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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

SHIRLEY "RAE" ELLIS, LEAH
HORSTMAN and ELAINE SASAKI, on
behalf of themselves and all others
similarly situated,

Plaintiffs,

v.

COSTCO WHOLESALE
CORPORATION,

Defendant.

Case No. C-04-3341 MHP

**DECLARATION OF ELAINE SASAKI IN
SUPPORT OF PLAINTIFFS' MOTION
FOR CLASS CERTIFICATION**

1 I, Elaine Sasaki, declare:

- 2 1. I make this statement on the basis of my personal knowledge and, if called as a witness,
3 could and would testify to its contents. I am female, a resident of California, and
4 currently employed by Costco.
- 5 2. I was hired in September 1985 as a Cashier at the Costco warehouse in Fresno,
6 California. The Fresno warehouse was Costco's first warehouse in California. I was
7 twenty-two years old and working part-time while studying economics at California State
8 University, Fresno.
- 9 3. In mid 1986, I began working full-time. Between 1986 and 1987, I worked alternately as
10 a Cashier and a Caller (assisting the Cashiers by calling out prices). In 1987, I was
11 promoted to Refund Cashier. I was responsible for refunding members' unsatisfactory
12 purchases, handling customer service complaints, and updating membership files. This
13 position was not posted and I did not apply for it. I was simply told of the promotion.
- 14 4. Later in 1987, I made a lateral move from Refund Cashier to Inventory Auditor. I held
15 that position from 1987 to October 1990. I performed the inventory control, compiled
16 weekly reports on accounting discrepancies, audited departments, and recommended
17 action to remediate accounting and inventory problems.
- 18 5. In mid 1990, I learned that Costco was opening a new building in Clovis, California. I
19 was aware of advancement opportunities at this new warehouse because the man who had
20 been chosen to be Warehouse Manager of the Clovis location was in the Fresno
21 warehouse at the time. I do not recall there being any postings for the new positions, nor
22 any formal application process. I wrote to Craig Jelinek, a Divisional Manager at the
23 time, asking to be considered for a position in the new building.
- 24 6. My request for a relocation and promotion was granted. I moved to Clovis in November
25 1990 to become a Front End Manager. This was my first salaried position. I held it
26 through April 1992. My performance evaluation from July 1991 reflects that I excelled
27 as a Front End Manager. Attached as Exhibit 1 is a true and correct copy of my
28 evaluation, entitled "Costco Wholesale Performance Evaluation," dated July 29, 1991.

- 1 7. In May 1992, I took a position as “Manager In Training.” The Warehouse Manager,
2 Lawrence Hoover, told me that the Manager In Training job was a six-month rotation that
3 would enhance my chances at moving up in the company. I did not apply for this
4 position, and to my knowledge it was not posted. I was simply tapped on the shoulder
5 and asked if I was interested. I was interested in moving up, and so I took the position.
6 As my 1992 performance evaluation reflects, I was an excellent Manager In Training. I
7 was beginning to be concerned, however, that Costco’s promotion and evaluation system
8 was unduly subjective. On my performance evaluation, I wrote, “I think that the
9 effectiveness of a manager should be measured by the end result—attaining your goals—
10 rather than a difference in approach or management style.” Attached as Exhibit 2 is a
11 true and correct copy of my evaluation, entitled “Costco Warehouse Performance
12 Evaluation,” dated August 21, 1992.
- 13 8. When I completed the Manager In Training rotation, I became the Foods Area Manager.
14 I worked as Foods Area Manager from January 1993 to September 1993. Since I had
15 already held a senior management position, the foods area position was technically a
16 demotion, although my pay was not reduced. Nonetheless, I believed that working as
17 Foods Area Manager would give me valuable experience in merchandising and enhance
18 my future opportunities at Costco. My performance review in 1993 was outstanding.
19 Under “goals,” Lawrence Hoover, the Warehouse Manager, wrote, “attain the position of
20 asst. whse. Mgr. (Ready Now.)” Attached as Exhibit 3 is a true and correct copy of my
21 evaluation, entitled “Costco Warehouse Performance Evaluation,” dated September 12,
22 1993.
- 23 9. In September 1993, I was rotated into the Administration Manager position, and in April
24 1994 I was rotated into the Merchandising Manager position. In each job, I performed
25 extremely well. On my August 1994 performance evaluation, my manager gave me a
26 stellar review and again indicated that I was ready to be promoted to an Assistant General
27 Manager position, as he had also written the year before. On the same evaluation, I
28 wrote: “I plan to actively seek promotion thru applying for new openings.” Attached as

1 Exhibit 4 is a true and correct copy of my evaluation, entitled "Costco Wholesale
2 Performance Evaluation," dated September 10, 1994.

