

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

SKYHOOK WIRELESS, INC.,)
)
 Plaintiff and)
 Counterclaim-Defendant,)
)
 v.)
)
 GOOGLE INC.,)
)
 Defendant and)
 Counterclaimant.)
 _____)

Case No. 1:10-cv-11571-RWZ

**AFFIDAVIT OF LINA F. SOMAIT IN
SUPPORT OF PLAINTIFF SKYHOOK
WIRELESS, INC.'S MOTION FOR
ENTRY OF PROTECTIVE ORDER**

I, Lina F. Somait, declare as follows:

1. I am an attorney at the law firm of Irell & Manella LLP ("Irell & Manella"), counsel to plaintiff Skyhook Wireless, Inc. ("Skyhook"). I am a member in good standing of the State Bar of California, and have been admitted to the Bar of this Court for the purpose of this litigation. I submit this declaration in connection with Skyhook's Motion for Entry of Protective Order. I have personal knowledge of the matters set forth in this declaration and, if called as a witness, could testify to its contents.

2. Irell & Manella is Skyhook's outside litigation counsel. Irell & Manella's Skyhook litigation team is led by partners Morgan Chu and Sam Lu.

3. Irell & Manella's Skyhook litigation team has studied Skyhook's patent portfolio, developing significant expertise in these patents and their relationship to the prior art. The team has also worked closely with Skyhook to understand Skyhook's goals and strategies for the enforcement of its patent portfolio.

4. Attached hereto as Exhibit 1 is a true and correct copy of Skyhook's First Proposed Protective Order.

5. Attached hereto as Exhibit 2 is a true and correct copy of Skyhook's Second Proposed Protective Order.

6. Attached hereto as Exhibit 3 is a true and correct copy of a January 21, 2011, email from me to Susan Baker Manning, counsel for Google Inc. ("Google"), and attachments thereto.

7. Attached hereto as Exhibit 4 is a true and correct copy of a February 22, 2011, email from me to Audrey Lo, counsel for Google, and attachments thereto.

8. Attached hereto as Exhibit 5 is a true and correct copy of a March 28, 2011, email from Susan Baker Manning, counsel for Google, to Sam Lu, counsel for Skyhook.

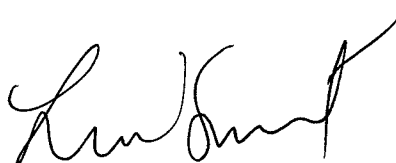
9. Attached hereto as Exhibit 6 is a true and correct copy of an April 1, 2011, email from Sam Lu, counsel for Skyhook, to Susan Baker Manning, counsel for Google, and attachments thereto.

10. Attached hereto as Exhibit 7 is a true and correct copy of an April 11, 2011, email from Susan Baker Manning, counsel for Google, to Sam Lu, Counsel for Skyhook, and attachments thereto.

11. Attached hereto as Exhibit 8 is a true and correct copy of an April 12, 2011, email from Susan Baker Manning, counsel for Google, to Sam Lu, counsel for Skyhook.

Executed on May 25, 2011, in Los Angeles, California.

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

A handwritten signature in black ink, appearing to read 'Lina F. Somait', is written over a horizontal line.

Lina F. Somait

Certificate of Service

I, Thomas F. Maffei, hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) on May 25, 2011.

/s/ Thomas F. Maffei

Thomas F. Maffei