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17 **UNITED STATES DISTRICT COURT**
18 **CENTRAL DISTRICT OF CALIFORNIA, SOUTHERN DIVISION**

19 UNITED STATES OF AMERICA,
20
21 Plaintiff,

22 vs.

23 STUART CARSON, HONG
24 CARSON, a/k/a "Rose Carson,"
25 PAUL COSGROVE, DAVID
26 EDMONDS, FLAVIO RICOTTI, and
27 HAN YONG KIM,
28

Defendants.

Case No. SA CR 09-0077-JVS

**DECLARATION OF
BRIAN M. HEBERLIG IN
SUPPORT OF REPLY
MEMORANDUM IN SUPPORT
OF MOTION TO INTERVENE
BY IMI plc AND CONTROL
COMPONENTS, INC.**

Assigned to: Hon. James V. Selna

Date: October 13, 2009
Time: 8:00 a.m.
Place: Courtroom 10C
411 West Fourth Street
Santa Ana, CA 92701-4516

FILED
2009 OCT - 6 PM 12: 35
U.S. DISTRICT COURT
CENTRAL DIST. OF CALIF.
SANTA ANA

ORIGINAL

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2 Pursuant to 28 U.S.C. § 1746, I, Brian M. Heberlig, hereby declare:

3 1. I am a partner in the Washington, D.C. office of Steptoe & Johnson
4 LLP (“Steptoe”). I am counsel to IMI plc (“IMI”) and its wholly-owned
5 subsidiary, Control Components, Inc. (“CCI”) (collectively “the Companies”). I
6 submit this declaration in support of the Reply Memorandum in Support of Motion
7 to Intervene by IMI plc and Control Components, Inc.

8 2. During the privileged internal investigation conducted by Steptoe on
9 behalf of IMI and a Special Committee of its Board of Directors (the “Steptoe
10 Investigation”), with the assistance of Ernst & Young (“EY) acting as counsel’s
11 agents, EY collected over 5.6 million documents that it compiled into three
12 searchable electronic databases stored on servers maintained in the United States
13 and the United Kingdom.¹ The two U.S.-based databases hold approximately 2.1
14 million and 1.7 million documents respectively, amounting to approximately 925
15 gigabytes of data, while the U.K.-based database holds approximately 1.8 million
16 documents, which amounts to 582 gigabytes of data. The databases do not contain
17 a precise page count of all of the documents. According to EY, using a
18 conservative estimate, there are 50,000 pages per gigabyte, which amounts to
19 approximately 75 million pages of documents in the three databases.

20 3. One of the electronic databases contains the entire content of the
21 computer hard drive of IMI’s general counsel.

22 4. On September 29, 2009, I tasked an associate at Steptoe to search in
23 the electronic databases for all emails on which IMI’s general counsel and another
24

25 ¹ CCI previously represented in its Sentencing Memorandum that the
26 databases contained 5.5 million *pages* of documents. In preparing this reply
27 memorandum, I tasked an associate to confirm the page count. I learned that in
28 fact that are approximately 5.6 million *documents* in the databases. We regret this
inadvertent error.

1 IMI in-house attorney were the authors, recipients or copied. The results of the
2 searches yielded 73,838 email messages for IMI's general counsel and 23,588
3 email messages for the IMI in-house attorney.

4 5. During the time period covered by the investigation, IMI was
5 represented in various matters by the outside law firms Steptoe, Allen & Overy,
6 and Pinsent Masons. On September 29, 2009, I also tasked an associate at Steptoe
7 to search the electronic databases for emails involving these three law firms. As
8 search for emails using the domain names of these law firms' email addresses in
9 the to, from or cc fields resulted in hits of 1,810 emails for Steptoe, 3,617 emails
10 for Allen & Overy, and 1,700 emails for Pinsent Masons.

11 6. During the Steptoe Investigation, certain "investigation materials"
12 were created that reflect counsel's attorney work product and attorney-client
13 privileged communications. To my knowledge, none of these materials are in the
14 possession of CCI or any of its employees. In addition, Steptoe has not provided
15 its interview memoranda or notes of witness interviews to anyone at CCI or IMI.

16 I declare under penalty of perjury that the foregoing is true and correct.
17 Executed on October 5, 2009, in Washington, D.C.

18
19 By: 
20 BRIAN M. HEBERLIG
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