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6 Attorneys for Respondent,
PLAY N TRADE FRANCHISE, INC.

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8 **BEFORE THE DEPARTMENT OF CORPORATIONS**
9 **OF THE STATE OF CALIFORNIA**

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11 In the Matter of THE CALIFORNIA
CORPORATIONS COMMISSIONER,

DECLARATION OF EDWIN SHEN

12

Complainant,

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vs.

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PLAY N TRADE FRANCHISE, INC.,

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Respondent.

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I, Edwin Shen, declare as follows:

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1. I have personal knowledge of all of the facts set forth in this Declaration and if
20 called upon as a witness, I could and would competently testify to all of the facts set forth
21 in this Declaration.

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2. I have been an area developer of Play N Trade Franchise, Inc. (“Play N Trade”)
23 since April 18, 2008.

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3. On April 18, 2008, I signed an Amendment to my Area Development Agreement
25 (the “First Amendment”).

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4. On December 10, 2008, I signed a Second Amendment to my Area Development
27 Agreement (the “Second Amendment”).
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1 5. My territory under my Area Development Agreement prior to my execution of the
2 Second Amendment included parts of Los Angeles County.

3 6. By signing the Second Amendment to my Area Development Agreement, I
4 acquired Orange County and Play N Trade and I clarified a clerical error in the description
5 of my territory in the Area Development Agreement.

6 7. Since January 1, 2009, Play N Trade has not offered, promised or agreed to grant
7 me additional territories or franchises.

8 I declare under penalty of perjury under the laws of the State of California that the
9 foregoing declaration is true and correct and was executed on this ___ day of November,
10 2009 in _____, California.

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13 Edwin Shen
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