

Redacted Pursuant to Protective Order at Request of Defendants

EXHIBIT 1
Figueira Decl. Tab
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ZAHAVAH LEVINE

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EXPERIENCE

General Counsel & Vice President of Business Affairs

EXHIBIT 1
LEVINE
KEL 4-2-09

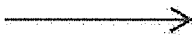
YouTube, Inc., San Bruno, CA (3/06-Present)

- Lead attorney and key member of senior management team for cutting edge, fast-growing technology start-up:
 - Provided general management advice
 - Facilitated intra-company communication
- General Legal & Product Counsel
 - Provided ongoing legal advice to the product, marketing & public relations groups
 - Oversaw trademark and patent application registrations
 - Managed litigation
 - Managed relationships with and budgets for all outside law firms
 - Managed one other attorney
- Commercial Agreements
 - Negotiated video content license agreements with major record labels and other major media companies
 - Negotiated most company contracts including software licenses, services and employment agreements, real estate and equipment leases, internet advertising agreements, etc...
 - Prepared form agreements used for routine business deals
- Corporate Responsibilities
 - Managed securities transactions, including venture capital financing, issuance of stock options & warrants, and ultimately the sale of YouTube, Inc. to Google Inc.
 - Served as Secretary of the Company and handled board and shareholder relations

Associate General Counsel

RealNetworks, Inc., San Francisco, CA (8/03-3/06)

- Managed all aspects of domestic and international digital music licensing for all company music products and services, including Rhapsody Subscription Service, RadioPass (webcasting service), SuperPass (video content subscription service), RealPlayer Music Store (download store) and Music Videos.
- Negotiated all major label agreements & managed negotiation of indie label agreements
- Negotiated all publishing agreements and managed relations with Harry Fox Agency, ASCAP, BMI & SESAC
- Prepared forms for all music-related distribution, syndication and marketing agreements, including distribution deals with broadband service providers, web portals, retailers, and digital music device manufacturers
- Advised on product compliance, DMCA compliance and strategic initiatives (lead legal advisor on all music-related matters)



- Served on Board of Directors of Digital Media Association, a DC trade organization⁸²⁻⁰⁰⁰² for technology companies in the business of providing digital media services, to promote Real's interests in legislative and regulatory matters and in connection with industry-wide initiatives
 - Helped draft legislative reform proposals to update copyright law
 - Draft congressional testimony in support of needed legislative reform
 - Lobbied members of Congress in support of legislative reform
 - Negotiated industry-wide webcasting rates with RIAA
- Managed legal staff of five devoted primarily to digital music business (three lawyers, one business development person and one legal assistant)
- Managed general legal services for the San Francisco satellite office

Senior Counsel

Listen.com, Inc., San Francisco, CA (2/01-8/03)

- Sole in-house counsel for 70-employee digital music technology company
- License and Distribution Agreements:
 - Negotiated dozens of co-brand, distribution, syndication, affiliate and marketing agreements for Listen.com syndicated music site, Listen Radio, and Rhapsody Digital Music Subscription Service, including agreements with Comcast, Verizon, BestBuy, Charter Communications, Lycos, Sprint, Gateway, Creative Labs, and many others.
 - Negotiated multiple digital music content license agreements with all five major record labels (earning status as first non-label-owned company to obtain digital distribution licenses from all 5 major labels); drafted template license agreements used for over 200 "indie" label deals, and negotiated all indie label music licenses
 - Negotiated advertising agreements and ad agency agreements for pre-Rhapsody advertising-based web syndication business; trained sales staff on legal issues and risk mitigation in online ad deals
 - Negotiated all company contracts (software licenses, services and employment agreements, content licenses, leases, internet advertising agreements, NDAs, etc...)
- Corporate Responsibilities
 - Managed and negotiated all securities transactions, including venture capital financings, stock redemption, stock-option re-pricing and ultimately the sale of Listen.com, Inc. to RealNetworks, Inc.
 - Managed and maintained board and shareholder consents, capitalization table, and company minute book
- General Legal & Product Counsel
 - Oversaw trademark and patent registration applications, strategy and policies
 - Managed litigation including patent, trademark, antitrust and contract disputes
 - Managed relationships with and budgets for all outside law firms
 - Prepared all form agreements used for routine business deals and reviewed and negotiated all non-form agreements
 - Drafted and maintained click-through Terms of Use, Privacy Policy, and Subscription Agreement for web site, web-based software and digital music service
 - Provided ongoing legal advice to product group, music-law advice and general legal counsel to company

