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**60 Day Notice of Intent to Sue Advantica Restaurant Group, Inc., Denny's, Inc.
and Dennys Corporation, Under Health & Safety Code Section 25249.6**

This letter constitutes notification that Advantica Restaurant Group, Inc., Denny's, Inc. And Dennys Corporation, (hereinafter referred to collectively as "the Violator") has violated Proposition 65, the Safe Drinking Water and Toxic Enforcement Act (commencing with Health & Safety Code Section 25249.5). This notice is given by the Consumer Defense Group Action, Inc. (hereinafter "Consumer Defense Group"), which may be contacted through the following entity: Law Offices of Graham & Martin, LLP, 3 Park Plaza, Suite 2030, Irvine, California 92614.

Summary of Violation:

Proposition 65 requires that when a party, such as the Violator, has been and is knowingly and intentionally exposing its customers, the public and/or its employees to chemicals designated by the State of California to cause cancer and reproductive toxicity ("the Designated Chemicals") it has violated the statute unless, prior to such exposure, it provides clear and reasonable warning of that potential exposure to the potentially exposed persons (Health & Safety Code Section 24249.6). Mercury, mercury compounds, methyl mercury and methyl mercury compounds are Designated Chemicals. Methyl mercury compounds were listed under Proposition 65 as a chemical known to the State of California to cause cancer on May 1, 1996. Methyl mercury was listed as a chemical known to the State of California to cause reproductive toxicity on July 1, 1987. Mercury and mercury compounds were listed as chemicals known to the State of California to cause reproductive toxicity on July 1, 1987. 22 CCR § 12000.

The Violator owns and/or operates the "Denny's" chain of restaurants which operate at each of the facilities listed on Exhibit A to this Notice (hereinafter referred to collectively as "the Facilities"). In the ordinary course of business, the Violator sells food for consumption by its customers. One of the foods it sells and serves is albacore tuna. Albacore tuna contains mercury, mercury compounds, methyl mercury and methyl mercury compounds.

At the "Denny's" restaurants listed on Exhibit A the Violator serves albacore tuna in the form of a "tuna sandwich" and a "tuna salad." Albacore tuna contains mercury, mercury compounds, methyl mercury and methyl mercury compounds. Customers and employees are exposed to these Designated Chemicals when they ingest the tuna by eating it.

The Violator knows or has known since at least July 1, 1988 that the albacore tuna served at the restaurants it owns and/or operates contain methyl mercury; since May 1, 1997 that the albacore tuna contains methyl mercury compounds; and since July 1, 1991 that the albacore tuna contains mercury and

mercury compounds, and that persons eating the albacore tuna are exposed to these chemicals.

Although the Violator has chosen to allow its customers and employees to be exposed to mercury, mercury compounds, methyl mercury and methyl mercury compounds by serving its customers and employees albacore tuna, the Violator has specifically chosen to ignore the requirements of Proposition 65 and has failed to post clear and reasonable warnings at the entrances to the Facilities, inside the Facilities or on its menus so that its customers and employees, who may not wish to be exposed, can be warned that, upon eating (ingesting) the albacore tuna offered at the Facilities, they may be exposed to mercury, mercury compounds, methyl mercury and methyl mercury compounds.

Investigators for the Consumer Defense Group have conducted an investigation of the Facilities between December 12, 2002 and February 5, 2003 (the "Investigation Period"). During those investigations the Consumer Defense Group discovered that the properties are owned and/or operated by the Violator. Further, the Consumer Defense Group discovered that the Violator has more than nine employees, and not only permits but requires the preparation and sale of albacore tuna at each of the Facilities. Finally, the investigators for the Consumer Defense Group saw that at none of the Facilities during the Investigation Period was there a clear and reasonable warning sign at the front entrances, inside the Facilities at the reception area, or on the menus in use at the Facilities.

