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September 19, 2018

VIA PROCESS SERVER

Wayne Hansen Hsiung
Chief Executive Officer
Direct Action Everywhere
25 The Plaza Drive
Berkeley, CA 94705

Dear Mr. Hsiung:

Enclosed is a copy of the Summons and Complaint filed today in Alameda County Superior Court.

This letter serves as notice to you, individually and in your capacity as agent for service of process for Direct Action Everywhere and Direct Action Everywhere SF Bay Area, as well as Chief Executive Officer of Direct Action Everywhere, that Whole Foods Market California, Inc. and Mrs. Gooch's Natural Food Markets, Inc. will be appearing on **Friday, September 21, 2018 at 9:15 am in Department 511 of the Alameda County Superior Court located at 24405 Amador Street, Hayward, California 94544** to make an *ex parte* application for a temporary restraining order and an order to show cause, pursuant to Cal. Rules of Court, Rule 3.1150, why a preliminary injunction should not issue restraining and enjoining defendants Direct Action Everywhere, Direct Action Everywhere SF Bay Area, Wayne Hsiung, Does 1- 150, Doe Associations 1-25, their members, agents and all those working in concert with them from engaging in protests, demonstrations, picketing, handing out literature, displaying video footage or engaging in other demonstration activity inside Whole Foods Market stores and on property owned or operated by Whole Foods Market California, Inc. and Mrs. Gooch's Natural Food Markets, Inc. in violation of their property rights, business interests and Non-Solicitation and Distribution Policy.

Please let us know if you, Direct Action Everywhere, or Direct Action Everywhere SF Bay Area will attend the hearing and/or oppose the application. Please also let us know if you have counsel with whom we should engage on these issues and where we should send the *ex parte* application and supporting papers.

Very truly yours,

Wells Blaxter

J.T. Wells Blaxter for
BLAXTER | BLACKMAN LLP

Enclosures

SUMMONS
(CITACION JUDICIAL)

FOR COURT USE ONLY
(SOLO PARA USO DE LA CORTE)

NOTICE TO DEFENDANTS:
(AVISO AL DEMANDADO):
DIRECT ACTION EVERYWHERE, a California corporation; DIRECT ACTION EVERYWHERE SF BAY AREA, an unincorporated association;
Additional Parties Attachment form is attached.

YOU ARE BEING SUED BY PLAINTIFFS:
(LO ESTÁ DEMANDANDO EL DEMANDANTE):
WHOLE FOODS MARKET CALIFORNIA, INC., a California corporation, and MRS. GOOCH'S NATURAL FOOD MARKETS, INC., a California corporation,

You have 30 CALENDAR DAYS after this summons and legal papers are served on you to file a written response at this court and have a copy served on the plaintiff. A letter or phone call will not protect you. Your written response must be in proper legal form if you want the court to hear your case. There may be a court form that you can use for your response. You can find these court forms and more information at the California Courts Online Self-Help Center (www.courtinfo.ca.gov/selfhelp), your county law library, or the courthouse nearest you. If you cannot pay the filing fee, ask the court clerk for a fee waiver form. If you do not file your response on time, you may lose the case by default, and your wages, money, and property may be taken without further warning from the court.
There are other legal requirements. You may want to call an attorney right away. If you do not know an attorney, you may want to call an attorney referral service. If you cannot afford an attorney, you may be eligible for free legal services from a nonprofit legal services program. You can locate these nonprofit groups at the California Legal Services Web site (www.lawhelpcalifornia.org), the California Courts Online Self-Help Center (www.courtinfo.ca.gov/selfhelp), or by contacting your local court or county bar association.

Tiene 30 DÍAS DE CALENDARIO después de que le entreguen esta citación y papeles legales para presentar una respuesta por escrito en esta corte y hacer que se entregue una copia al demandante. Una carta o una llamada telefónica no lo protegen. Su respuesta por escrito tiene que estar en formato legal correcto si desea que procesen su caso en la corte. Es posible que haya un formulario que usted pueda usar para su respuesta. Puede encontrar estos formularios de la corte y más información en el Centro de Ayuda de las Cortes de California (www.courtinfo.ca.gov/selfhelp/espanol/), en la biblioteca de leyes de su condado o en la corte que le quede más cerca. Si no puede pagar la cuota de presentación, pida al secretario de la corte que le dé un formulario de exención de pago de cuotas. Si no presenta su respuesta a tiempo, puede perder el caso por incumplimiento y la corte le podrá quitar su sueldo, dinero y bienes sin más advertencia. Hay otros requisitos legales. Es recomendable que llame a un abogado inmediatamente. Si no conoce a un abogado, puede llamar a un servicio de remisión a abogados. Si no puede pagar a un abogado, es posible que cumpla con los requisitos para obtener servicios legales gratuitos de un programa de servicios legales sin fines de lucro. Puede encontrar estos grupos sin fines de lucro en el sitio web de California Legal Services, (www.lawhelpcalifornia.org), en el Centro de Ayuda de las Cortes de California, (www.courtinfo.ca.gov/selfhelp/espanol/) o poniéndose en contacto con la corte o el colegio de abogados locales.

