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IPVALUE MANAGEMENT, INC.

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

GOOGLE, INC., and YOUTUBE, LLC,

Plaintiff(s),

v.

IPVALUE MANAGEMENT INC.,

Defendant.

Case No. C11-80016 MISC RS (BZ)

**DECLARATION OF STEVE SHIN IN  
SUPPORT OF THIRD PARTY  
IPVALUE MANAGEMENT, INC.'S  
OPPOSITION TO GOOGLE, INC.'S  
AND YOUTUBE, LLC'S MOTION TO  
COMPEL PRODUCTION OF  
DOCUMENTS**

1 I, Steve Shin, declare as follows:

2 1. I am a Vice President, IP Counsel at IPVALUE Management, Inc.  
3 ("IPVALUE"), and have been in my position since June 2008. I submit this declaration in  
4 support of *IPVALUE's Opposition To Google, Inc.'s and YouTube, LLC's Motion To Compel*  
5 *Production of Documents from Third Party IPVALUE* ("Opposition"). I have personal  
6 knowledge of the facts set forth herein, and, if called upon to testify thereto, I am competent to  
7 do so and would do so.

8 2. In my capacity I am personally aware of IPVALUE's business model.  
9 The business of IPVALUE consists of two major components: (1) the identification of patent  
10 commercialization opportunities, and (2) the conduct of the licensing or sales that comprise that  
11 commercialization. These functions are led and primarily conducted by the "Technology and  
12 Operations Group," and the "Licensing Group," respectively. The Technology and Operations  
13 Group includes generally technical and financial specialists. The Licensing Group focuses on  
14 license negotiations, and its members are typically designated as "Vice President, Licensing." or  
15 similar titles including the word "Licensing." The members of the Licensing Group are both  
16 attorneys and non-attorneys. However, these attorneys perform business functions – and do not  
17 provide legal advice to IPVALUE.

18 3. Since the start of my employment at IPVALUE in June 2008, I have not  
19 held any position in either the Licensing Group or the Technology and Operations Group. The  
20 only position I have held at IPVALUE is Vice President, IP Counsel in the Legal Group. My  
21 work focuses on providing legal advice to IPVALUE. My duties are to advise IPVALUE  
22 regarding legal issues, such as patent infringement theories, and defenses to patent assertion. As  
23 Vice President, IP Counsel, I am not a member of the Technology and Operations Group or the  
24 Licensing Group, but I provide legal advice and services to both groups. The vast majority of  
25 these activities include advising IPVALUE regarding patent issues. I provide this declaration  
26 because I am one of the four "In-House counsel" custodians identified by Google. During my  
27 tenure I have worked in connection with the Xerox/Google and Xerox/Yahoo assertions. My  
28 personal involvement with these projects has included nothing except legal advice in connection

1 with the patent assertion. I have advised the company regarding infringement of Xerox's patents  
2 by Google and Yahoo. I participated in a few telephone calls with Google in connection with  
3 this assertion, and I advised the company regarding preparation for these meetings. I have  
4 advised the company regarding the counter-arguments presented to IPVALUE. The meetings in  
5 which I participated were led by the Licensing Group (Mr. Riley and/or Ms. Kumar).  
6 ("INTERNAL COMMUNICATIONS"). In addition, Xerox may have requested that IPVALUE  
7 generate materials, such as claim charts, for review by counsel for the client prior to the use of  
8 similar materials by IPVALUE in negotiations. ("EXTERNAL COMMUNICATIONS").

9           4. During the course of negotiations with Google, IPVALUE received  
10 arguments in response to the patent assertion, such as arguments that the products at issue do not  
11 infringe the patent, or that the patent is not valid. As Vice President, IP Counsel, I advised  
12 IPVALUE regarding the merits of Google's response, and was sometimes asked to participate in  
13 meetings to communicate IPVALUE's response to Google. In the matter at bar, the Licensing  
14 Group (Mr. Riley and Mr. Kumar) performed the "business functions" by leading the licensing  
15 negotiations, and my participation was strictly to provide advice and counseling to IPVALUE  
16 before, during, and after negotiations – and to explain legal positions and answer legal questions  
17 from Google's team.

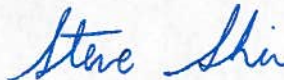
18           5. In performing my duties, I generated INTERNAL COMMUNICATIONS  
19 (strictly within IPVALUE) and EXTERNAL COMMUNICATIONS (to Xerox (in this case), and  
20 to other third parties). I am informed and believe that IPVALUE has produced its EXTERNAL  
21 COMMUNICATIONS to Google.

22           6. I am mindful of my obligations under the Federal Rules of Civil  
23 Procedure, i.e., Rule 11 and 26(g). As a result, it is difficult for me to quantify the percentage of  
24 strictly privileged communications for myself. However, because my internal function and  
25 duties has been to provide legal advice, I believe that a very high percentage of my internal data  
26 and my documents will relate to advice and counseling to other IPVALUE personnel. Although  
27 I have never quantified this percentage, I am comfortable estimating that well over 90 percent of  
28 the documents generated and received by myself for each matter involved are for purposes of the

1 IP Counsel providing legal advice to the company. My documents in the Xerox/Google and  
2 Xerox/Yahoo projects were generated in the course of providing legal advice regarding the  
3 project. These documents relate to the assertion of Xerox's patents against Google and/or  
4 Yahoo, and the related issues of patent claim construction, infringement, validity, and damages.  
5 With the exception of documents communicated with Google or Yahoo, the vast majority of  
6 these documents are privileged. Although I have not conducted a formal privilege review, I am  
7 comfortable estimating that more than 90 percent of my "responsive" documents in this project  
8 would be considered privileged.

9 I declare under penalty of perjury under the laws of the United States of America  
10 that the foregoing is true and correct.

11 Executed in Bridgewater, New Jersey on April 6, 2011.

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