Product Exposures:

While in the course of doing business, at the locations in the attached Exhibit A, from at least the period between December 12, 2002 and February 5, 2003, the Violator has been and is knowingly and intentionally exposing its customers and employees to mercury, mercury compounds, methyl mercury and methyl mercury compounds by serving its customers and employees albacore tuna in the form as delineated above, without providing a clear and reasonable warning at the entrances to the Facilities, inside the Facilities or on its menus so that its customers and employees, who may not wish to be exposed, can be warned that, upon eating (ingesting) the albacore tuna offered at the Facilities, they may be exposed to mercury, mercury compounds, methyl mercury and methyl mercury compounds. The source of exposures is the albacore tuna prepared and offered for sale at each of the Facilities. The exposure takes place when the customers and/or employees ingest the albacore tuna at the Facilities.

Environmental Exposures:

While in the course of doing business, at the locations in the attached Exhibit A, from at least the period between December 12, 2002 and February 5, 2003, the Violator has been and is knowingly and intentionally exposing its customers and employees to mercury, mercury compounds, methyl mercury and methyl mercury compounds by serving its customers and employees albacore tuna in the form as delineated above, without providing a clear and reasonable warning at the entrances to the Facilities, inside the Facilities or on its menus so that its customers and employees, who may not wish to be exposed, can be warned that, upon eating (ingesting) the albacore tuna offered at the Facilities, they may be exposed to mercury, mercury compounds, methyl mercury and methyl mercury compounds. The source of exposures is the albacore tuna prepared and offered for sale at each of the Facilities. The exposure takes place when the customers and/or employees ingest the albacore tuna at the Facilities.

Occupational Exposures:

While in the course of doing business, at the locations in the attached Exhibit A, from at least the period between December 12, 2002 and February 5, 2003, the Violator has been and is knowingly and intentionally exposing its employees to mercury, mercury compounds, methyl mercury and methyl

mercury compounds by serving its customers and employees albacore tuna in the form as delineated above, without providing a clear and reasonable warning at the entrances to the Facilities, inside the Facilities or on its menus so that its customers and employees, who may not wish to be exposed, can be warned that, upon eating (ingesting) the albacore tuna offered at the Facilities, they may be exposed to mercury, mercury compounds, methyl mercury and methyl mercury compounds. The source of exposures is the albacore tuna prepared and offered for sale at each of the Facilities. The exposure takes place when the employees ingest the albacore tuna at the Facilities. Employees include and are not limited to bartenders, cashiers, waiters, waitresses, cooks, service personnel and administrative personnel. Such exposures take place inside the Facilities when and where meals containing Albacore tuna are consumed.

The route of exposure for Product, Occupational and Environmental Exposures to the Designated Chemicals has been ingestion, that is via the eating of the albacore tuna contained in the meals delineated above.

Proposition 65 requires that notice and intent to sue be given to the violators (60) days before the suit is filed. With this letter, Consumer Defense Group gives notice of the alleged violations to the Violator and the appropriate governmental authorities. This notice covers all violations of Proposition 65 that are currently known to Consumer Defense Group from information now available to them. With the copy of this notice submitted to the violations, a copy is provided of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary."

Dated: February 9, 2003

By:

EXHIBIT A

DENNY'S:

1. 919 Foothill Blvd, La Verne, CA 91750
2. 715 N Milliken Ave, Ontario, CA 91764
3. 22611 Oakcrest Cir, Yorba Linda, CA 92887
4. 1168 W Katella Ave, Anaheim, CA 92802
5. 7268 E Gage Ave, City Of Commerce, CA 90040
6. 4127 Campus Dr, Irvine, CA 92612
7. 6901 Walker St, La Palma, CA 90623
8. 122 Sunrise Ave, Roseville, CA 95661
9. 5033 S Highway 99, Stockton, CA 95215
10. 2 Serramonte Ctr # 2, Daly City, CA 94015
11. 48 Antelope Blvd, Red Bluff, CA 96080
12. 250 Fairgrounds Dr, Vallejo, CA 94589
13. 2005 E Katella Ave, Anaheim, CA 92806
14. 1150 7th Ave, Hacienda Heights, CA 91745
15. 6455 Owens Dr, Pleasanton, CA 94588
16. 1833 W 6th St, Corona, CA 92882
17. 13302 Harbor Blvd, Garden Grove, CA 92843
18. 260 Pittman Rd, Fairfield, CA 94534
19. 11377 Burbank Blvd, North Hollywood, CA 91601
20. 1776 Powell St, Emeryville, CA 94608
21. 4986 Petaluma Blvd N, Petaluma, CA 94952
22. 2608 Hilltop Dr, Redding, CA 96002
23. 5280 Mowry Ave, Fremont, CA 94538
24. 710 W Shaw Ave, Clovis, CA 93612
25. 1135 S Main St, Manteca, CA 95337
26. 4355 Sonoma Blvd, Vallejo, CA 94589
27. 4025 Lake Ct, West Sacramento, CA 95691
28. 369 W Main St, Alhambra, CA 91801
29. 18477 Beach Blvd, Huntington Beach, CA 92648
30. 731 W San Marcos Blvd, San Marcos, CA 92069
31. 14962 Sand Canyon Ave, Irvine, CA 92618
32. 11195 Long Beach Blvd, Lynwood, CA 90262
33. 20419 Devonshire St, Chatsworth, CA 91311
34. 28915 Rancho California Rd, Temecula, CA 92590
35. 1405 N H St, Lompoc, CA 93436