The name and address of the court is:
(El nombre y dirección de la corte es):

CASE NUMBER:
(Número del Caso):

Superior Court for the State of California, County of Alameda
1225 Fallon Street
Oakland, California 94612

The name, address, and telephone number of plaintiff's attorney, or plaintiff without an attorney, is:
(El nombre, la dirección y el número de teléfono del abogado del demandante, o del demandante que no tiene abogado, es):
Brian R. Blackman, Cal. Bar No. 196996 415.500.7705 415.766.4255
Blaxter | Blackman LLP
475 Sansome Street, Suite 1850
San Francisco, California 94111

DATE: *(Fecha)* Clerk, by _____, Deputy *(Secretario)* *(Adjunto)*

(For proof of service of this summons, use Proof of Service of Summons (form POS-010).)
(Para prueba de entrega de esta citatión use el formulario Proof of Service of Summons, (POS-010)).

[SEAL]

NOTICE TO THE PERSON SERVED: You are served
1. ☐ as an individual defendant.
2. ☐ as the person sued under the fictitious name of *(specify)*:
3. ☐ on behalf of *(specify)*:
   under: ☐ CCP 416.10 (corporation) ☐ CCP 416.60 (minor)
   ☐ CCP 416.20 (defunct corporation) ☐ CCP 416.70 (conservatee)
   ☐ CCP 416.40 (association or partnership) ☐ CCP 416.90 (authorized person)
   ☐ other *(specify)*:
4. ☐ by personal delivery on *(date)*:

Form Adopted for Mandatory Use
Judicial Council of California
SUM-100 [Rev. January 1, 2004]

SUMMONS

Code of Civil Procedure §§ 412.20, 465
American LegalNet, Inc.
www.USCourtForms.com

SHORT TITLE:	CASE NUMBER:
Whole Foods Market, et al. v. Direct Action Everywhere, et al.	

INSTRUCTIONS FOR USE

- This form may be used as an attachment to any summons if space does not permit the listing of all parties on the summons.
- If this attachment is used, insert the following statement in the plaintiff or defendant box on the summons: "Additional Parties Attachment form is attached."

List additional parties *(Check only one box. Use a separate page for each type of party.)*:

☐ Plaintiff ☑ Defendant ☐ Cross-Complainant ☐ Cross-Defendant

WAYNE HSIUNG, an individual; DOES 1 through 150; and DOE ASSOCIATIONS 1-25, inclusive,

Form Adopted for Mandatory Use
Judicial Council of California
SUM-200(A) [Rev. January 1, 2007]

ADDITIONAL PARTIES ATTACHMENT
Attachment to Summons

ATTORNEY OR PARTY WITHOUT ATTORNEY (Name, State Bar number, and address):
BRIAN R. BLACKMAN, (SBN 196996)
J.T. WELLS BLAXTER (SBN 190222)
BLAXTER | BLACKMAN LLP
475 Sansome Street, Suite 1850, San Francisco, California 94111
TELEPHONE NO.: (415) 500-7700 FAX NO.: (415) 766-4255
ATTORNEY FOR (Name): Pltfs. Whole Foods Market and Mrs. Gooch's Nat. Food M

FOR COURT USE ONLY

SUPERIOR COURT OF CALIFORNIA, COUNTY OF Alameda
STREET ADDRESS: 1225 Fallon Street
MAILING ADDRESS:
CITY AND ZIP CODE: Oakland, CA 94612
BRANCH NAME: Rene C. Davidson Courthouse

CASE NAME:
Whole Foods Market California, et al. v. Direct Action Everywhere, et al.

CIVIL CASE COVER SHEET
- [x] Unlimited (Amount demanded exceeds $25,000)
- [ ] Limited (Amount demanded is $25,000 or less)

Complex Case Designation
- [ ] Counter
- [ ] Joinder

Filed with first appearance by defendant (Cal. Rules of Court, rule 3.402)

CASE NUMBER:

JUDGE:

DEPT:

Items 1–6 below must be completed (see instructions on page 2).

