

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION**

PRAGMATUS AV, LLC,)	Civil Action No. 1:10-cv-1288
)	(LMB/JFA)
Plaintiff)	
)	
v.)	
)	
FACEBOOK, INC., YOUTUBE, LLC,)	JURY TRIAL DEMANDED
LINKEDIN CORPORATION, and)	
PHOTOBUCKET.COM, INC.,)	
)	
Defendants.)	

**DECLARATION OF FRANK WAGNER
IN SUPPORT OF DEFENDANTS' MOTION TO TRANSFER**

I, Frank Wagner, do state and declare as follows:

1. I am the Director of Compensation at Google Inc. ("Google") in Mountain View, California. I have been employed by Google since 2007. I make this declaration in support of Defendants' Motion to Transfer, filed herewith. Unless otherwise stated, the matters contained in this declaration are of my own personal knowledge and, if called as a witness, I could and would testify competently to the matters set forth herein.

2. YouTube, LLC ("YouTube") is a Delaware corporation headquartered in San Bruno, California. YouTube has been in operation in California since at least 2005.

3. YouTube is wholly owned by Google, a Delaware corporation headquartered in Mountain View, California.

4. I understand that Plaintiff Pragmatius AV, LLC ("Pragmatius") generally alleges that YouTube has directly and/or indirectly infringed (by inducement and/or contributory infringement), and is continuing to infringe, directly and/or indirectly, U.S. Patent Nos. 7,730,132 ("the '132 patent"), 7,822,813 ("the '813 patent"), and 7,831,663

("the '663 patent") (collectively, "patents-in-suit") by operating the YouTube website located at www.youtube.com.

5. Approximately 340 employees work in the YouTube headquarters in San Bruno, California, the vast majority of whom are involved on projects related to YouTube. The teams responsible for research, design, and development for YouTube are led by personnel that have been, and are, located primarily in San Bruno, California, or at Google's headquarters in Mountain View, California.

6. YouTube's business documents and records relating to the research, design, and development of YouTube are physically present or electronically accessible in San Bruno, California and Mountain View, California.

7. The teams responsible for marketing, sales, finance, and pricing for YouTube are led by personnel that have been, and are, located primarily in San Bruno, California, or Mountain View, California.

8. In addition to the above employees in the Northern District of California involved in YouTube projects, approximately 40 employees in Santa Monica, California and 30 employees located outside of the United States (in Zurich, Tokyo and London) are involved in projects relating to the design and development of YouTube.

9. Based on information that Google and YouTube have gathered to date and their current very limited understanding of the case, employees who may have relevant knowledge about the development, operation, and marketing of YouTube, or relevant knowledge to this case, are located primarily in San Bruno, California, or Mountain View, California.

10. Google employs roughly 24,000 people worldwide. Approximately 50 of these employees work at the Google office located in Reston, Virginia. None of the employees working in Reston are responsible for the research, design, and development of YouTube.

11. Accordingly, upon information and belief, there are no foreseeable YouTube internal documents, electronically stored information, or tangible things, physically present within the Eastern District of Virginia.

I declare under penalty of perjury that the foregoing is true and correct and that this declaration was executed on January 7, 2011 in Mountain View, California.



Frank Wagner