

IN THE UNITED STATES DISTRICT COURT
DISTRICT OF UTAH, CENTRAL DIVISION
FILED
U.S. DISTRICT COURT

AMERICAN CHARITIES FOR REASONABLE
 FUNDRAISING REGULATION, INC. and
 RAINBOW DIRECT MARKETING, LLC,

 Plaintiffs,

 versus

 KEVIN V. OLSEN, as the Director of the Division of
 Consumer Protection of the
 Utah Department of Commerce

 Defendant.

2008 NOV 12 P 2:35
 DISTRICT OF UTAH
 BY: _____
 Case No.:

Case: 2:08cv00875
 Assigned To : Kimball, Dale A.
 Assign. Date : 11/12/2008
 Description: American Charities for
 Reasonable Fundraising Regulations
 et al v. Olsen

STATE OF NEW YORK)
)
 COUNTY OF ULSTER)

ss.:

AFFIDAVIT OF AMY TRIPI

I, Amy Tripi, being first duly sworn, do hereby affirm, under penalty of perjury, that the following is true:

1. I am the President of Rainbow Direct Marketing, LLC ("RDM"), a limited liability company formed under the laws of the State of New York. RDM was created to provide consultation services to charitable organizations regarding their fundraising and public education campaigns. All of RDM's officers, members, agents, offices, and property are located within the State of New York.

2. On December 1, 2007 RDM entered into a fundraising consulting contract with Straight Women in Support of Homos, Inc. ("SWiSH"), a New York based organization. The contract was entered into in the State of New York and contemplated having RDM consult with SWiSH on nationwide direct mail campaigns for public education and charitable solicitation.

3. RDM has no intention of soliciting funds anywhere nor will it employ, procure, or engage any compensated person to solicit or receive contributions. RDM will not possess or exercise any custody, control, or dominion over monies raised by its charitable client.

4. RDM plans to advise its client on mailing campaigns designed to educate the public as to its charitable client's programs and to raise funds for those programs.

5. RDM has no offices in Utah, no contract with any entity located in Utah, does not market its services in Utah, and does not solicit funds in Utah. RDM has no other contact with Utah.

6. After SWiSH began the process of registering with the States to solicit charitable contributions, I began to receive inquiries regarding RDM's own registration status with various States.

7. It was in regards to one of these inquiries that, on April 2, 2008, I contacted Ms. Marcia Corak of the Utah Division of Consumer Protection (the "DCP") via telephone.

8. It was my understanding that SWiSH had registered with the Division of Consumer Protection and I was inquiring whether the DCP would require RDM to register as well.

9. Ms. Corak informed me that the DCP would require RDM to register and pay a registration fee.

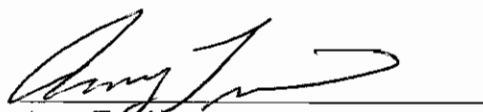
10. I explained to Ms. Corak that RDM has no clients in Utah, no office locations in Utah, does not solicit business in Utah, does not solicit charitable contributions in Utah, and has no other contacts with Utah whatsoever. I further explained that RDM's legal counsel had advised me that RDM was not required to register in Utah in light of these circumstances.

11. Ms. Corak was not persuaded and maintained that RDM must register with the DCP.

12. I then asked Ms. Corak what would happen if RDM did not register. Ms. Corak told me that the DCP would take "administrative action" against RDM when SWiSH renews its registration.

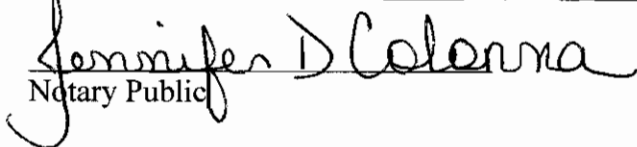
13. RDM plans to make list recommendations to SWiSH but RDM will never actually know where donors or prospective donors are located. The recommendations will be based on previous success or failure using a particular list. Such recommendations are not based upon where the people whose names are on the list are domiciled. Therefore RDM will never target potential donors in a particular geographic area such as residents of the state of Utah. Because RDM will not determine where SWiSH will solicit charitable contributions and because RDM could not be assured that no charitable solicitation material on which RDM consulted would not eventually be mailed to Utah, RDM had no choice but to refrain from providing fundraising consultation services to SWiSH until this matter could be resolved.

14. RDM has lost consulting fees because of this situation and SWiSH has been deprived of RDM's services in crafting its charitable solicitation appeals.



Amy Tripi
President, Rainbow Direct Marketing, LLC

Sworn to before me on this 21 day of October, 2008.



Jennifer D. Colonna
Notary Public

JENNIFER D COLONNA
Notary Public - State of New York
No. 01CO8107855
Qualified in Ulster County
My Commission Expires April 12, 2012