1. Check **one** box below for the case type that best describes this case:

Auto Tort
- [ ] Auto (22)
- [ ] Uninsured motorist (46)

Other PI/PD/WD (Personal Injury/Property Damage/Wrongful Death) Tort
- [ ] Asbestos (04)
- [ ] Product liability (24)
- [ ] Medical malpractice (45)
- [ ] Other PI/PD/WD (23)

Non-PI/PD/WD (Other) Tort
- [ ] Business tort/unfair business practice (07)
- [ ] Civil rights (08)
- [ ] Defamation (13)
- [ ] Fraud (16)
- [ ] Intellectual property (19)
- [ ] Professional negligence (25)
- [x] Other non-PI/PD/WD tort (35)

Employment
- [ ] Wrongful termination (36)
- [ ] Other employment (15)

Contract
- [ ] Breach of contract/warranty (06)
- [ ] Rule 3.740 collections (09)
- [ ] Other collections (09)
- [ ] Insurance coverage (18)
- [ ] Other contract (37)

Real Property
- [ ] Eminent domain/Inverse condemnation (14)
- [ ] Wrongful eviction (33)
- [ ] Other real property (26)

Unlawful Detainer
- [ ] Commercial (31)
- [ ] Residential (32)
- [ ] Drugs (38)

Judicial Review
- [ ] Asset forfeiture (05)
- [ ] Petition re: arbitration award (11)
- [ ] Writ of mandate (02)
- [ ] Other judicial review (39)

Provisionally Complex Civil Litigation (Cal. Rules of Court, rules 3.400–3.403)
- [ ] Antitrust/Trade regulation (03)
- [ ] Construction defect (10)
- [ ] Mass tort (40)
- [ ] Securities litigation (28)
- [ ] Environmental/Toxic tort (30)
- [ ] Insurance coverage claims arising from the above listed provisionally complex case types (41)

Enforcement of Judgment
- [ ] Enforcement of judgment (20)

Miscellaneous Civil Complaint
- [ ] RICO (27)
- [ ] Other complaint *(not specified above)* (42)

Miscellaneous Civil Petition
- [ ] Partnership and corporate governance (21)
- [ ] Other petition *(not specified above)* (43)

2. This case [ ] is [x] is not complex under rule 3.400 of the California Rules of Court. If the case is complex, mark the factors requiring exceptional judicial management:
   a. [ ] Large number of separately represented parties
   b. [ ] Extensive motion practice raising difficult or novel issues that will be time-consuming to resolve
   c. [ ] Substantial amount of documentary evidence
   d. [ ] Large number of witnesses
   e. [ ] Coordination with related actions pending in one or more courts in other counties, states, or countries, or in a federal court
   f. [ ] Substantial postjudgment judicial supervision
3. Remedies sought *(check all that apply)*: a. [x] monetary b. [x] nonmonetary; declaratory or injunctive relief c. [ ] punitive
4. Number of causes of action *(specify)*: 3
5. This case [ ] is [x] is not a class action suit.
6. If there are any known related cases, file and serve a notice of related case. *(You may use form CM-015.)*

Date: September 19, 2018
Brian R. Blackman
(TYPE OR PRINT NAME)

(SIGNATURE OF PARTY OR ATTORNEY FOR PARTY)

NOTICE
- Plaintiff must file this cover sheet with the first paper filed in the action or proceeding (except small claims cases or cases filed under the Probate Code, Family Code, or Welfare and Institutions Code). (Cal. Rules of Court, rule 3.220.) Failure to file may result in sanctions.
- File this cover sheet in addition to any cover sheet required by local court rule.
- If this case is complex under rule 3.400 et seq. of the California Rules of Court, you must serve a copy of this cover sheet on all other parties to the action or proceeding.
- Unless this is a collections case under rule 3.740 or a complex case, this cover sheet will be used for statistical purposes only.

Form Adopted for Mandatory Use
Judicial Council of California
CM-010 [Rev. July 1, 2007]

CIVIL CASE COVER SHEET

Cal. Rules of Court, rules 2.30, 3.220, 3.400–3.403, 3.740;
Cal. Standards of Judicial Administration, std. 3.10
www.courtinfo.ca.gov

INSTRUCTIONS ON HOW TO COMPLETE THE COVER SHEET

To Plaintiffs and Others Filing First Papers. If you are filing a first paper (for example, a complaint) in a civil case, you must complete and file, along with your first paper, the *Civil Case Cover Sheet* contained on page 1. This information will be used to compile statistics about the types and numbers of cases filed. You must complete items 1 through 6 on the sheet. In item 1, you must check one box for the case type that best describes the case. If the case fits both a general and a more specific type of case listed in item 1, check the more specific one. If the case has multiple causes of action, check the box that best indicates the primary cause of action. To assist you in completing the sheet, examples of the cases that belong under each case type in item 1 are provided below. A cover sheet must be filed only with your initial paper. Failure to file a cover sheet with the first paper filed in a civil case may subject a party, its counsel, or both to sanctions under rules 2.30 and 3.220 of the California Rules of Court.

