

1 GRADSTEIN & MARZANO, P.C.
HENRY GRADSTEIN (89747)
2 hgradstein@gradstein.com
3 MARYANN R. MARZANO (96867)
mmarzano@gradstein.com
4 DANIEL B. LIFSCHITZ (285068)
dlifschitz@gradstein.com
5 6310 San Vicente Blvd., Suite 510
Los Angeles, California 90048
6 Tel: 323-776-3100

7 SUSMAN GODFREY L.L.P.
8 STEPHEN E. MORRISSEY (187865)
smorrissey@susmangodfrey.com
9 STEVEN G. SKLAVER (237612)
ssklaver@susmangodfrey.com
10 KALPANA SRINIVASAN (237460)
ksrinivasan@susmangodfrey.com
11 1901 Avenue of the Stars, Suite 950
12 Los Angeles, CA 90067-6029
Tel: 310-789-3100
13 Fax: 310-789-3150

14 Attorneys for Plaintiff and the Class
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16 **UNITED STATES DISTRICT COURT**
17 **CENTRAL DISTRICT OF CALIFORNIA**
18 **WESTERN DIVISION**

19 FLO & EDDIE, INC., a California
corporation, individually and on behalf of
20 all others similarly situated,

21 Plaintiff,

22 v.

23 SIRIUS XM RADIO, INC., a Delaware
corporation; and DOES 1 through 10,
24

25 Defendants.
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Case No. CV13-05693 PSG (GJSx)

**DECLARATION OF HENRY
GRADSTEIN REGARDING
MOTION IN LIMINE NO. 11 TO
PRECLUDE DR. KEITH R. UGONE
FROM TESTIFYING CONCERNING
(1) SIRIUS XM's COSTS (2)
ALTERNATIVE DAMAGE MODELS
(3) ALLOCATION OF PRE-1972
SUBSCRIPTION REVENUE TO
TALK CHANNELS AND (4)
UNFOUNDED MATTERS BEYOND
UGONE'S EXPERTISE**

1 I, Henry Gradstein, hereby declare and state as follows:

2 1. I am an attorney duly licensed to practice law in the State of California
3 and admitted to practice before the United States District Court for the Central
4 District of California since 1979. I am a partner in the law firm of Gradstein &
5 Marzano, P.C. (“G&M”), which has been appointed as Co-Lead Class Counsel in
6 the above-entitled action. I have personal knowledge of the facts set forth herein,
7 and if called upon to testify as a witness, I could and would do so competently.

8 2. On May 8, 2015, G&M took the deposition of Dr. Keith Ugone,
9 Defendant Sirius XM Radio., Inc.’s expert witness. A true and correct copy of
10 relevant excerpts from this deposition is attached hereto as **Exhibit 1**.

11 3. On April 15, 2015, Sirius XM served G&M with the Rebuttal Expert
12 Report of Keith Ugone. A true and correct copy of this report is attached hereto as
13 **Exhibit 2**.

14 4. On September 28, 2016, Sirius XM served G&M with the
15 Supplemental Rebuttal Expert Report of Keith Ugone. A true and correct copy of
16 this report is attached hereto as **Exhibit 3**.

17 I declare under penalty of perjury under the laws of the United States that the
18 foregoing is true and correct.

19 Executed this 30th day of September, 2016, at Los Angeles, California.

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/s Henry Gradstein _____
Henry Gradstein