36. 1180 Alabama St, Redlands, CA 92374
37. 73669 29 Palms Hwy, Twentynine Palms, CA 92277
38. 12616 Pioneer Blvd, Norwalk, CA 90650
39. 405 W Palmdale Blvd, Palmdale, CA 93551
40. 140 Town Center Pkwy, Santee, CA 92071
41. 1185 E Rosewood Dr, San Bernardino, CA 92408
42. 16851 S Harlan Rd, Lathrop, CA 95330
43. 1601 Sycamore Ave, Atwater, CA 95301
44. 11344 San Pablo Ave, El Cerrito, CA 94530
45. 13165 Main St, Hesperia, CA 92345
46. 5811 Firestone Blvd, South Gate, CA 90280
47. 5200 Arlington Ave, Riverside, CA 92504
48. 1800 Auburn Ravine Rd, Auburn, CA 95603
49. 19250 Bear Valley Rd, Apple Valley, CA 92308
50. 15001 Rogers Rd, Patterson, CA 95363
51. 449 E 4th St, Beaumont, CA 92223
52. 14390 County Line Rd, Delano, CA 93215
53. 28241 Marguerite Pkwy, Mission Viejo, CA 92692
54. 4440 Gosford Rd, Bakersfield, CA 93313
55. 115 Baker Ave, Santa Rosa, CA 95407
56. 24952 Sunnymead Blvd, Moreno Valley, CA 92553
57. 901 N Main St, Fort Bragg, CA 95437
58. 6305 W 5th St, Banning, CA 92220
59. 424 Mile Of Cars Way, National City, CA 91950
60. 5975 Palm Ave, San Bernardino, CA 92407
61. 1450 E Monte Vista Ave, Vacaville, CA 95688
62. 31760 Grape St, Lake Elsinore, CA 92532
63. 1770 W Florida Ave, Hemet, CA 92545
64. 14244 Valley Center Dr, Victorville, CA 92392
65. 41196 Big Bear Blvd, Big Bear Lake, CA 92315
66. 72248 Varner Rd, Thousand Palms, CA 92276
67. 600 S Carson Plaza Dr, Carson, CA 90745
68. 56895 29 Palms Hwy, Yucca Valley, CA 92284
69. 1225 5th St, Crescent City, CA 95531
70. 570 E 4th St, Perris, CA 92570
71. 69050 E Palm Canyon Dr, Cathedral City, CA 92234
72. 2675 W Florida Ave, Hemet, CA 92545
73. 6215 Sunrise Blvd, Citrus Heights, CA 95610