To Parties in Rule 3.740 Collections Cases. A "collections case" under rule 3.740 is defined as an action for recovery of money owed in a sum stated to be certain that is not more than $25,000, exclusive of interest and attorney's fees, arising from a transaction in which property, services, or money was acquired on credit. A collections case does not include an action seeking the following: (1) tort damages, (2) punitive damages, (3) recovery of real property, (4) recovery of personal property, or (5) a prejudgment writ of attachment. The identification of a case as a rule 3.740 collections case on this form means that it will be exempt from the general time-for-service requirements and case management rules, unless a defendant files a responsive pleading. A rule 3.740 collections case will be subject to the requirements for service and obtaining a judgment in rule 3.740.

To Parties in Complex Cases. In complex cases only, parties must also use the *Civil Case Cover Sheet* to designate whether the case is complex. If a plaintiff believes the case is complex under rule 3.400 of the California Rules of Court, this must be indicated by completing the appropriate boxes in items 1 and 2. If a plaintiff designates a case as complex, the cover sheet must be served with the complaint on all parties to the action. A defendant may file and serve no later than the time of its first appearance a joinder in the plaintiff's designation, a counter-designation that the case is not complex, or, if the plaintiff has made no designation, a designation that the case is complex.

CASE TYPES AND EXAMPLES

Auto Tort
- Auto (22)–Personal Injury/Property Damage/Wrongful Death
- Uninsured Motorist (46) *(if the case involves an uninsured motorist claim subject to arbitration, check this item instead of Auto)*

Other PI/PD/WD (Personal Injury/ Property Damage/Wrongful Death) Tort
- Asbestos (04)
  - Asbestos Property Damage
  - Asbestos Personal Injury/ Wrongful Death
- Product Liability *(not asbestos or toxic/environmental)* (24)
- Medical Malpractice (45)
  - Medical Malpractice–Physicians & Surgeons
  - Other Professional Health Care Malpractice
- Other PI/PD/WD (23)
  - Premises Liability (e.g., slip and fall)
  - Intentional Bodily Injury/PD/WD (e.g., assault, vandalism)
  - Intentional Infliction of Emotional Distress
  - Negligent Infliction of Emotional Distress
  - Other PI/PD/WD

Non-PI/PD/WD (Other) Tort
- Business Tort/Unfair Business Practice (07)
- Civil Rights (e.g., discrimination, false arrest) *(not civil harassment)* (08)
- Defamation (e.g., slander, libel) (13)
- Fraud (16)
- Intellectual Property (19)
- Professional Negligence (25)
  - Legal Malpractice
  - Other Professional Malpractice *(not medical or legal)*
- Other Non-PI/PD/WD Tort (35)

Employment
- Wrongful Termination (36)
- Other Employment (15)

Contract
- Breach of Contract/Warranty (06)
  - Breach of Rental/Lease Contract *(not unlawful detainer or wrongful eviction)*
  - Contract/Warranty Breach–Seller Plaintiff *(not fraud or negligence)*
  - Negligent Breach of Contract/ Warranty
  - Other Breach of Contract/Warranty
- Collections (e.g., money owed, open book accounts) (09)
  - Collection Case–Seller Plaintiff
  - Other Promissory Note/Collections Case
- Insurance Coverage *(not provisionally complex)* (18)
  - Auto Subrogation
  - Other Coverage
- Other Contract (37)
  - Contractual Fraud
  - Other Contract Dispute

Real Property
- Eminent Domain/Inverse Condemnation (14)
- Wrongful Eviction (33)
- Other Real Property (e.g., quiet title) (26)
  - Writ of Possession of Real Property
  - Mortgage Foreclosure
  - Quiet Title
  - Other Real Property *(not eminent domain, landlord/tenant, or foreclosure)*

Unlawful Detainer
- Commercial (31)
- Residential (32)
- Drugs (38) *(if the case involves illegal drugs, check this item; otherwise, report as Commercial or Residential)*

Judicial Review
- Asset Forfeiture (05)
- Petition Re: Arbitration Award (11)
- Writ of Mandate (02)
  - Writ–Administrative Mandamus
  - Writ–Mandamus on Limited Court Case Matter
  - Writ–Other Limited Court Case Review
- Other Judicial Review (39)
  - Review of Health Officer Order
  - Notice of Appeal–Labor Commissioner Appeals

Provisionally Complex Civil Litigation (Cal. Rules of Court Rules 3.400–3.403)
- Antitrust/Trade Regulation (03)
- Construction Defect (10)
- Claims Involving Mass Tort (40)
- Securities Litigation (28)
- Environmental/Toxic Tort (30)
- Insurance Coverage Claims *(arising from provisionally complex case type listed above)* (41)

