

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

**AARON CLARK,**

Plaintiff,

v.

**THE WALT DISNEY COMPANY; JAKKS  
PACIFIC, INC.; PLAY ALONG TOYS;  
KB TOYS; AMAZON.COM; and TOYS 'R  
US,**

Defendants.

Case No. 2:08CV982

**DECLARATION OF MARSHA REED**

I, Marsha L. Reed, declare:

1. I am Vice President of Governance Administration and Assistant Secretary of The Walt Disney Company ("TWDC"). The matters set forth below are based upon my personal knowledge, my review of the books and records of TWDC, or information provided to me in my capacity as Vice President of Governance Administration and Assistant Secretary of TWDC and, if called to testify, I could and would competently testify thereto.

2. I understand that Plaintiff Aaron Clark ("Clark") accuses TWDC of infringing U.S. Patent No. 5,548,272 (the "'272 patent") entitled *Talking Poster* by "manufacturing, distributing, importing, selling, and/or offering for sale" a Hannah Montana poster and a Cheetah Girls poster. I refer to those posters as the "Accused Posters."

3. TWDC is a holding company that owns stock in a variety of corporations operating in, among others, the fields of entertainment, recreation, and consumer products. It does not make, use, sell, offer for sale or import any products, including specifically the Accused Posters.

4. TWDC is a Delaware Corporation with its principal place of business in Burbank, California. TWDC is only registered to do business in Delaware, New York, and California. TWDC maintains offices only in the States of California and New York. TWDC is not, and at all times relevant to the Complaint was not, incorporated, organized, or existing under the laws of Ohio or qualified or registered to do business as a foreign corporation in Ohio. TWDC does no business of any kind in the State of Ohio.

5. TWDC does not, and at all times relevant to the Complaint did not: (1) have any offices or other places of business in Ohio; (2) maintain any employees in Ohio; (3) have an appointed agent for service of process in Ohio; (4) own any real property in Ohio; (5) maintain any telephone listings or bank accounts in Ohio; or (6) consent to jurisdiction in Ohio.

6. TWDC does not, and never has, hosted the website located at <http://disneyshopping.go.com> (the "Website"). TWDC does not, and has never, sold or offered for sale any products, including the Accused Posters, on or through the Website.

7. TWDC also does not engage in any sales or advertising activity of any kind, including in the State of Ohio.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed January 23, 2009, at Burbank, California.

  
Marsha L. Reed

**CERTIFICATE OF SERVICE**

I hereby certify that the counsel of record who are deemed to have consented to electronic service are being served today with a copy of this document via the Court's CM/ECF system per Local Rule 5.2. Any other counsel of record will be served by electronic mail, facsimile transmission and/or first class mail on this same date.

Dated: January 23, 2009

/s/ Grant E. Kinsel

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