

# EXHIBIT C

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January 12, 2009

## FEDERAL EXPRESS

Max Carnecchia  
President  
Interwoven, Inc.  
160 East Tasman Drive  
San Jose, CA 95134

Re: Vertical Computer – U.S. Patent No. 6,826,744

Dear Mr. Carnecchia:

We represent Vertical Computer Systems Inc. ("Vertical"), a provider of Internet core technologies, administrative software and derivative software application products including SiteFlash, a Web-Publishing software. Vertical is also the owner of United States Patent No. 6,826,744 ("the '744 patent"), which relates to the SiteFlash product. The '744 patent, entitled "System and Method for Generating Web Sites in an Arbitrary Object Framework," issued on November 30, 2004 and resulted from the work of Aubrey McAuley. Mr. McAuley is an experienced programmer with over 30 years of experience.

The '744 patent describes and claims a system and method for generating computer applications in an arbitrary object framework. The method separates the content, form and function elements of a computer application so that each element may be accessed and modified separately. Claim 1 of the '744 patent describes a method which includes the steps of creating arbitrary objects, managing the arbitrary objects in an object library and deploying the arbitrary objects into a design framework.

Vertical has licensed the '744 patent to Microsoft Corp., in connection with its Microsoft.NET and Sharepoint products.

The '744 patent contains claims that we believe cover your TeamSite Team XM2, TeamSite Server and TeamSite Live Lite Content Publishing Server products. To that end (and for the purpose of moving a possible licensing forward), we have prepared claim

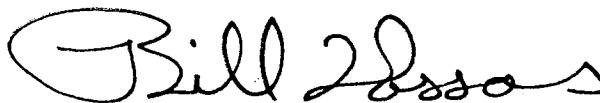
Mr. Max Carnecchia  
January 12, 2009  
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charts for those products for your consideration. We have also enclosed with this letter a proposed fully paid-up license agreement.

Please examine the '744 patent and have Interwoven's technical and patent experts satisfy themselves that the patent has direct application to Interwoven's TeamSite Team XM2, TeamSite Server and TeamSite Live Lite Content Publishing Server products. Also, please feel free to contact me should you need any further information or if we can answer any questions you might have.

This license offer will remain open until February 20, 2009. After that date, our client has directed us to withdraw the offer unless we receive some expression from Interwoven of its intention to promptly move towards licensing the '744 Patent. Thank you in advance for your cooperation. We look forward to working with you.

Very truly yours,

A handwritten signature in black ink that reads "Bill Dossas". The signature is written in a cursive, flowing style with a large initial "B".

Vasilios D. Dossas

VDD/lv  
Enclosures