Enforcement of Judgment
- Enforcement of Judgment (20)
  - Abstract of Judgment (Out of County)
  - Confession of Judgment *(non-domestic relations)*
  - Sister State Judgment
  - Administrative Agency Award *(not unpaid taxes)*
  - Petition/Certification of Entry of Judgment on Unpaid Taxes
  - Other Enforcement of Judgment Case

Miscellaneous Civil Complaint
- RICO (27)
- Other Complaint *(not specified above)* (42)
  - Declaratory Relief Only
  - Injunctive Relief Only *(non-harassment)*
  - Mechanics Lien
  - Other Commercial Complaint Case *(non-tort/non-complex)*
  - Other Civil Complaint *(non-tort/non-complex)*

Miscellaneous Civil Petition
- Partnership and Corporate Governance (21)
- Other Petition *(not specified above)* (43)
  - Civil Harassment
  - Workplace Violence
  - Elder/Dependent Adult Abuse
  - Election Contest
  - Petition for Name Change
  - Petition for Relief From Late Claim
  - Other Civil Petition

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Attorneys for Plaintiffs
WHOLE FOODS MARKET CALIFORNIA, INC. and MRS. GOOCH'S NATURAL FOOD MARKETS, INC.

SUPERIOR COURT OF THE STATE OF CALIFORNIA

COUNTY OF ALAMEDA

WHOLE FOODS MARKET CALIFORNIA, INC., a California corporation, and MRS. GOOCH'S NATURAL FOOD MARKETS, INC., a California corporation, Plaintiffs, v. DIRECT ACTION EVERYWHERE, a California corporation; DIRECT ACTION EVERYWHERE SF BAY AREA, an unincorporated association; WAYNE HSIUNG, an individual; DOES 1 through 150; and DOE ASSOCIATIONS 1-25, inclusive, Defendants.	Case No. **COMPLAINT FOR TRESPASS, DECLARATORY AND INJUNCTIVE RELIEF**

Plaintiffs Whole Foods Market California, Inc. and Mrs. Gooch's Natural Foods Market, Inc. allege:

THE PARTIES

1. Plaintiff Whole Foods Market California, Inc. ("WFM CA") is a California corporation. WFM CA owns and operates the Whole Foods Market stores in Northern California, including, but not limited to, the Whole Foods Market stores located in the Bay Area counties of Alameda, Contra Costa, Marin, Napa, San Francisco, San Mateo, Santa Clara, Santa Cruz, Solano and Sonoma counites.

2. Plaintiff Mrs. Gooch's Natural Food Markets, Inc. (Mrs. Gooch's) is a California corporation. Mrs. Gooch's owns and operates the Whole Foods Market stores in the SoPac region, which includes the stores located in Southern California and Arizona.

3. Plaintiffs are informed and believe that defendant Direct Action Everywhere ("DxE") is a nonprofit corporation organized and existing under the laws of the State of California with its principal offices located at 25 The Plaza Drive, Berkeley, California 94705.

4. Plaintiffs are informed and believe that defendant Direct Action Everywhere SF Bay Area ("DxE SF Bay Area") is an unincorporated association based in Alameda County, California with its headquarters located at 25 The Plaza Drive, Berkeley California 94705.

5. Plaintiffs are informed and believe that defendant Wayne Hsiung is an individual residing in California. Plaintiffs are also informed and believe that defendant Hsiung is a founder of both DxE and DxE SF Bay Area, and the Chief Executive Officer of DxE.

6. Plaintiffs do not know the true identities of defendant DOES 1 through 150, inclusive, and therefore sues them by those fictitious names. Plaintiffs are informed and believe, and thereupon allege, that each of said fictitiously named defendants is responsible in some manner for the alleged occurrences, including as a trespasser and/or as an agent, co-conspirator, alter ego, and aider and abettor of each of the other co-defendants, and that Plaintiffs' damages as herein alleged were proximately caused by the acts and/or omissions of each of them. Plaintiffs will amend this Complaint to allege their true names and capacities when ascertained.

7. Plaintiffs do not know the true identities of defendant DOE ASSOCIATIONS 1 through 25, inclusive, and therefore sues them by those fictitious names. Plaintiffs are informed and believe, and thereupon allege, that Doe Associations 1 through 25 are associations whose members have illegally trespassed on Plaintiffs' private property in the manner hereinafter alleged. Plaintiffs will amend this Complaint to allege their true names when ascertained.

8. DxE, DxE SF Bay Area, Wayne Hsiung, Does 1 through 150 and Doe Associations 1 through 25 (collectively "Defendants" or the "Trespassers") have engaged and continue to engage in unlawful trespass activity inside and in front of Whole Foods Market stores throughout California, including the store located 3000 Telegraph Ave., Berkeley, California. Plaintiffs are informed and believe that Defendants have planned and intend to conduct a week-long occupation of the Whole Foods Market stores located in Berkeley, California starting on Saturday, September 23, 2018.

