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12 Attorneys for GOOGLE INC.

13 UNITED STATES DISTRICT COURT
 14 NORTHERN DISTRICT OF CALIFORNIA
 15 SAN JOSE DIVISION

16 GOOGLE INC., AOL LLC, YAHOO! INC.,
 17 IAC SEARCH & MEDIA, INC., and
 LYCOS, INC.,

18 Plaintiffs,

19 v.

20 L. DANIEL EGGER, SOFTWARE RIGHTS
 21 ARCHIVE, LLC, and SITE
 TECHNOLOGIES, INC.,

22 Defendants.

CASE NO. CV 08-03172-RMW

**SECOND DECLARATION OF THOMAS
 B. WALSH, IV IN SUPPORT OF
 PLAINTIFFS GOOGLE INC., AOL LLC,
 IAC SEARCH & MEDIA, INC., AND
 LYCOS, INC.'S OPPOSITION TO
 DEFENDANTS' MOTION TO DISMISS,
 TRANSFER, OR STAY UNDER THE
 FIRST-TO-FILE RULE, UNDER RULE
 12(B)(2) FOR LACK OF PERSONAL
 JURISDICTION, AND UNDER RULE
 12(B)(1) FOR LACK OF SUBJECT
 MATTER JURISDICTION**

CERTAIN EXHIBITS FILED UNDER SEAL

Hearing Date: August 21, 2009
 Hearing Time: 9:00 am
 Courtroom: 6 (4th Floor)
 Judge: Hon. Ronald M. Whyte

1 I, Thomas B. Walsh, IV declare as follows:

2 1. I am an attorney admitted to practice in the State of Texas and I am a principal in
3 the law firm of Fish & Richardson P.C. I represent Plaintiffs Google Inc. and AOL LLC in this
4 action and have been admitted *pro hac vice* in this action. I submit this declaration in support of
5 Google Inc., AOL LLC, IAC Search & Media, Inc., and Lycos, Inc.'s Opposition to Defendants'
6 Motion to Dismiss, Transfer, or Stay Under the First-to-File Rule, Under Rule 12(b)(2) for Lack
7 of Personal Jurisdiction, and Under Rule 12(b)(1) for Lack of Subject Matter Jurisdiction. Except
8 as otherwise stated, I have personal firsthand knowledge of the matters set forth in this
9 Declaration, and if called as a witness I would testify competently to those matters.

10 2. Attached hereto as **Exhibit A** are true and correct copies of Defendants' Motion to
11 Dismiss for Lack of Standing and corresponding Exhibits 1-17 filed on July 16, 2008 in the Texas
12 Action, Civil Action No. 2:07-cv-511 (CE) (E.D. Tex.) (hereinafter "Texas Action") (Dkt. No.
13 66), with slip sheets added to more easily differentiate between the various exhibits to the motion.

14 3. Attached hereto as **Exhibit B** are true and correct copies of Plaintiff's Response to
15 Defendants' Motion to Dismiss for Lack of Standing, Declaration of Lee Kaplan and
16 corresponding Exhibits 1-36 filed on August 25, 2008 in the Texas Action (Dkt. No. 76).

17 4. Attached hereto as **Exhibit C** are true and correct copies of the Reply in Support of
18 Defendants' Motion to Dismiss for Lack of Standing and Exhibits 1-17 filed on November 10,
19 2008 in the Texas Action (Dkt. No. 102) [FILED UNDER SEAL].

20 5. Attached hereto as **Exhibit D** are true and correct copies of Plaintiff's Sur-
21 Response to Defendants' Motion to Dismiss and corresponding Exhibits 1-27 filed on December
22 15, 2008 in the Texas Action (Dkt. No. 118).

23 6. Attached hereto as **Exhibit E** are true and correct copies of Defendants' Suggestion
24 to Refer Bankruptcy Issues to Bankruptcy Court or, in the Alternative, Motion to for Leave to File
25 Response to Plaintiff's Sur-Response Brief filed on January 16, 2009 in the Texas Action (Dkt.
26 No. 124) [FILED UNDER SEAL].