74. 2830 Lenwood Rd, Barstow, CA 92311
75. Highway 46 & Ih 5, Lost Hills, CA 93249
76. 16937 Stoddard Wells Rd, Victorville, CA 92394
77. 200 S State Highway 49, Jackson, CA 95642
78. 3446 Coach Ln, Shingle Springs, CA 95682
79. 1201 E Main St, Barstow, CA 92311
80. 20667 Tracy Ave, Buttonwillow, CA 93206
81. 72950 US Highway 111, Palm Desert, CA 92260
82. 727 E Palm Canyon Dr, Palm Springs, CA 92264
83. 82120 US Highway 111, Indio, CA 92201
84. 2535 Main St, Susanville, CA 96130
85. 63960 20th Ave, North Palm Springs, CA 92258
86. 1991 Lander Ave, Turlock, CA 95380
87. 1201 N Palm Canyon Dr, Palm Springs, CA 92262
88. 1014 N Main St, Bishop, CA 93514
89. 525 4th St, Williams, CA 95987
90. 18999 Sonoma Hwy, Sonoma, CA 95476
91. 1400 J St, Needles, CA 92363
92. 876 W Donlon St, Blythe, CA 92225
93. 104 N China Lake Blvd, Ridgecrest, CA 93555
94. 2460 Sycamore Dr, Simi Valley, CA 93065
95. 50920 Seminole Dr, Cabazon, CA 92230
96. 824 W Jefferson Blvd, Los Angeles, CA 90007
97. 7577 Foothill Blvd, Tujunga, CA 91042
98. 2005 E Katella Ave, Anaheim, CA 92806
99. 1000 Guerneville Rd, Santa Rosa, CA 95401
100. 3525 Janes Rd, Arcata, CA 95521
101. 816 Mission St, San Francisco, CA 94103

CERTIFICATE OF MERIT

I, Anthony G. Graham, declare as follows:

1. I am a member of the State Bar of California, a partner of the law firm of Graham & Martin LLP, and one of the attorneys principally responsible for representing plaintiff Consumer Defense Group Action, Inc. (hereinafter "Consumer Defense Group", the "noticing party" as to the "60 Day Notice of Intent to Sue" (the "Notice") served concurrently herewith. I have personal knowledge of the facts set forth herein and, if called upon, could and would testify competently thereto.

2. I have consulted with Andrew Brach and other toxicologists with Komex International, which is an international, full-service environmental consulting company providing leading-edge technology and innovative solutions to industries and governments worldwide. Komex has more than twenty years of industry experience and a depth of professional expertise in every aspect of environmental sciences and provides economical solutions to environmental problems worldwide. The clients of Komex range from small independent owners to multinational corporations, governments and international development agencies. The toxicologists at Komex, including Dr. Brach, have relevant and appropriate experience and expertise, and have reviewed the facts as set forth below regarding the exposure to the listed chemicals (mercury, mercury compounds, methyl mercury and methyl mercury compounds) set forth in the attached Notice.

3. Based on the information obtained through those consultations, and on all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

4. The information referred to in paragraph 3 is as follows; by investigation of the locations referenced in the Notice plaintiff discovered that:

- (1) the violator owns and/or operates the specific subject property (“operate” in this context means controls the use of the property, and/or its management, and/or the decision as to whether to permit the serving of the specified food at that facility);
- (2) the violator has more than nine employees;
- (3) the violator permits the serving of the specified food at the locations referenced in the Notice;
- (4) as to the locations referenced in the Notice, Plaintiff examined the major entrances to the facilities, the reception area and the menus in use at the facilities;
- (5) at none of the locations did Plaintiff see any sign purporting to comply with the requirements of Proposition 65.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed at Irvine, California on February 7, 2003.

CERTIFICATE OF SERVICE

I am over the age of 18 and not a party to this case. I am a resident of or employed in the county where the mailing occurred. My business address is 3 Park Plaza, Suite 2030, Irvine, California 92614.

I SERVED THE FOLLOWING:

- 1.) 60-Day Notice of Intent to Sue Under Health & Safety Code Section 24249.6 and Certificate of Merit;
- 2.) The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary (*only sent to Violator*);
- 3.) Supporting documents for Certificate of Merit (only sent to Office of Attorney General, Office of Proposition 65 Enforcement).;

by enclosing a true copy of the same in a sealed envelope addressed to each person whose name and address is shown below and depositing the envelope in the United States mail with the postage fully prepaid:

Date of Mailing: February 10, 2003

Place of Mailing: Irvine, California

NAME AND ADDRESS OF EACH PERSON TO WHOM DOCUMENTS WERE MAILED:

Nelson J. Marchioli

Chief Executive Officer and President
Advantica Restaurant Group, Inc.
Denny's, Inc.
Denny's Corporation
203 East Main St. Box P-10-10
Spartanburg, SC 29319