9. WFM CA and Mrs. Gooch's bring this action to assert and defend their right to manage, control and operate their businesses on company property, including inside its stores, store entrance and exit areas, walkways and company owned parking lots, free from Defendants' repeated and continuing trespasses and other unlawful conduct in the State of California, including Alameda County.

JURISDICTION AND VENUE

10. This Court has personal jurisdiction over DxE and DxE SF Bay Area pursuant to Code of Civil Procedure sections 369.5(a) and 410.10 because Plaintiffs are informed and believe that DxE and DxE SF Bay Area are based in Alameda County and because some of the trespasses alleged herein occurred in Alameda County. This Court has personal jurisdiction over Wayne Hsiung pursuant to Code of Civil Procedure 410.10 because Plaintiffs are informed and believe that he is domiciled in California and because he committed trespass throughout California and in this County.

11. Venue is proper in Alameda County because Plaintiffs are informed and believe that DxE and DxE SF Bay Area are based in Alameda County, because Plaintiffs are informed and

believe that defendant Hsiung is a resident of Alameda County, and because Defendants committed trespass in Alameda County.

GENERAL ALLEGATIONS

12. Plaintiffs WFM CA and Mrs. Gooch's operate Whole Foods Market Grocery stores in the State of California, Arizona and parts of Nevada. Plaintiffs have a right to lawful possession of their stores as either owner or lessee with the right to exclude.

13. The Whole Foods Market stores are private property and open to the public for the limited purpose of retail shopping. The primary purpose of these stores is to sell food and related products to customers who visit the stores.

14. Although there are architectural differences among the stores, generally all Whole Foods Market Stores in California are retail grocery stores, located on either standalone commercial property or in commercial strip developments. The individual stores generally have one or two entrances providing access to the stores from a parking area and exits that lead to the parking area. The stores and adjacent parking areas are either owned by WFM CA or Mrs. Gooch's or are leased from private or commercial entities or individuals.

15. WFM CA and Mrs. Gooch's seek to provide a comfortable and safe shopping experience for their customers that is free from disruption and intimidation. Because of the potential for congestions in front of its stores, possible conflicts between customers and those seeking to express their views and the potential for interference with business operations, Plaintiffs have adopted non-solicitation policies that apply to all of its stores in California. Persons who are not Whole Foods Market Team Members (i.e., not employees of WFM CA or Mrs. Gooch's) may not solicit anyone or distribute materials on company property. They may, however, post literature, notices or other material on community bulletin boards in the stores.

16. As described in more detail below, Defendants have repeatedly entered Whole Foods Market stores throughout California to speak on a variety of issues they contend are related to animal agriculture and Whole Foods' sale of food products. They often use amplification, video, signage and physical demonstrations as part of their protesting activities. They have climbed onto the rooftop of at least one store (the Berkeley store) to display signage as part of

their demonstration. They regularly block or obstruct access to the stores' meat counters, dairy shelves or registers as part of their trespassing activities. They have also used the areas in front of the Whole Foods Market store entrances and exits to engaged in their trespass activity.

SPECIFIC ALLEGATIONS

17. For the last several years, Defendants have trespassed and continue to trespass on Plaintiffs' property. Defendants' trespassing activities have escalated over time and become more and more frequent. Recent examples of these acts of trespass include the following:

a. On or about February 24, 2018, DxE members, including defendant Wayne Hsiung, entered the Whole Foods Market store at 3000 Telegraph Avenue in Berkeley, California (the "Berkeley Store"). The group included roughly 75 to 100 people, maybe more. The store manager expressly told the protesters that they were not permitted to enter. The protesters also ignored requests that they leave the property. The participants rolled an approximately 9x5x3 foot crate with a person inside the crate into the store and used it to block an aisle and obstruct access to the store's registers. They held up a television in front of the registers to display video footage. They congregated in front of the store's registers obstructing access and blocking several store aisles. They also congregated and blocked the dairy aisle. Some of the participants spoke loudly through a microphone, chanted and/or banged on drums. They removed numerous milk containers from the store's diary section and placed the containers on the floor next to the registers. The trespassers remained in the store for approximately 25 minutes. After leaving the inside of the Berkeley Store, they gathered in front of the store by the shopping cart corral. They blocked customer and employee access to the shopping carts and remained on the store's front apron for about 10 minutes.