3 10. I was indeed active in seeking a promotion, and I expressed interest in positions
4 whenever I was aware of an opening. Because there was no system for finding out about
5 job openings at the Assistant General Manager and General Manager levels, however, I
6 had to rely on word of mouth. I discovered that you have to be in the right place at the
7 right time to hear about an opening before it is filled. Nonetheless, I did everything I
8 could to make myself visible to my superiors. For example, I took on the responsibility
9 of being Safety Coordinator, United Way Coordinator, and Children's Miracle Network
10 Coordinator for the Clovis warehouse. The warehouses benchmark each of these
11 activities, keeping track of how much money the warehouses raise, what percentage of
12 employees participate, and what the safety report is every thirty days. My name was on
13 these reports, which were sent to the higher level Costco managers along with the other
14 warehouse benchmarks. I took on these responsibilities in order to demonstrate my
15 dedication to Costco and to make myself visible to the District and Regional Vice
16 Presidents.

17 11. Between 1993 and 1995, I submitted a letter of interest and a resume for several Assistant
18 General Manager positions, as I found out about them. I was willing to relocate myself
19 and my family if it meant moving up in the Company. I requested a transfer and
20 promotion to Assistant General Manager at the Kona warehouse in Hawaii, the San
21 Francisco warehouse in California, the Brookfield warehouse in Connecticut, and the
22 new warehouse in Hong Kong. I was passed over for all of these positions.

23 12. In February 1995, I was rotated from Merchandising Manager to Receiving Manager. I
24 had now completed all four senior management rotations in the Clovis warehouse. I had
25 been rated as ready to be promoted to Assistant General Manager for two years, and had
26 expressed willingness to move and an interest in promotion. I feared my career had
27 stalled in the senior staff position.

28

- 1 13. In March 1995, John Booth, Vice President of Operations for the Bay Area Region,
2 called me and said he had an opening in the Northern California Regional Buying Office
3 for a Regional Administrative Assistant. I told Mr. Booth that I was not interested in
4 taking a secretarial job, but he explained to me that it was a high-profile position, and that
5 it would be a good way for me to meet Costco executives and enhance my promotability.
6 Consequently, I sent a transfer request to Steve Polos at the Northern California Regional
7 Buying Office to be considered for the Regional Administrative Assistant opening. Like
8 many rotations and promotions at Costco, there was no formal posting or bidding process
9 for this position; after Mr. Booth called me and I expressed interest, the job was mine.
10 The person who held the position immediately before I did, Lou Bettencourt, was also
11 female.
- 12 14. As Regional Administrative Assistant from May 1995 to November 1996, I learned how
13 the regional office works and how it relates to the warehouses. My job responsibilities
14 were indeed secretarial, but I was able to meet all of the Warehouse Managers in the
15 region and develop a rapport with several of the higher-level managers, which I thought
16 would be useful to me when I sought promotion opportunities.
- 17 15. In autumn 1996, Jeff Long, Senior Vice President for the Northeast Region, called me
18 and asked if I was interested in an Assistant General Manager position in Chico,
19 California. I was excited about this position, although it required moving my household.
20 Once again, I was not asked to interview for this position; it was offered to me and I
21 accepted.
- 22 16. In November 1996, I began working at the Chico warehouse as the Assistant General
23 Manager over administration. My Warehouse Manager, Guy Berry, gave me a fantastic
24 review in 1997. Under "goals," Mr. Berry wrote, "to become a warehouse manager."
25 Attached as Exhibit 5 is a true and correct copy of my evaluation, entitled "Costco
26 Wholesale Performance Evaluation," dated November 1, 1997.
- 27 17. I continued to excel as an Assistant General Manager. In August 1998, Mr. Berry wrote
28 a detailed and extremely positive review of my performance at his warehouse. Mr. Berry

1 wrote that I was “responsible for the total operation of the Chico Building.” He stated, “I
2 can easily see Elaine operating her own warehouse in the future.” Attached as Exhibit 6
3 is a true and correct copy of this review, entitled “Performance Review,” dated August
4 10, 1998.

