

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

IN RE LITERARY WORKS IN ELECTRONIC
DATABASES COPYRIGHT LITIGATION

Master Docket No. M-21-90 (GBD)
(MDL # 1379)

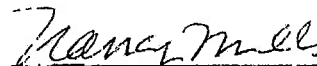
DECLARATION OF NANCY MILLS IN SUPPORT OF
FINAL SETTLEMENT APPROVAL

I, Nancy Mills, hereby declare as follows:

1. I am a freelance author and class member in the In re Literary Works In Electronic Databases Copyright Litigation, MDL 1379. I submit this declaration in support of Plaintiffs' motion for final approval of the proposed Settlement. I have personal knowledge of the facts stated herein and, if called on to do so, could and would testify competently thereto.
2. I have been publishing literary works as a freelance author since 1968
3. I believe that I have literary works which are covered under the proposed Settlement, and will be filing my claim in the Settlement. My claim under the Settlement is comprised of approximately 2,500 works, categorized as C works. Under the plan of allocation matrix preliminarily approved by the District Court, I have estimated that my claim is worth \$15,000.
4. In my claim, I will not enforce my "takedown" rights, as I wish to receive 100% of my allocated Settlement proceeds, representing damages for the past infringements and a dollar value for the Defendants' non-exclusive use of those works going forward.

5. I support this class action Settlement as fair to the Class members, and want to receive my permitted share of the Settlement proceeds as approved by the District Court.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed September 15, 2005 at Manhattan Beach, CA.


NANCY MILLS