b. On or about March 24, 2018, DxE members, including defendant Wayne Hsiung, entered the Whole Foods Market grocery at 230 Bay Place in Oakland, California (the "Harrison Store"). There were roughly 15 people who participated in DxE's activities. The protesters sat on the floor in the meat department, obstructing access. They disrupted customers and employees by blocking the walkways and yelling. Store employees asked the protesters to

leave, but they refused to leave until their "demonstration" was done and store employees had told them that the police had been contacted.

c. On or about April 12, 2018, DxE members entered the Berkeley Store. There were more than 10 people who participated in DxE's protest. The protesters disrupted customers and employees by blocking the dairy aisle, shouting speeches and displaying a video showing the slaughter of male chicks though an industrial macerator.

d. On or about April 28, 2018, DxE members gathered outside of the Berkeley Store because store management with the assistance of the Berkeley Police were able to prevent them from entering the store on this occasion. There were more than 50 people who participated in DxE's demonstration. The protesters blocked the cart corral and obstructed the store's entrances and exits. They made amplified speeches, banged on drums, yelled through bullhorns, displayed video footage and at least one person climbed onto the store's rooftop to display a large DxE banner. No one is allowed on the store's rooftop for any purpose.

e. On or about June 24, 2018, DxE members entered the Whole Foods Market store at 650 W. Shaw Avenue in Fresno, California. There were roughly 12 people who participated in DxE's demonstration. The protesters disrupted customers and employees by blocking the bakery department, and shouting speeches. Store management's request that they leave the store was ignored.

f. On or about July 13, 2018, DxE members entered the Harrison Store. There were roughly 10 people who participated in DxE's demonstration. The protesters setup chairs, an amplification system and an easel in the meat department and proceeded to make loud speeches. Store management's request to leave were ignored. The in-store activities continued for more than 30 minutes.

g. On or about August 11, 2018, DxE members gathered outside of the Berkeley Store because management were again able to prevent them from entering the store with the assistance of the Berkley Police. There were roughly 25 people who participated in DxE's protest. The protesters setup video display screens and obstructed access to the cart corral and the entrances and exits to the store.

h. On or about September 2, 2018, a DxE member entered the Berkeley Store as part of DxE's September solo Whole Foods Market challenge, which challenges individuals to get active for animals by entering and speaking out inside Whole Foods Market stores. The member made a speech in the meat department, taped pictures to displays and then walked through the store yelling her statements at customers after being asked to leave.

18. Defendants have conducted similar activities inside the Whole Foods Market stores located in Southern California. For example, Plaintiffs are informed and believe, a DxE member entered the store located at 7871 Santa Monica Blvd., West Hollywood, California ("Hollywood Store"), removed his shirt, climbed on a conveyor belt, sprayed fake blood on himself, and began shouting loudly in the store. Several bottles were broken by the DxE member during this incident. A photograph of this incident is attached as Exhibit A.

19. The effect of Defendants' conduct, as described above, has been to prevent or obstruct Plaintiffs' employees and customers ingress to and egress from the Plaintiffs' property, to prevent Plaintiffs' customers from selecting their grocery items and to prevent Plaintiffs' customers from purchasing their grocery items. Further, incidents such as those at the Hollywood Store, in which a DxE member climbed onto a conveyor belt, and the Berkeley store in which a DxE member climbed on the roof, create dangerous situations and risk the safety of Whole Foods Market's Team Members, customers, and the DxE members themselves.

20. Plaintiffs' customers have voiced concerns over and complained about the protest activities inside the stores. There also have been confrontations between customers and DxE protesters.

21. Plaintiffs are informed and believe, based on Defendants' pattern of conduct and their September Solo Challenge, that Defendants will continue to engage in this unlawful activity inside Plaintiffs' stores and on its property. In fact, Defendants have threatened to hold a weeklong protest at the Berkeley Store from September 23 to September 29, 2018 from 7 am to 10 pm each day.

22. Defendants threaten and assert that they will continue to trespass, and therefore continue to deprive Plaintiffs of their right to exclusive possession of their property. Plaintiffs are

informed and believe, and on the basis of that information and belief allege that unless restrained by this Court, Defendants will continue to trespass on Plaintiffs' property. Such trespassory conduct by Defendants will result in irreparable harm to Plaintiffs, in that Plaintiffs' employees and customers will be prevented or obstructed from entering and exiting Plaintiffs' property, Plaintiffs' customers will be prevented or obstructed from selecting and purchasing their grocery items, Plaintiffs' Team Members' and customers' safety will be put at risk, and Plaintiffs will suffer the loss of customer and employee goodwill. The potential damages that could proximately result from Defendants' continued trespass would be extremely difficult, if not impossible, to assess accurately.

23. Defendants' continuing trespassory conduct, as alleged in this Complaint, will require Plaintiffs to bring a multiplicity of actions to protect Plaintiffs' property interests, thereby rendering Plaintiffs' remedy at law inadequate.

