

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

1 Courtland L. Reichman (SBN 268873)
creichman@mckoolsmithhennigan.com
2 MCKOOL SMITH HENNIGAN P.C.
255 Shoreline Drive, Suite 510
3 Redwood Shores, CA 94065
Telephone: (650) 394-1400
4 Fax: (650) 394-1422

5 Mike McKool (*pro hac vice* application to be filed)
mmckool@McKoolSmith.com
6 Douglas A. Cawley (*pro hac vice* application to be filed)
dcawley@McKoolSmith.com
7 Ted Stevenson III (*pro hac vice* application to be filed)
tstevenson@mckoolsmith.com
8 David Sochia (*pro hac vice* application filed)
dsochia@McKoolSmith.com
9 MCKOOL SMITH P.C.
300 Crescent Court Suite 1500
10 Dallas, TX 75201
(214) 978-4000
11 (214) 978-4044 (facsimile)

12 Attorneys for Defendants Rockstar
Consortium US LP and MobileStar
13 Technologies LLC

14 **UNITED STATES DISTRICT COURT**
15 **NORTHERN DISTRICT OF CALIFORNIA**
16 **OAKLAND DIVISION**

17 GOOGLE INC.,) Case No. 13-cv-5933 CW
)
18 Plaintiff,)
)
19 vs.) **DECLARATION OF AFZAL DEAN IN**
) **SUPPORT OF DEFENDANTS' MOTION**
) **TO DISMISS UNDER FED. R. CIV. P.**
20 ROCKSTAR CONSORTIUM U.S. LP, and) **12(b)(2) and 12(b)(3) FOR LACK OF**
) **PERSONAL JURISDICTION AND**
21 MOBILESTAR TECHNOLOGIES LLC,) **IMPROPER VENUE AND TO DECLINE**
) **EXERCISING JURISDICTION UNDER**
22 Defendants.) **THE DECLARATORY JUDGMENT**
) **ACT**
23)
)
24) Date: March 13, 2014
) Time: 2:00 p.m.
25) Courtroom: 2 - 4th Floor
26) Judge: Hon. Claudia Wilken
)
27)

28 **DECLARATION OF AFZAL DEAN IN SUPPORT OF DEFENDANTS' MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION AND IMPROPER VENUE AND TO DECLINE EXERCISING JURISDICTION UNDER THE DECLARATORY JUDGMENT ACT—Case No. 13-cv-5933-CW**

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

1 I, Afzal Dean, declare under oath as follows:

2 1. I have personal knowledge of the facts stated herein.

3 2. I am currently the President of MobileStar Technologies LLC (“MobileStar”). I have
4 held that position since the formation of MobileStar. I reside in Ottawa, Canada.

5 3. I am currently also VP of IP Licensing for Rockstar Consortium.

6 4. I am a former employee of Nortel Networks, which owned the patents-in-suit prior to
7 Rockstar. My previous positions at Nortel included Director IP Licensing—IP Law and Director
8 of Engineering.

9 5. MobileStar was incorporated in October 2013. MobileStar is a Delaware limited
10 liability corporation with a principal place of business at Legacy Town Center 1, 7160 North
11 Dallas Parkway, Suite No. 250, Plano, Texas, 75024. MobileStar is the owner of U.S. Patent
12 Nos. 6,037,937; 6,333,973; 6,463,131; 6,765,591; and 6,937,572.

13 6. MobileStar is not incorporated in California, has no place of business in California,
14 and is not licensed or authorized to do business there. MobileStar has no agent for service of
15 process in California. MobileStar has not performed services or sold products to California.
16 MobileStar has never solicited business from California. MobileStar has never signed any
17 contract in California. MobileStar has never owned real or personal property in California.
18 MobileStar has never maintained an office in California. MobileStar has never maintained any
19 records in California.

20 7. MobileStar has no personnel, employees, or agents in California.

21 8. MobileStar pays no taxes in California.

22 9. MobileStar has 3 officers (President Afzal Dean, Vice-President Chad Hilyard, and
23 Corporate Secretary Mike Dunleavy) and one board member (Director of the Board John
24

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

1 Veschi). None of them reside in California.

2 [REDACTED]

3 [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 11. On October 31, 2013, NetStar Technologies LLC (“NetStar”), a subsidiary of
9 Rockstar, filed a patent infringement action against Google in the Eastern District of Texas
10 (“NetStar/Google Litigation”).

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 [REDACTED]

20 [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]

25 [REDACTED]

26 [REDACTED]

27 [REDACTED]

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

1 [REDACTED]
2 [REDACTED]
3 [REDACTED] none of MobileStar’s officers or board
4 members have otherwise travelled to California on behalf of MobileStar. [REDACTED]

5 [REDACTED] MobileStar has not otherwise met with, contacted, or communicated
6 with any other California entity.

