opposition  
26 to ASIS Internet Service's Motion for Summary Adjudication ("Original Declaration") were  
27 either based on personal, percipient knowledge or on my review of Azoogle's business records  
28 kept in the ordinary course of its business. Specifically:

- The statements contained in Paragraphs 5, 8, 9, 11, 13-17, 20-24, and 26-28 of my Original Declaration were based on my personal, percipient knowledge of Azoogle's business practices and events that occurred at Azoogle. My knowledge of the statements contained in these paragraphs was not derived from the review of specific documents, but rather from my day to day activities while employed at Azoogle, and my familiarity with Azoogle's business model. These statements are consistent with Azoogle's business records summarizing Azoogle's business model, compliance efforts, and business practices.
- The statements contained in Paragraphs 6 and 24 of my Original Declaration were based on my personal involvement investigating email complaints as part of my employment responsibilities, on my managing and otherwise overseeing Azoogle's compliance efforts, and on my regularly interfacing with other Azoogle personnel also involved in Azoogle's compliance efforts.
- The statements contained in Paragraphs 4 and 7 of my Original Declaration were based on my personal, percipient knowledge of Azoogle's business model and practices. My knowledge of the statements contained in these paragraphs was not derived from the review of specific documents, but rather from my employment duties and responsibilities while employed at Azoogle.

6. A true and correct copy of the certified deposition transcript of my testimony, taken on May 23, 2007 and provided to counsel is attached hereto as Exhibit A.

I declare under penalty of perjury of the laws of the United States that the foregoing is true and correct and that this Declaration was executed on March 7, 2008, at New York, New York.



Donald H. Mathis

**Exhibit A**

**(Conditionally Filed Under Seal)**