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	1	2nd DECL. OF THOMAS B. WALSH, IV, TO PLAINTIFFS GOOGLE INC., AOL LLC, IAC SEARCH & MEDIA, INC., AND LYCOS, INC.'S OPP'N TO DEFS' MOT TO DISMISS, TRANSFER OR STAY Case No. C-08-03172-RMW
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1 7. Attached hereto as **Exhibit F** are true and correct copies of Defendants' Response
2 to Plaintiff's Sur-Response Brief in Opposition to Defendants' Motion to Dismiss for Lack of
3 Standing and corresponding Exhibits 1-2 filed on January 16, 2009 in the Texas Action (Dkt. No.
4 125) [FILED UNDER SEAL]. Exhibit F was the brief for which leave was sought in Exhibit E.

5 8. Attached hereto as **Exhibit G** are true and correct copies of Plaintiff's Opposition
6 to Defendants' "Suggestion to Refer Bankruptcy Issue to Bankruptcy Court" and Opposition to
7 Defendants' Alternative Motion for Leave to File Third Brief on Standing and corresponding
8 Exhibits A and B filed on January 28, 2009 in the Texas Action (Dkt. No. 129).

9 9. Attached hereto as **Exhibit H** is a true and correct copy of the Memorandum
10 Opinion and Order issued by Magistrate Judge Charles Everingham on March 31, 2009 in the
11 Texas Action (Dkt. No. 138).

12 10. Attached hereto as **Exhibit I** is a true and correct copy of Defendants' Motion to
13 Transfer Pursuant to 28 U.S.C. 1404(a) and corresponding Exhibits 1-23 filed on February 20,
14 2009 in the Texas Action (Dkt. No. 130) [FILED UNDER SEAL].

15 11. Attached hereto as **Exhibit J** is a true and correct copy of Plaintiff's Response in
16 Opposition to Defendants' Motion to Transfer Pursuant to 28 U.S.C. 1404(a) and corresponding
17 Exhibits 1-18 filed on May 8, 2009 in the Texas Action (Dkt. No. 143) [FILED UNDER SEAL].

18 12. Attached hereto as **Exhibit K** is a true and correct copy of Defendants' Reply in
19 Support of Defendants' Motion to Transfer Pursuant to 28 U.S.C. § 1404(a) filed on May 18, 2009
20 in the Texas Action and corresponding Exhibits 24-27 (Dkt. No. 146) [FILED UNDER SEAL].

21 13. Attached hereto as **Exhibit L** is a true and correct copy of Software Rights
22 Archive, LLC's Sur-Reply in further Opposition to Defendants' Motion to Transfer Venue and
23 corresponding Declaration of Lee Kaplan and Exhibits 1-8 filed on May 29, 2009 in the Texas
24 Action (Dkt. No. 148) [FILED UNDER SEAL].

25 14. Attached hereto as **Exhibit M** is a true and correct copy of Google Inc., AOL LLC,
26 and Yahoo! Inc.'s Motion for Certification of Order for Interlocutory Appeal, or in the
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1 Alternative, for Reconsideration, filed May 22, 2009 in the Texas Action (Dkt. No. 147), and
2 Exhibits 1-2 thereto [FILED UNDER SEAL].

3 15. Attached hereto as **Exhibit N** is a true and correct copy of Software Rights
4 Archive, LLC's Opposition to Google Inc., AOL LLC, and Yahoo! Inc.'s Motion for Certification
5 of Order for Interlocutory Appeal, or in the Alternative, for Reconsideration, filed June 15, 2009
6 in the Texas Action (Dkt. No. 151).

7 16. Attached hereto as **Exhibit O** is a true and correct copy of the Memorandum
8 Opinion and Order issued by Magistrate Judge Charles Everingham on June 24, 2009 in the Texas
9 Action (Dkt. No. 154).

10 I declare under penalty of perjury that the foregoing is true and correct. Executed this 24th
11 day of July, 2009, at Dallas, Texas.

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13 /s/ Thomas B. Walsh, IV
14 Thomas B. Walsh, IV
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