

# **EXHIBIT C**

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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BOURNE CO., )  
 )  
 )  
 Plaintiff, )  
 )  
 -against- )  
 )  
 TWENTIETH CENTURY FOX FILM CORPORATION, )  
 FOX BROADCASTING COMPANY, TWENTIETH )  
 CENTURY FOX TELEVISION, INC., TWENTIETH )  
 CENTURY FOX HOME ENTERTAINMENT, INC., )  
 FUZZY DOOR PRODUCTIONS, INC., THE )  
 CARTOON NETWORK, INC., SETH MACFARLANE, )  
 and WALTER MURPHY, )  
 )  
 Defendants. )  
 )  
 Case No. 07 Civ. 8580 (DAB) )  
 )

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Deposition of KARYN SOROKA held at the offices of Loeb & Loeb, 345 Park Avenue, New York, New York, on Tuesday, March 4, 2008, commencing at 10:00 a.m., before James W. Johnson, Registered Professional Reporter and a Notary Public of the State of New York.

1 Soroka  
 2 Q. You can answer.  
 3 MS. STARK: You can answer the question.  
 4 A. Well, as I've said in the report, you,  
 5 you don't know when a song doesn't get used.  
 6 Therefore, I could never conclusively state that X  
 7 number of uses has been lost because of this. I  
 8 only know that negative associations affect the  
 9 desirability of a song.  
 10 Q. Do you know the answer to whether  
 11 something has happened in the past is a question of  
 12 fact or opinion?  
 13 MS. STARK: Objection. This is beyond  
 14 the scope of her expert report. You're asking  
 15 for her to make a legal conclusion.  
 16 You can answer if you have --  
 17 MR. ZAVIN: I think your proper  
 18 objection is merely to state "objection."  
 19 Q. Ms. Soroka, do you know whether if  
 20 something has happened in the past is a question of  
 21 fact or opinion?  
 22 A. That would be a question of fact.  
 23 Q. And as a question of fact do you know  
 24 whether "I Needed You" has had any effect  
 25 whatsoever on the licensing or income of "When You

1 Soroka  
 2 Q. Do you understand what a parody is?  
 3 MS. STARK: Objection. Please define  
 4 "parody."  
 5 MR. ZAVIN: I asked whether she  
 6 understands. She can say no, in which case  
 7 I'll define it.  
 8 Q. Do you understand what a parody is?  
 9 A. In the legal or the colloquial sense?  
 10 Q. The colloquial sense.  
 11 A. Yes.  
 12 Q. Are you aware that songs have been  
 13 parodied in the past?  
 14 MS. STARK: Objection. I need for you  
 15 to clarify what the colloquial term of  
 16 "parody" is so I can properly defend this  
 17 deposition. Please explain to the witness  
 18 what you mean by "parody."  
 19 MR. ZAVIN: No, I'll ask the witness to  
 20 explain it. She's just testified she  
 21 understands what the colloquial definition of  
 22 "parody" is.  
 23 Q. Please tell us what your understanding  
 24 is.  
 25 A. Well, I think colloquially it's sort of

1 Soroka  
 2 Wish Upon A Star?"  
 3 MS. STARK: Objection, asked and  
 4 answered. You can answer again.  
 5 A. Like I said, it's not something that you  
 6 would know, because you don't get told when uses  
 7 don't happen.  
 8 Q. Have you made any effort to find out  
 9 whether anyone failed to license "When You Wish  
 10 Upon A Star?"  
 11 MS. STARK: Objection, asked and  
 12 answered. You can answer again.  
 13 A. No.  
 14 Q. Okay. Did you talk to anyone at Bourne  
 15 to see whether any licensing income has diminished  
 16 for "When You Wish Upon A Star" since 2003?  
 17 A. No.  
 18 Q. Do you have, as you sit here today do  
 19 you have any idea whatsoever whether licensing  
 20 income has increased or decreased since 2003 for  
 21 "When You Wish Upon A Star?"  
 22 A. No.  
 23 Q. And you made no effort to find out,  
 24 correct?  
 25 A. Correct.