5 18. When the other Assistant General Manager at the Chico warehouse left, I was rotated to
6 be in charge of the merchandising department. On my November 1999 performance
7 evaluation, my Warehouse Manager indicated that “it will just be a matter of time” before
8 I am promoted to Warehouse Manager. Attached as Exhibit 7 is a true and correct copy
9 of my evaluation, entitled, “Costco Wholesale Chico #136 Yearly Manager Review,”
10 dated November 30, 1999.

11 19. In early 2000, Jeff Abadir, Vice President of Operations for the Bay Area Region, called
12 me to tell me that I was on Costco’s “promotable list” and I might be getting recruitment
13 phone calls from other regions. This was the first time I had heard of the “promotable
14 list.” By the year 2000, I had been an Assistant General Manager for nearly four years
15 and a Costco employee for fifteen years. I knew I was well prepared to become a
16 Warehouse Manager.

17 20. Shortly after Mr. Abadir’s phone call, I drove to the regional office and met with
18 Regional Operations Vice Presidents John Booth and Jeff Abadir, and Senior Vice
19 President Dennis Hoover, in Mr. Hoover’s office. The men asked me if I was interested
20 in transferring to the Clovis store. I asked if they were offering me a promotion. They
21 said that it was a lateral move, but it was only temporary. They needed an Assistant
22 General Manager in the Clovis warehouse for a few months in the spring and summer of
23 2000. After that, they told me there would be a new building opening in North Fresno. I
24 said I was very interested in being the Warehouse Manager of that building. Mr. Abadir
25 told me, “If you have to wait a year for a building, would you rather wait in Chico or in
26 Clovis?” I agreed to fill the temporary position in Clovis, with the understanding that I
27 was in line for a promotion to Warehouse Manager within the year. This was the fourth
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1 time that I relocated in order to satisfy the requests of Costco executives, who I thought
2 were interested in helping me advance my career.

3 21. I left Chico in March 2000 and transferred back to the Clovis warehouse. This was my
4 first lateral transfer as Assistant General Manager. My performance evaluation at Clovis,
5 given to me in November 2000, reflected that I was performing above expectations, as
6 usual. Among other accolades, my Warehouse Manager noted, "Elaine's attendance is
7 excellent. She is very flexible with her schedule and works whenever needed." I
8 continued to communicate my ambitions to my supervisors. The performance evaluation
9 noted, "Elaine has expressed her desire to become a Warehouse Manager." Attached as
10 Exhibit 8 is a true and correct copy of my evaluation, entitled "Performance Evaluation,"
11 dated November 3, 2000.

12 22. In November 2000, the Texas Regional Operations Vice President, Mario Omoss,
13 contacted me. Mr. Omoss asked me if I would move to the Texas region as an Assistant
14 General Manager. When I spoke with Mr. Omoss, I told him that I was interested in
15 being promoted to Warehouse Manager as soon as possible. I had no interest in moving
16 to Texas just to remain an Assistant General Manager. Mr. Omoss told me that Texas
17 was a new region, and Costco was opening more buildings in Texas than in Northern
18 California. He told me that there were more opportunities for advancement in his region.

19 23. In November 2000, I relocated again, moving to the Fresno warehouse. This was my
20 fifth relocation at Costco and my second lateral transfer as Assistant General Manager.
21 Like my relocation to Clovis, my placement in Fresno was only temporary. I was waiting
22 to hear from Mr. Omoss about transferring to Texas.

23 24. In March 2001, Mr. Omoss hired me as Assistant General Manager in the Willowbrook
24 warehouse in Texas. When I relocated to Texas, it was my third lateral move as Assistant
25 General Manager.

