

Exhibit 2

IN THE UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

NORTHEASTERN UNIVERSITY *
and JARG CORP. *
VS. * Civil Action
GOOGLE INC. * No. 2:07-CV-486(TJW)
*

ORAL AND VIDEOTAPED DEPOSITION OF
KENNETH BACLAWSKI
AUGUST 27, 2009

ORAL AND VIDEOTAPED DEPOSITION OF KENNETH
BACLAWSKI, produced as a witness at the instance of the
Defendant and duly sworn, was taken in the above-styled
and numbered cause on the 27th day of August, 2009,
from 9:04 a.m. to 5:08 p.m., before MARSHA EVANS,
Certified Shorthand Reporter in and for the State of
Texas, reported by machine shorthand, at the offices of
Vinson & Elkins, 2801 Via Fortuna, Suite 100, Austin,
Texas, pursuant to the Federal Rules of Civil Procedure
and the provisions stated on the record or attached
hereto.

Job No.: 213552

1 THE VIDEOGRAPHER: This is the videotaped
2 deposition of Kenneth Baclawski taken on behalf of the
3 defendant in the matter of Jarg Corp. and Northeastern
4 University versus Google Inc., Civil Action
5 No. 207-CV-486 for the United States District Court,
6 Eastern District of Texas, Marshall Division, held in
7 the offices of Vinson & Elkins, LLP, at 2801 Via
8 Fortuna, Suite 100, Austin, Texas, 78746.

9 The videographer's name is Ian Smith.
10 The court reporter's name is Marsha Evans. This is the
11 beginning of Tape 1. Today's deposition is August 27,
12 2009. We are on the record at approximately 9:05 a.m.
13 Would counsel please introduce themselves for the
14 record?

15 MR. RYAN: Chris Ryan of Vinson & Elkins
16 representing Northeastern, Jarg, and the witness.

17 MR. STOUT: Stephen Stout, Vinson &
18 Elkins, for the plaintiffs.

19 MR. POLLACK: Howard Pollack of Fish &
20 Richardson, representing Defendant.

21 KENNETH BACLAWSKI,
22 having been first duly sworn, testified as follows:

23 EXAMINATION

24 QUESTIONS BY MR. POLLACK:

25 Q. Good morning, Dr. Baclawski.

1 communication with counsel, as it's hard to imagine a
2 communication of expression of concern of this kind
3 that wouldn't be with counsel, and I'm going to
4 instruct the witness not to answer that question.

5 Q. (By Mr. Pollack) Let me ask you -- let me ask
6 you it this way. If you read a draft of something that
7 you -- that was going to be filed in the patent office
8 that you believed was inaccurate, do you believe that
9 you would have pointed that out at the time?

10 A. Yes, I believe I would have.

11 Q. Okay.

12 MR. POLLACK: It's 12:15. Why don't we
13 go ahead and take our lunch break.

14 THE VIDEOGRAPHER: Off the record
15 approximately 12:15.

16 (Lunch recess from 12:14 to 1:01)

17 THE VIDEOGRAPHER: This is the beginning
18 of Tape 4, approximately 1:01 p.m. Back on the record.

19 Q. (By Mr. Pollack) Good afternoon.

20 A. Good afternoon.

21 Q. Dr. Baclawski, I'd like to ask you some
22 questions now about Jarg. First of all, am I correct
23 in understanding you were one of the cofounders of
24 Jarg?

25 A. Yes, I was one of the cofounders.

1 period of time you had a consulting role with Jarg; is
2 that correct?

3 A. Yes. I -- I no longer supervised. I could
4 still do product development, you know, and discuss
5 design, anything else that might be appropriate in the
6 company. I just couldn't supervise or manage.

7 Q. And is that just based on your preexisting
8 commitments to Northeastern that limited your ability
9 how much time you could do and certain things you could
10 do at Jarg?

11 A. Yes. It's -- the contract specifies the
12 amount of time I'm allowed to do this, when I'm allowed
13 to do, so it's -- it's all in the -- in the contract.

14 Q. And by contract you mean your contract with
15 Northeastern?

16 A. That's correct. Contract with Northeastern
17 University.

18 Q. Sure. Were you ever a member of the board of
19 directors of Jarg?

20 A. Yes.

21 Q. And what period of time were you a director?

22 A. I was on the board of directors until -- I
23 think it's the end of 2005, but that's just my
24 recollection right now. So it was during the period of
25 time from when it was founded until the end of -- I

1 believe the end of 2005.

2 Q. And what generally were your responsibilities
3 as a member of the board of directors at Jarg during
4 that time frame?

5 A. Well, the -- the usual things that boards do.
6 Meet and -- they meet periodically. They review the
7 books, review the -- I shouldn't say review the books.
8 At least make sure that the books are properly handled.
9 And -- and meet with senior management.

10 Q. Are you currently a shareholder of Jarg
11 Corporation?

12 A. Yes, I am.

13 Q. And have you been a shareholder since its
14 inception?

15 A. Yes. I have founders stock.

16 Q. Do you know roughly what percentage of the
17 company's stock you own?

18 A. The last time I checked it was approximately
19 18 percent, but that could have changed since then
20 because I am no longer on the board. I'm no longer
21 that active, not active in Jarg Corporation.

22 Q. Are you aware of who the other major
23 shareholders in Jarg are?

24 A. Well, the largest shareholder is Michael
25 Belanger.

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

IN THE UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

NORTHEASTERN UNIVERSITY *
and JARG CORP. *
VS. * Civil Action
GOOGLE INC. * No. 2:07-CV-486(TJW)

REPORTER'S CERTIFICATION
DEPOSITION OF KENNETH BACLAWSKI
AUGUST 27, 2009

I, MARSHA EVANS, Certified Shorthand Reporter in
and for the State of Texas, hereby certify to the
following:

That the witness, KENNETH BACLAWSKI, was duly sworn
by the officer and that the transcript of the oral
deposition is a true record of the testimony given by
the witness;

That the deposition transcript was submitted on
_____ to the witness or to the
attorney for the witness for examination, signature,
and return to me by _____;

That the amount of time used by each party at the
deposition is as follows:
Mr. Howard G. Pollack - 6 hours, 14 minutes;

That pursuant to information given to the
deposition officer at the time said testimony was
taken, the following includes all parties of record:
Mr. Christopher V. Ryan and Mr. Stephen
Charles Stout, Attorneys for Plaintiffs;
Mr. Howard G. Pollack, Attorney for Defendant.

I further certify that I am neither counsel for,
related to, nor employed by any of the parties or
attorneys in the action in which this proceeding was
taken, and further that I am not financially or
otherwise interested in the outcome of the action.

1 Certified to by me on September 10th, 2009.

2
3 Marsha Evans am

MARSHA EVANS, TEXAS CSR 5100
4 Expiration Date: 12/31/09
25B Vreeland Road, Suite 301
5 Florham Park, New Jersey 07932
6 973-410-4040
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25