1 Soroka  
 2 mixed up with satire. It's the same sort of open-  
 3 ended definition that involves something about  
 4 making fun of something.  
 5 Q. Okay. Are you aware that in the past  
 6 there have been songs that make fun of other songs?  
 7 A. Yes.  
 8 Q. Have you ever done any studies to see  
 9 whether songs that have been parodied suffered  
 10 diminution in licensing income?  
 11 MS. STARK: Objection. You are not  
 12 defining what you're using "parody" as. I  
 13 need you to state the definition that you are  
 14 using so that we can properly defend this  
 15 deposition.  
 16 MR. ZAVIN: I'm sorry, Ms. Stark. I --  
 17 MS. STARK: Your question is unclear.  
 18 Q. You can answer.  
 19 MR. ZAVIN: Are you directing the  
 20 witness not to answer?  
 21 MS. STARK: I'm asking you to describe  
 22 "parody" in your question so that the witness  
 23 can properly answer the question.  
 24 MR. ZAVIN: I am adopting the witness'  
 25 definition of "parody."

1 Soroka  
 2 MS. STARK: The mixture of satire and  
 3 parody?  
 4 MR. ZAVIN: Yes.  
 5 MS. STARK: You can answer.  
 6 A. I'm sorry, what's the question again?  
 7 MR. ZAVIN: Read the question, please.  
 8 (Record read.)  
 9 A. No.  
 10 Q. Have you formed an opinion as to whether  
 11 "I Needed You" is a parody of "When You Wish Upon A  
 12 Star?"  
 13 MS. STARK: Objection. This is beyond  
 14 the scope of her expert report.  
 15 Q. You can answer.  
 16 A. In which sense?  
 17 Q. In your sense.  
 18 A. In my -- well, are you saying what I  
 19 just stated as the non-legal definition of  
 20 "parody?"  
 21 Q. Mm hmm.  
 22 A. I guess in the non-legal definition of  
 23 "parody" it would fall into that, yes.  
 24 Q. In your opinion, would a licensee  
 25 seeking to license "When You Wish Upon A Star"

1 Soroka  
 2 not been discussing in her report. You're  
 3 going outside the scope of the report.  
 4 It's not proper, and this is going to be  
 5 a standing objection to anything having to do  
 6 with anything other than what she's discussed  
 7 in this report. You can answer if you can.  
 8 A. No.  
 9 MR. ZAVIN: Why don't we take a few  
 10 minutes.  
 11 (Recess taken.)  
 12 MR. ZAVIN: I have no further questions.  
 13 MS. STARK: Okay. We want a chance to  
 14 correct the transcript, and I guess that's it.  
 15 (Time noted: 10:28 a.m.)  
 16  
 17  
 18 KARYN SOROKA  
 19  
 20 Sworn and subscribed to  
 21 before me this \_\_\_\_ day  
 22 of \_\_\_\_\_ 2008.  
 23  
 24  
 25 NOTARY PUBLIC

1 Soroka  
 2 accept as a substitute "I Needed You?"  
 3 MS. STARK: I'm sorry, can you repeat  
 4 the question.  
 5 MR. ZAVIN: You can read it back.  
 6 (Record read.)  
 7 MS. STARK: You can answer. I'm going  
 8 to object because, again, this idea of market  
 9 substitution is not part of Ms. Soroka's  
 10 report, and you're going outside the bounds of  
 11 her expert report.  
 12 You can answer if you can.  
 13 A. It's such a broad question. There's --  
 14 licensees could be anything, from a lyric reprint  
 15 to an artist covering the record. The answer is  
 16 no, they wouldn't accept it as a substitute, in  
 17 general.  
 18 Q. Do you think someone who wants to  
 19 purchase a copy of "When You Wish Upon A Star"  
 20 would -- and let's assume "I Needed You" -- would  
 21 accept "I Needed You" as a substitute for "When You  
 22 Wish Upon A Star?"  
 23 MS. STARK: Objection. I'm going to  
 24 make a standing objection that you're asking  
 25 the witness questions that she is not, she's

1  
 2 CERTIFICATE  
 3  
 4 STATE OF NEW YORK )  
 5 ) Ss  
 6 COUNTY OF NEW YORK )  
 7  
 8 I, JAMES W. JOHNSON, a Registered  
 9 Professional Reporter and Notary Public within  
 10 and for the State of New York, do hereby  
 11 certify:  
 12 That KARYN SOROKA, the witness whose  
 13 deposition is hereinbefore set forth, was duly  
 14 sworn by me and that such deposition is a true  
 15 record of the testimony given by such witness.  
 16 I further certify that I am not related  
 17 to any of the parties to this action by blood  
 18 or marriage and that I am in no way interested  
 19 in the outcome of this matter.  
 20 IN WITNESS WHEREOF I have hereunto set  
 21 my hand this 8th day of March 2008.  
 22  
 23  
 24 JAMES W. JOHNSON  
 25 Registration #01J05000925  
 Commission Expires 9/4/2010