26 25. After moving to Texas to take advantage of Omoss's promise of Costco's rapid
27 expansion there, and the potential promotional opportunities that expansion would create,
28 my Warehouse Manager, Bruce Marteney, told me that sales growth in the Texas market

1 was sluggish and the plans for expansion in Texas had slowed. Mr. Marteney was not
2 active in helping me get promoted; he arrived in Texas from southern California with a
3 group of managers also from southern California. Mr. Marteney and I had a fine working
4 relationship, but I was never part of his in-group, and was excluded from social events he
5 hosted. Because promotions were heavily dependent on personal relationships, I felt that
6 this could sharply limit my chances at promotion.

7 26. I worked at the Willowbrook warehouse for about fifteen months, until June 2002. I
8 called Regional Vice President Dennis Hoover and told him that I wanted to be promoted
9 to Warehouse Manager, and I was willing to relocate in order to do so. I had already
10 relocated for a lateral position three times, when I moved from Chico to Clovis, from
11 Clovis to Fresno, and from Fresno to Texas. I told Mr. Hoover that I did not want to
12 relocate again for a lateral move. He told me that if I relocated to Visalia as Assistant
13 General Manager, I would be promoted to Warehouse Manager in one to two years, when
14 Warehouse Manager Denny Carlisle was relocated. He also said that he was expecting to
15 open five to seven new buildings over the next eighteen months. The new buildings
16 would provide a number of opportunities for promotion.

17 27. I transferred to Visalia in June 2002 as Assistant General Manager over administration.
18 This was my fourth lateral transfer as Assistant General Manager. When he transferred
19 me into this position, Regional Vice President Dennis Hoover asked me to take control of
20 the Visalia warehouse. "I want you to run that building," he said. The building's recent
21 performance was mediocre and Mr. Hoover told me that he thought I could bring it up to
22 higher standards.

23 28. To my knowledge, Vice President Hoover did not tell the Warehouse Manager of the
24 Visalia warehouse, Dennis Carlisle, that I would be "running" his warehouse. Mr.
25 Carlisle continued to manage the warehouse, allowing me only those responsibilities
26 typically given to Assistant General Managers. The gap between Mr. Hoover's
27 expectations and Mr. Carlisle's expectations put me in a very difficult position.
28

1 29. I worked as Assistant General Manager over administration for about a year and a half.
2 During that period, from June 2002 through the end of 2003, my benchmarks were
3 among the top five in the region. The warehouse walks by senior management at Visalia
4 were very positive. My continuing goal was to be Warehouse Manager, which I
5 indicated on both my 2002 and 2003 performance reviews.

6 30. In October 2002, I went on a van tour with Regional Vice President Dennis Hoover. Mr.
7 Hoover traveled around the region with numerous Warehouse Managers and some
8 Assistant General Managers, touring warehouses and evaluating their performance and
9 presentation. It was a two day/one night training exercise for Warehouse Managers and
10 high-potential Assistant General Managers. Until that point, Mr. Hoover had been a
11 strong advocate for my promotion. During the van tour, however, his behavior made me
12 increasingly uncomfortable. When just he and I were in the van together, parked outside
13 of a warehouse, he touched my thigh and my shoulder. Concerning my advancement in
14 the company, he said, "Stick with me twenty-four hours." When I replied that I would be
15 spending all day working with him, he looked me in the eye and said, "no—twenty-four
16 hours." I was immediately concerned that Mr. Hoover was letting his personal feelings
17 for me interfere with his professional assessment of my career.

18 31. On the same van trip, Mr. Hoover sat next to me during dinner. He made me very
19 uncomfortable by coming too close to me, physically, and talking to me about his
20 personal life outside of work. Because I was so uncomfortable with Mr. Hoover's
21 behavior, I left dinner early. Mr. Hoover left with me and followed me into the elevator.
22 My room was on a lower floor and Mr. Hoover's room was several floors above. His
23 body language made it clear to me that he wanted me to come up to his hotel room with
24 him. When I got off at the fourth floor and said goodnight, I felt that I had doomed my
25 chances at promotion at Costco.

