

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

IN RE	:	MASTER FILE NO.
		CV-96-5238
VISA CHECK/MASTERMONEY	:	(Gleeson, J.) (Orenstein, M.J.)
ANTITRUST LITIGATION	:	
	:	
This Document Relates to: All Actions	:	

DECLARATION OF NICHOLAS JEAKINS

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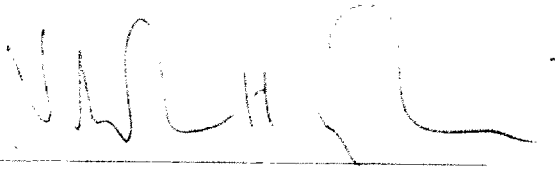
Counsel for Defendant Visa U.S.A. Inc.

I, Nicholas Jeakins, declare as follows:

1. I am the Vice President of Enterprise Reporting for Visa U.S.A. Inc. ("Visa"). I have held that position since approximately June 2004. I began working for Visa as the Manager of Business Research and Reporting in 1990. From 1990 to the present, my job responsibilities for Visa have included capturing, recording, and analyzing statistical data concerning Visa's business, including data showing transaction volumes on Visa-branded products concerning the payment card industry.

2. The Nilson Report is a trade publication that publishes various statistics and articles concerning the payment card industry. Every quarter, Visa staff compiles and transmits to the Nilson Report data showing transaction volumes on Visa-branded credit and off-line debit cards, and Interlink cards. I supervise the compilation and transmission of this data and have done so since 1996. The transaction volume figures that Visa sends to Nilson include purchases made at retail or other merchant outlets operated by the United States government, including, for example, Army and Air Force Exchange Service locations United States military bases. I have reviewed Visa transaction data as published by Nilson to verify that it is the same as the data submitted to Nilson by Visa. The Visa transaction data as published by Nilson includes the transaction volume of the United States government merchants.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that this declaration was signed in Foster City, California, on March 21, 2006.



NICHOLAS JEAKINS

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