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**UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
EASTERN DIVISION**

SLEEP NUMBER CORPORATION,

Plaintiff,

v.

AMERICAN NATIONAL
MANUFACTURING, INC.,

Defendant.

Case No. 5:18-cv-00357 AB (SPx)

**STIPULATED PROTECTIVE
ORDER**

[DISCOVERY MATTER]

1 A. PURPOSES AND LIMITATIONS

2 Discovery in this action is likely to involve production of confidential,
3 proprietary, or private information for which special protection from public
4 disclosure and from use for any purpose other than prosecuting this litigation may
5 be warranted. Accordingly, the parties hereby stipulate to and petition the Court to
6 enter the following Stipulated Protective Order. The parties acknowledge that this
7 Order does not confer blanket protections on all disclosures or responses to
8 discovery and that the protection it affords from public disclosure and use extends
9 only to the limited information or items that are entitled to confidential treatment
10 under the applicable legal principles. The parties further acknowledge, as set forth
11 in Section 12.3, below, that this Stipulated Protective Order does not entitle them to
12 file confidential information under seal; Civil Local Rule 79-5 sets forth the
13 procedures that must be followed and the standards that will be applied when a party
14 seeks permission from the court to file material under seal.

15 B. GOOD CAUSE STATEMENT

16 This action is likely to involve confidential product and patent information,
17 trade secrets, customer and pricing lists or records, software code, technical
18 drawings and reports, business and/or marketing plans, records, and analysis, and
19 other valuable research, development, commercial, financial, technical, and/or
20 proprietary information for which special protection from public disclosure and
21 from use for any purpose other than prosecution of this action is warranted. Such
22 confidential and proprietary materials and information further consists of, among
23 other things, confidential business or financial information, information regarding
24 products and patents, information regarding confidential business practices,
25 processes, operations, and style of work, or other confidential research,
26 development, or commercial information (including information implicating
27 privacy rights of third parties), information otherwise generally unavailable to the
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1 public, or which may be privileged or otherwise protected from disclosure under
2 state or federal statutes, court rules, case decisions, or common law. Accordingly,
3 to expedite the flow of information, to facilitate the prompt resolution of disputes
4 over confidentiality of discovery materials, to adequately protect information the
5 parties are entitled to keep confidential, to ensure that the parties are permitted
6 reasonable necessary uses of such material in preparation for and in the conduct of
7 trial, to address their handling at the end of the litigation, and serve the ends of
8 justice, a protective order for such information is justified in this matter. It is the
9 intent of the parties that information will not be designated as confidential for
10 tactical reasons and that nothing be so designated without a good faith belief that it
11 has been maintained in a confidential, non-public manner, and there is good cause
12 why it should not be part of the public record of this case.

13 2. DEFINITIONS

14 2.1 Action: this pending case and the related pending case against
15 Sizewise Rentals, LLC.

16 2.2 Challenging Party: a Party or Non-Party that challenges the
17 designation of information or items under this Order.

18 2.3 Confidential Information or Items: information (regardless of how it is
19 generated, stored or maintained) or tangible things that qualify for protection under
20 Federal Rule of Civil Procedure 26(c), and as specified above in the Good Cause
21 Statement.

22 2.4 Counsel: Outside Counsel of Record, House Counsel, as well as each
23 of their support staff.

24 2.5 Designating Party: a Party or Non-Party that designates information or
25 items that it produces in disclosures or in responses to discovery as
26 “CONFIDENTIAL,” “HIGHLY CONFIDENTIAL – OUTSIDE COUNSEL
27 ONLY,” or “HIGHLY CONFIDENTIAL SOURCE CODE — OUTSIDE
28

1 COUNSEL ONLY.”

2 2.6 Disclosure or Discovery Material: all items or information, regardless
3 of the medium or manner in which it is generated, stored, or maintained (including,
4 among other things, testimony, transcripts, and tangible things), that are produced
5 or generated in disclosures or responses to discovery in this matter.

6 2.7 Expert: a person with specialized knowledge or experience in a matter
7 pertinent to the litigation who has been retained by a Party or its counsel to serve
8 as an expert witness or as a consultant in this Action.

9 2.8 “HIGHLY CONFIDENTIAL – OUTSIDE COUNSEL ONLY”
10 Information or Items: extremely sensitive “Confidential Information or Items”
11 whose disclosure to another Party or Non-Party would create a substantial risk of
12 serious harm that could not be avoided by less restrictive means.

13 2.9 “HIGHLY CONFIDENTIAL SOURCE CODE – OUTSIDE
14 COUNSEL ONLY” Information or Items: extremely sensitive “Confidential
15 Information or Items” if it comprises or describes Source Code. “Source Code”
16 means computer/software code, scripts, assembly language, source code,
17 object/executable code, source code listings, object code listings and descriptions
18 of object code, Hardware Description Language (HDL) or Register Transfer Level
19 (RTL) files that describe the hardware design of any ASIC or other chip, and
20 formulas, engineering specifications, or schematics that define or otherwise
21 describe in detail the algorithms or structure of software. Source Code documents
22 at least include (1) printed documents that contain or refer to selected Source Code
23 components; (2) electronic communications and descriptive documents, such as
24 emails, design documents and programming examples, which contain or refer to
25 selected Source Code components; (3) electronic Source Code documents that
26 reside in a Source Code repository from which software and related data files may
27 be compiled, assembled, linked, executed, debugged and/or tested; and (4)
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1 transcripts, reports, video, audio, or other media that include, quote, cite, describe,
2 or otherwise refer to Source Code, Source Code files, and/or the development
3 thereof. Source Code files include, but are not limited to documents containing
4 source code in “C”, “C++”, Java, Java scripting languages, assembler languages,
5 command languages and shell languages. Source Code files may further include
6 “header files,” “make” files, project files, link files, and other human-readable text
7 files used in the generation, compilation, translation, and/or building of executable
8 software, including software intended for execution by an interpreter. Documents
9 and things produced during this Action designated with the label “HIGHLY
10 CONFIDENTIAL SOURCE CODE – OUTSIDE COUNSEL ONLY,” shall be
11 protected in accordance with this Protective Order and subject to additional
12 protections provided herein below.

13 2.10 House Counsel: attorneys who are employees of a party to this Action,
14 or work in the legal department of a party to this Action. House Counsel does not
15 include Outside Counsel of Record or any other outside counsel.

16 2.11 Non-Party: any natural person, partnership, corporation, association or
17 other legal entity not named as a Party to this action.

18 2.12 Outside Counsel of Record: attorneys who are not employees of a
19 party to this Action and do not work in the legal department of a party to this
20 Action or who are not otherwise directly affiliated with a party to this Action but
21 are retained to represent or advise a party to this Action and have appeared in this
22 Action on behalf of that party or are affiliated with a law firm that has appeared on
23 behalf of that party, and includes support personnel.¹

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25 ¹ Any dual role attorney (such as Mr. Samuel R. Hellfeld, acting as both Vice
26 President, Associate General Counsel to Sleep Number Corporation, and as an
27 attorney for Fox Rothschild LLP) is intended to be excluded from the definition
28 of Outside Counsel of Record, but may still be considered to be House Counsel.

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