26 32. Mr. Hoover's advances made me question whether he could exercise objective judgment
27 about my promotability. Unfortunately, without his sponsorship, my chances at
28 becoming a Warehouse Manager were greatly diminished.

1 33. After the incident on the 2002 van tour, Mr. Hoover's assessment of my performance
2 changed significantly. On the next warehouse walk, Mr. Hoover said that he was not
3 seeing the improvements he had hoped to see at Visalia. His tone was unexpectedly
4 negative. The Warehouse Manager at Visalia, Dennis Carlisle, and Don Christensen, the
5 other Assistant General Manager, noted that the warehouse walks had gone from positive
6 to negative, without explanation. I confronted Mr. Hoover about this downturn. I told
7 him that I felt he was not holding me to the same standard as other Assistant General
8 Managers. He answered, "No, I have higher standards for you." This confirmed my
9 concern that Costco does not have a fair, objective system for promoting its employees.

10 34. In November 2002, a Warehouse Manager position opened up at the North Fresno
11 location. I was unfairly passed over for this promotion and the job was given to Jim
12 Harris. This was the position Mr. Hoover, Mr. Abadir, and Mr. Booth had discussed with
13 me when I moved from Chico to Clovis in 2000. The three men led me to believe that I
14 would be promoted to this position when it opened. To my knowledge, when the position
15 became available in 2002, no interviews were held. I was not interviewed for the
16 position and the opening was not posted. I was fully qualified for this position; indeed, in
17 my opinion I was better qualified than Mr. Harris, the man who got the job. Mr. Harris
18 had breached the Manager's Ethic by dating and pursuing romantic relationships with his
19 employees. Despite his conduct, Mr. Harris rapidly rose to the Warehouse Manager
20 position. When I heard that Mr. Harris had been given the Warehouse Manager position
21 at the North Fresno warehouse, I called Mr. Hoover to ask why I had not received the
22 position, as he, Mr. Abadir, Mr. Booth and I had discussed in 2000. Mr. Hoover gave me
23 no explanation for why I was passed over.

24 35. Since I was placed on the "promotable list" in 2000, I have been passed over for several
25 other Warehouse Manager positions for which I was qualified, including Carson City,
26 Tracy, Vacaville, Gilroy, Folsom, Citrus Heights, and Turlock. These openings were not
27 posted and I learned about them only after they were filled. During this period, I have
28

1 been persistent and proactive about communicating my goals to my superiors, but I have
2 been unable to advance my career.

3 36. In September 2003, I wrote to Judy Vadney, Director of Human Resources, raising my
4 concern that I was not being promoted fairly. When I wrote the letter, I had been a
5 Costco employee for eighteen years; in those eighteen years I observed that the company
6 did not have an adequate system for offering each employee “a fair and consistent
7 opportunity for advancement,” as I wrote in my letter. To illustrate this failure, I
8 described my own experience at Costco. I explained that the managers above me, who
9 were making decisions about my career, were judging me on the basis of subjective,
10 individualized criteria. In my letter, I told Ms. Vadney, “I want to be evaluated on facts.
11 I want to be held to the same standards as my peers, but it does not help that these
12 standards seem to shift with each meeting.” Attached as Exhibit 9 is a true and correct
13 copy of my letter to Ms. Vadney, dated September, 2003.

14 37. Ms. Vadney met with me to discuss these concerns. I explained to her that I was
15 concerned about my own promotion opportunities, but I was equally concerned that many
16 other employees at Costco were being held back by the arbitrary and inconsistent
17 promotion system. I recounted Mr. Hoover’s inappropriate behavior on the 2002 van
18 tour to illustrate how favoritism and subjectivity could trump stellar job performance,
19 when it came to promotion decisions. Ms. Vadney responded by telling me that years
20 earlier, when she had been in the warehouses, she, too, had to suffer inappropriate
21 behavior from her male superiors.

