

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

<p>AGIS SOFTWARE DEVELOPMENT LLC, v. T-MOBILE USA, INC., and T-MOBILE US, INC.,</p>	<p>Case No. 2:21-CV-00072-JRG-RSP (Lead Case)</p>
<p>AGIS SOFTWARE DEVELOPMENT LLC, v. LYFT, INC.</p>	<p>Case No. 2:21-CV-00024-JRG-RSP (Member Case)</p>
<p>AGIS SOFTWARE DEVELOPMENT LLC, Plaintiff, v. UBER TECHNOLOGIES, INC. d/b/a UBER.</p>	<p>Case No. 2:21-CV-00026-JRG-RSP (Member Case)</p>
<p>AGIS SOFTWARE DEVELOPMENT LLC, v. WHATSAPP, INC.,</p>	<p>Case No. 2:21-CV-00029-JRG-RSP (Member Case)</p>

**DECLARATION OF BRADLEY DAVIS IN SUPPORT OF DEFENDANT WHATSAPP'S
MOTION TO DISMISS FOR IMPROPER VENUE**

I, Bradley Davis, hereby declare:

1. I am Head of Data Center Economic Development at Facebook, Inc. (“Facebook”), the parent company to WhatsApp LLC¹ (“WhatsApp”). I have been employed by Facebook since February 2012. As part of my job responsibilities, I have become familiar with the locations of Facebook’s and WhatsApp’s facilities in the United States, including the facility located at 4500 Like Way, Fort Worth, TX (“the Like Way Data Center”) identified in plaintiff AGIS Software Development LLC’s complaint, and I have confirmed the facts below through a reasonable investigation.

2. The statements made herein are based on my personal knowledge and a reasonable investigation conducted to date. If called as a witness regarding these statements, I could testify competently to them based on such personal knowledge and the investigation conducted to date.

3. Facebook and WhatsApp are each Delaware corporations with their principal place of business in Menlo Park, California, which is located in San Mateo County within the Northern District of California.

4. WhatsApp does not have a place of business in the Eastern District of Texas. Plaintiff’s complaint, paragraph 5, contends that the Facebook Like Way Data Center is located in the Eastern District of Texas. Plaintiff is incorrect.

5. On April 18, 2017, Todd A. Bridges, a Registered Professional Land Surveyor in the State of Texas (Texas Registration Number 4940), certified that the land plat he surveyed in 2015 accurately described the land on which Facebook’s Like Way Data Center is located. That document, which Mr. Bridges signed and stamped, shows the county line between Tarrant County (in the Northern District of Texas) and Denton County (in the Eastern District of Texas). The land

¹ I understand that WhatsApp, Inc. is incorrectly named in the complaint.

plat survey document, attached as Exhibit 1, shows the entire plat of land is located in Tarrant County, in the Northern District of Texas. There is no part of the Like Way Data Center located in the Eastern District of Texas.

6. There are no Facebook or WhatsApp employees who work at any facility located in the Eastern District of Texas, and no Facebook or WhatsApp servers within the Eastern District of Texas. Even the warehouse that contains parts and equipment for the Like Way Data Center is located at 13550 Park Vista Boulevard, Fort Worth, Texas 76177 in Tarrant County, in the Northern District of Texas. Neither Facebook nor WhatsApp maintains, operates, or leases any offices, facilities, equipment or other physical locations or property in the Eastern District of Texas.


7. In paragraph 5 of plaintiff's complaint, plaintiff asserts that WhatsApp pays taxes in the Eastern District of Texas to Denton County for its Like Way Data Center. But any local taxes that Facebook and its affiliates pay for the Like Way Data Center are for Tarrant County, not Denton County. Because the Like Way data center is located in the Northwest Independent School District ("NISD"), Facebook, like all other property owners located in the NISD, pays property taxes that NISD collects. For example, the article written by Texas State Representative Charlie Geren, attached as Exhibit 2, discusses the 2015 negotiations that resulted in the Like Way Data Center project, and describes how NISD would collect "more than \$150 million in property taxes over the next 20 years" due to the Facebook project.

8. It is my understanding that NISD spans three counties: Tarrant and Wise Counties in the Northern District of Texas, and Denton County in the Eastern District of Texas. It is my further understanding that NISD has outsourced its collection of property taxes for all properties located in NISD to the Denton County taxing authority to collect on its behalf. The Denton County

tax records (<https://www.dentoncounty.gov/841/Search-Property-Tax-Records>) referenced by plaintiff in paragraph 5 of the complaint reflect taxes collected from a Facebook subsidiary by Denton County as the outsource agent for NISD. These were not taxes paid for property located in Denton County.

9. Plaintiff also alleges on information and belief in paragraph 6 of the complaint that WhatsApp has a “hub for employees physically located and working in the District, such as in Plano, Texas and Allen, Texas.” Plaintiff provides no further details. I am not familiar with any “hub for employees” anywhere in the Eastern District of Texas. Neither Facebook nor WhatsApp have any physical places of business in Plano, Texas or Allen, Texas.

Executed in Calderland, California, on April 20, 2021.



Bradley Davis