Nelson J. Marchioli

Chief Executive Officer and President
Advantica Restaurant Group, Inc.
Denny's, Inc.
Denny's Corporation
3355 Michelson Drive, Suite 350
Irvine, CA 92612

California Attorney General
Office of Proposition 65 Enforcement
1515 Clay Street, 20th Floor
Oakland, CA

Los Angeles County DA
210 W. Temple Street, 18th Floor
Los Angeles, CA 90012

Los Angeles City Attorney
200 N. Main St. N.E.
Los Angeles, CA 90012

San Diego County DA
330 Broadway
San Diego, CA 92101

San Diego City Attorney
1200 3rd Ave. Ste. 1620
San Diego, CA 92101

San Francisco City Attorney
1390 Market Street
San Francisco, CA 94102

San Francisco County DA
880 Bryant Street
San Francisco, CA 94103

Riverside County DA
4075 Main St., 1st Fl.
Riverside, CA 92501

San Bernardino County DA
316 N. Mountain View Av.
San Bernardino, CA 92415

Sacramento County DA
P.O. Box 749
Sacramento, CA 95812

Orange County District Attorney
700 Civic Center Dr. W., 2nd Fl.
Santa Ana, CA 92701

Humboldt County DA
825 5th Street
Eureka, CA 95501

Shasta County District Attorney
1525 Court Street
Redding, CA 96001-1632

San Mateo DA
1050 Mission Road
S. San Francisco, CA 94080

Marin County DA
3501 Civic Center Dr. #130
San Rafael, CA 94903

Santa Barbara County DA
1105 Santa Barbara St.
Santa Barbara, CA 93101

Ventura County DA
800 South Victoria Avenue
Ventura, CA 95695

San Jose City Attorney
151 W. Mission St.
San Jose, CA 95110

Contra Costa County DA
727 Court Street
Martinez, CA 94553

Yolo County D A
301 2nd Street
Woodland, CA 95695

District Attorney
1430 Freedom Blvd.
Watsonville, CA 95076

El Dorado County DA
1360 Johnson Blvd. #105
South Lake Tahoe, CA 96150

Kern County DA
2100 College Avenue
Bakersfield, CA 93305

Napa County DA
31 Parkway Mall
Napa, CA 94559

Sonoma County DA
600 Administrative Dr.
Santa Rosa, CA 95403

Inyo County DA
386 W. Line Street
Bishop, CA 93514

San Joaquin DA
225 W. Elm Street #C
Lodi, CA 95240

Lake County DA
255 N. Forbes St.
Lakeport, CA 95453

Yuba County DA
215 5th Street
Marysville, CA 95901

Stanislaus County DA
300 Starr Avenue
Turlock, CA 95380

District Attorney
14227 Road 28
Madera, CA 93638

Santa Clara County DA
2645 Zanker Road
San Jose, CA 95134

Mariposa County DA
P.O. Box 748
Mariposa, CA 95333

Nevada County DA
201 Church Street, Suite 8
Nevada City, CA 95959

San Luis Obispo County DA
1050 Monterey Street, Rm.
San Luis Obispo, CA 93408

Merced County DA
445 I Street
Los Banos CA 93635

Siskyou County DA
P.O. Box 986
Yreka, CA 96097

Solano County DA
321 Tuolumne St
Valejo CA 94590

Mendocino County DA
700 S. Franklin St.
Forst Bragg, CA 94537

Solano County DA
321 Tuolumne Street
Valejo, CA 94590

Butte County DA
25 County Center Drive
Oroville, CA 95695

Mono County DA
P.O. Box 617
Bridgeport, CA 93517

Sutter County DA
446 Second Street
Yuba City, CA 95991

Santa Cruz County DA
701 Ocean Street
Santa Cruz, CA 95061

Alameda County DA
1225 Fallon Street
Oakland, CA 94612

Del Norte County DA
450 H Street
Crescent City, CA 95531

Kings County DA
1400 W Lacey Blvd
Hanford CA 93230

Lake County District Atty
6850 Old Highway 53
Clearlake CA 95422

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Dated: February 10, 2003