- Represented Listen.com on board of DC trade organization ⁸²⁻⁰⁰⁰³ Digital Media Association

Senior Associate

(Corporate) **McCutchen, Doyle, Brown & Enerson, LLC**, San Francisco, CA (11/98-2/01)

- Represented more than ten internet and technology start-up companies in all capacities
- Negotiated and closed transactions including venture capital financings, mergers & acquisitions, strategic partnerships, co-branded site agreements
- Negotiated and drafted commercial and internet agreements, maintained minute books, drafted board minutes, executed securities and other corporate filings
- Prepared offer letters and severance agreements
- Drafted equity incentive plans, stock-option agreements and stock-restriction agreements
- Represented Kodak in deal with AOL for online photo service "You've Got Pictures"
- Represented large clients in complex civil litigation matters including issues of copyright and trademark infringement, contracts and securities law (was in litigation for the first year of practice)

Law Clerk, Honorable Charles A. Legge,

U.S. District Court for the Northern District of California, San Francisco, CA (9/97-9/98)

- Wrote bench memoranda and prepared court orders for civil cases involving a wide range of employment, contract, securities fraud, ADA, trademark, patent, tax fraud & tort issues
- Managed U.C. v. Genentech, a high-profile \$1.5 billion patent infringement action
- Drafted court order on the constitutionality of a controversial state-wide ballot measure

Law Clerk, Honorable David R. Thompson,

U.S. Court of Appeals for the Ninth Circuit, San Diego, CA (9/96-9/97)

- Wrote bench memoranda and drafted Ninth Circuit opinions for civil cases involving ERISA, tax, workers' compensation, contract, ADA, insurance & other regulatory issues

Office Mgr., League of Women Voters of San Francisco, San Francisco, CA (3/92-8/93)

- Organized U.S. Senate, city supervisor, and board of education candidates' debates
- Wrote monthly newsletter and co-wrote voter information pamphlet with KQED

EDUCATION

Boalt Hall School of Law, University of California at Berkeley, CA J.D., 1996

- Order of the Coif (National Honor Society for Top 10% of Class)
- *California Law Review*, Associate Editor
- American Jurisprudence Awards (highest grade in class): Torts; Social Security & Welfare Law
- Prosser Awards (2nd highest grade in class): Contracts; Intellectual Property

Brown University, Providence, RI B.A. History, 1991

SPEAKING ENGAGEMENTS IN DIGITAL MEDIA LAW, POLICY & BUSINESS

- "*DMCA Safe harbors & Secondary Liability on the Internet*"
Guest Speaker at "IP for the Information Industries,"
U.C. Berkeley, School of Information Management & Systems, Oct. 23, 2006

- *"The Personal Programming Phenomenon"* 82-0004
USC Institute on Entertainment Law and Business, Sept 9, 2006
- *"It's All About The User!: Intellectual Property Issues Raised by Social Networking Sites and Online Environments for User-Generated Content"*
Beverly Hills Bar Association, IP, Internet & New Media Section, July 27, 2006
- *"Digital Destination: Nuts and Bolts of Digital Delivery of Music"*
Beverly Hills Bar Association, IP, Internet & New Media Section, April 19, 2006
- *"Regulatory & Business Issues For New Broadband Services: Music,"*
Law Seminars International, San Francisco, CA, Sept. 26, 2005
- *"Digital Music Business Models,"*
Boalt Hall School of Law, U.C. Berkeley, Apr. 18, 2004
- *"Digital Music: Advanced Issues in Copyright,"*
Advanced IP Seminar, University of Michigan Law School, Oct. 6, 2004,
- *"Legal Issues In Digital Music Distribution,"*
California State Bar Association, Oct. 15, 2003
- *"E-Music, Beyond Napster,"*
San Francisco Bar Association, Barristers Club, July 24, 2003

HOBBIES

- American roots music of all kinds, world music, gadgets, yoga

References Available Upon Request