FIRST CAUSE OF ACTION

(DECLARATORY RELIEF AGAINST ALL DEFENDANTS)

24. Plaintiffs incorporate paragraphs 1 through 23 of this Complaint by reference.

25. WFM CA and Mrs. Gooch's own or have the right to possession and control over their stores, the areas immediately in front of their stores and the parking lots that they own or lease. They have the right to prohibit altogether or impose reasonable time, place and manner restrictions on those who wish to solicit on Plaintiffs' property. Plaintiffs' rules governing solicitation, i.e., accessing Plaintiffs' property for purposes other than shopping, are lawful and anyone failing to comply with those rules has trespassed upon Plaintiffs' property.

26. Defendants disagree with Plaintiffs and assert that they may lawfully come upon Plaintiffs' property to engage in demonstrations or for any other purpose they wish without regard to Plaintiffs' rules.

27. Plaintiffs desire a judicial declaration of their rights and duties and a judicial declaration that they may prohibit groups and individuals from violating their non-solicitation and distribution policy and using their property for demonstrations.

28. A judicial declaration is appropriate at this time because of the continuing nature of Defendants actions and their threatened future activity. Such a declaration will clarify Plaintiffs' rights and will assist it when requesting law enforcement assistance in the future.

SECOND CAUSE OF ACTION

(TRESPASS AGAINST ALL DEFENDANTS)

29. Plaintiffs incorporate paragraphs 1 through 28 of this Complaint by reference.

30. Plaintiffs have lawful possession of their store property as either property owner or lessee with the right to exclude.

31. On repeated past occasions and continuing to present, Defendants entered Whole Foods Market stores in California, including stores in Alameda County, without Plaintiffs' invitation or permission and over their express objections.

32. Defendants have repeatedly entered into Whole Foods Market stores in California in excess of the limited permission to enter for retail shopping, obstructed Plaintiffs' employees and customers' ingress and egress, obstructed customers from selecting and/or purchasing their items, risked the safety of Plaintiffs' team members and customers (as well as their own safety) and caused a loss of customer goodwill.

33. Defendants have refused to leave Plaintiffs' stores when asked to do so.

34. Defendants' activities in Plaintiffs' stores constitute unlawful trespass.

THIRD CAUSE OF ACTION

(TEMPORARY RESTRAINING ORDER AND INJUNCTIVE RELIEF AGAINST ALL DEFENDANTS)

35. Plaintiffs incorporate paragraphs 1 through 34 of this Complaint by reference.

36. Plaintiffs have the right to control the inside and outside of their Whole Foods Market stores in California on which Defendants have trespassed and continue to trespass, and have the right to protect against Defendants' trespassing and interfering with Plaintiffs' use of their property.

37. As a proximate result of Defendants' trespasses, Plaintiffs' have suffered and will suffer substantial and irreparable damage.

38. Unless restrained and enjoined by order of this Court, Defendants' unlawful trespass will continue and Plaintiffs will suffer irreparable harm and will be faced with potential damages from lost sales and the loss of goodwill of its customers, who may be subjected to harassment by Defendants, or those acting in concert with them, or who may be deterred from entering a Whole Foods Market store or making a purchase, or whose safety may be put at risk as a consequence of the presence and unlawful activities of Defendants on Plaintiffs' property. Plaintiffs will also suffer from continuous disruptions to their operations and productivity to address the coordinated and unabated trespasses of the Defendants, which will otherwise require Plaintiffs to file successive legal actions for each new act of trespass.

39. Plaintiffs have no adequate remedy at law.

40. Greater injury will be inflicted upon Plaintiffs by the denial of a permanent injunction than will be inflicted upon Defendants by the granting of such relief.

PRAYER FOR RELIEF

Wherefore, Plaintiffs request judgment against Defendants, and each of them, as follows:

1. The Court declare that Plaintiffs have the right to prohibit individuals or groups from accessing or using its property as a forum for public expression and that Plaintiffs have the right to place restrictions on the access to or use of its property for expressive activity;

2. For an order requiring Defendants show cause, if they have any, why they should not be enjoined as hereinafter set forth, during the pendency of this action;

3. For a temporary restraining order, a preliminary injunction and a permanent injunction, all enjoining Defendants, their agents and those acting in aid or concert with them who have knowledge of said injunction from using or attempting to use Plaintiffs' property as a forum for the expression of their views;

4. For general damages in an amount to be proven at trial;

5. Costs of suit; and

6. Any other and further relief that the Court considers proper.

DATED: September 19, 2018

BLAXTER | BLACKMAN LLP

By: _____

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WHOLE FOODS MARKET CALIFORNIA, INC. and MRS. GOOCH'S NATURAL FOOD MARKETS, INC.

EXHIBIT A