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14 UNITED STATES DISTRICT COURT  
 15 NORTHERN DISTRICT OF CALIFORNIA

16 REALNETWORKS, INC., et al.,

17 Plaintiffs,

18 vs.

19 DVD COPY CONTROL ASSOCIATION,  
 20 INC., et al.

21 Defendants.

CASE NO. C 08-4548-MHP

**DECLARATION OF JEFFREY S. MILLER  
 IN SUPPORT OF STUDIO PLAINTIFFS'  
 MOTION FOR PRELIMINARY  
 INJUNCTION**

Date: April 1, 2009

Time: 9:00 a.m.

Ctrm: 15 (Hon. Marilyn Hall Patel)

22 UNIVERSAL CITY STUDIOS  
 23 PRODUCTIONS LLLP, et al.,

24 Plaintiffs,

25 vs.

26 REALNETWORKS, INC., et al.

27 Defendants.  
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CASE NO. C 08-4719-MHP

**PUBLIC REDACTED VERSION**

**DECLARATION OF JEFFREY S. MILLER**

I, Jeffrey S. Miller, hereby declare as follows:

1. I am the President of Worldwide Post-Production and Operations for Walt Disney Studios ("WDS"). I submit this declaration in support of the application by WDS, Disney Enterprises, Inc., Fox, Paramount, Universal, Warner Bros. and Sony Pictures for a preliminary injunction to prevent RealNetworks from distributing its RealDVD product, along with another product that I understand is known as "Facet." Except as expressly noted, the facts stated herein are based upon my personal knowledge, my review of the books and records of DWS, or information provided to me in my capacity as President of Worldwide Post-Production and Operations for WDS. If called upon as a witness, I could and would testify competently to the contents of this Declaration.

2. Buena Vista Home Entertainment, Inc. (BVHE), a subsidiary of Disney Enterprises, Inc., distributes movies and television programs on DVDs. Since the introduction of the DVD format, all of the DVDs distributed by BVHE to the consumer market have been protected by CSS technology. In an attempt to minimize copying of our content, WDS and BVHE have studied other copy protection technologies, as well.

3. "RipGuard" is a copy protection technology that was developed and is offered by Macrovision, Inc. RipGuard provides a layer of copy protection beyond CSS, and has been shown to be effective in frustrating many of the "ripping" products that have been available on the internet and elsewhere. In consultation with technical experts and finance personnel, I have been directly involved in the decision to use RipGuard technology on DVDs distributed by BVHE, and was a member of the senior management team that made the decision to do so.

1           4. BVHE began using RipGuard on DVDs in 2005 and, in or about 2007,  
2 Ripguard was being used on [REDACTED] has distributed to  
3 consumers. RipGuard is used to frustrate casual copying of DVDs by consumers,  
4 and the decision to use it is based on our conclusion that it effectively frustrates a  
5 meaningful portion of that copying.

6           5. For 2008, BVHE paid Macrovision approximately [REDACTED] to place  
7 Ripguard technology on the DVDs BVHE distributes. For 2009, BVHE expects to  
8 pay Macrovision approximately [REDACTED]. If we were not convinced that  
9 RipGuard is an effective technological measure protecting the content on DVDs,  
10 BVHE would not have incurred -- and continue to incur -- those expenditures.

11           6. I declare under penalty of perjury under the laws of the United States and  
12 the State of California that the foregoing is true and correct.

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14           Executed on this 19th day of March, 2009, at Burbank, California.

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19           Jeffrey S. Miller