7
8 15. Rockstar Consortium U.S. LP (“Rockstar”) is the parent entity of MobileStar.
9 Rockstar is a Delaware limited partnership with a principal place of business at Legacy Town
10 Center 1, 7160 North Dallas Parkway, Suite No. 250, Plano, Texas, 75024. Rockstar is the
11 owner of U.S. Patent Nos. 5,838,551 and 6,128,298. Rockstar was previously the owner of U.S.
12 Patent Nos. 6,037,937; 6,333,973; 6,463,131; 6,765,591; and 6,937,572 before assigning them to
13 MobileStar in October 2013.

14
15 16. Rockstar is not incorporated in California, has no place of business in California, and
16 is not licensed or authorized to do business there. Rockstar has no agent for service of process in
17 California. Rockstar has never signed any contract in California. Rockstar has never owned real
18 or personal property in California. Rockstar has never maintained an office in California.
19 Rockstar has never maintained any records in California.

20 [REDACTED]
21 [REDACTED]
22 [REDACTED]
23 [REDACTED]
24 [REDACTED]
25 [REDACTED]
26 [REDACTED]
27 [REDACTED]

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

22. Rockstar and MobileStar have not filed any lawsuits in California.

23. Rockstar and MobileStar have not engaged in extra-judicial enforcement of the patents-in-suit, such as engaging third-parties in attempting to remove allegedly infringing products from a trade show in California.

24. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] As mentioned above, MobileStar is based in Texas.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

27. Nortel Networks, which owned the patents-in-suit prior to Rockstar, had its historical

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

1 U.S. headquarters in Richardson, Texas. For 20 years, from 1991-2011, Nortel occupied a
2 800,000 square foot campus in Richardson and employed thousands of residents in Richardson
3 and neighboring Plano. Nortel's licensing activities were headquartered out of Richardson, and
4 involved personnel from Nortel's law department responsible for patent prosecution, patent
5 licensing and litigation, many of whom now work for Rockstar. When I was at Nortel, I worked
6 frequently with Nortel employees in Richardson, and continue to work with many of the same
7 people at Rockstar. When Rockstar acquired the patents-in-suit, Rockstar also inherited the
8 Nortel law department's Richardson office space, many of Nortel's employees in Richardson
9 responsible for licensing activities, and historical Nortel files in Richardson (including many
10 files relevant to the patents-in-suit). After Nortel's Richardson campus was sold in Nortel's
11 bankruptcy proceedings, Rockstar relocated its offices and subsequently moved to the
12 neighboring town of Plano, Texas.
13

14 28. Rockstar's Plano, Texas office includes Rockstar's full-time employees who reside in
15 Texas. Rockstar's Plano office also has assigned offices for several home-based Rockstar
16 employees who travel frequently to Plano. Even though I reside and work from Rockstar's
17 Ottawa, Canada location, I travel frequently to Plano and have an assigned office in the Plano
18 office.
19

20 29. None of Rockstar's full-time or home-based employees live in California.

21 30. Rockstar pays no California taxes.

22 31. Rockstar has not held any board meetings in California.

23 32. Rockstar has not signed any license agreements in California.

24 33. Rockstar has not sold any patents to any California entities.

25 34. Rockstar has received licensing consulting services from Mark Wilson, an
26 independent contractor who lives in California. [REDACTED]
27

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] None of his responsibilities related to the patents-in-suit.

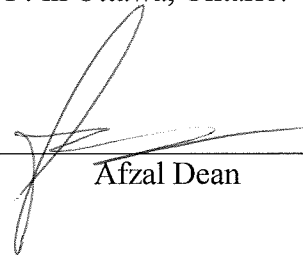
None of his responsibilities related to California and he has never contacted any California entities on behalf of Rockstar. He has never met with Google, ASUS, HTC, Huawei, LG, Pantech, Samsung, or ZTE on behalf of Rockstar. [REDACTED]

[REDACTED] Rockstar does not pay California taxes on Mark's compensation.

35. Rockstar's limited partners are Apple Inc., Blackberry Limited, Telefonaktiebolaget LM Ericsson (publ), Microsoft Corporation and Sony (ICA IPLA Holdings Inc.). The limited partners neither direct nor control Rockstar's licensing efforts in California or anywhere else. Rockstar's management directs Rockstar's licensing efforts. Rockstar takes measures to ensure that information about prospective licensees and negotiations does not flow to the limited partners.

REDACTED VERSION OF DOCUMENT(S) SOUGHT TO BE SEALED

Under penalty of perjury under the laws of the State of California, I declare that the foregoing is true and correct. Executed on January 23, 2014 in Ottawa, Ontario.



Afzal Dean

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28