22 38. After our conversation, Ms. Vadney sent me a letter explaining that she had
23 “investigated” my concerns and concluded that they were unsupported and
24 uncorroborated. Her letter made it clear that she treated my grievance as a sexual
25 harassment complaint, a charge that I never made, and that she had limited her
26 investigation accordingly. Ms. Vadney ignored my concerns about Costco’s promotion
27 policies. If she had properly investigated my complaint, she would have been forced to
28 acknowledge that Costco’s subjective promotion policies systematically disadvantage

1 women employees. Attached as Exhibit 10 is a true and correct copy of Ms. Vadney's
2 letter to me, dated December 30, 2003.

3 39. At the end of 2003, I rotated over the merchandising departments at Visalia. In 2004, I
4 rotated over the ancillary departments. My continuing goal is to be a Warehouse
5 Manager anywhere in the country, but I see my chances at promotion diminishing as I am
6 passed over for opening after opening.

7 40. On or about March 1, 2005, having been an Assistant Manager for more than nine years,
8 I filed a Charge of Discrimination with the Equal Employment Opportunity Commission
9 (EEOC) through my attorney. Attached as Exhibit 11 is a true and correct copy of the
10 EEOC charge dated, March 1, 2005. Attached as Exhibit 12 is a true and correct copy of
11 the Notice of Right to Sue which I received from the EEOC.

12 41. In October 2005, the Warehouse Manager at Clovis, Tammy Loveland, retired. I called
13 Doug Schutt, Executive Vice President for the Northern Region, and John Booth, Vice
14 President of Operations for the Bay Area Region, and told them I was interested in being
15 promoted to Warehouse Manager at Clovis. I had worked at the Clovis warehouse for
16 nearly five years and had held all four senior staff positions in that warehouse as well as
17 the Assistant General Manager position. Mr. Booth responded to me in writing. His
18 letter informed me that he appreciated my phone call but he didn't think that I would be a
19 strong candidate for the Clovis position. I know of no objective basis for Mr. Booth's
20 statement. As my performance evaluations indicate, my work for Costco has been
21 nothing short of outstanding.

22 42. After working for Costco for more than twenty years, watching scores of warehouses
23 open, I have not yet reached my goal of becoming a Warehouse Manager. I have
24 relocated eight times. I have worked in six different warehouses and one regional office.
25 I have held every staff manager position and I have been Assistant General Manager in
26 five different warehouses for a total of ten years. I have had excellent reviews, and have
27 been promised more than once that a promotion would be forthcoming. I believe that
28 Costco discriminated against me and denied me promotions because I am a woman.

1 43. Costco prides itself on its commitment to employee development. However, Costco is
 2 not implementing the diversity principles it claims to believe in. In Costco lingo, we are
 3 not “walking the talk.” Personally, this is very disappointing and disillusioning. For over
 4 20 years, I have been proud to say, “I work for Costco.” I have conducted myself and
 5 made decisions true to Costco’s Mission Statement: (1) obey the law, (2) take care of our
 6 members, (3) take care of our employees, (4) respect our vendors, and if we follow these
 7 four principles, we will (5) reward our shareholders. Costco is a data driven company:
 8 we measure every incremental success and failure. My experience with Costco has
 9 demonstrated time and time again that the company succeeds in any area that it focuses
 10 on. The company’s failure to create a diverse workforce, in my opinion, denotes a true
 11 lack of commitment to eliminating bias from the promotion system. I am not
 12 comfortable being part of an organization that discriminates, and I feel that I have an
 13 obligation to do something to see that it stops.

14 44. I joined this lawsuit as a named plaintiff because I believe Costco can and should offer
 15 every employee a fair opportunity for promotion, regardless of gender. I believe that a
 16 class action lawsuit is the only means of forcing Costco to implement the kind of
 17 personnel practices that would ensure this fair opportunity for women. My personal
 18 efforts to ensure fair treatment and objective standards for promotion were unsuccessful.
 19 While I certainly feel strongly about what happened to me personally, making systemic
 20 changes is my primary goal as a plaintiff. I understand the responsibilities of a named
 21 plaintiff and I am prepared to fulfill my duties to the women in the class.

22
 23 I declare under penalty of perjury of the laws of the United States of America and the
 24 State of California that the foregoing is true and correct.

25 This Declaration was signed by me on Aug. 22, 2006, at
 26 Fresno, California.

27 
 28 Elaine Sasaki