IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

TV GUIDE ONLINE, INC. and TV GUIDE ONLINE, LLC Plaintiffs, Counterclaim-Defendants, v. TRIBUNE MEDIA SERVICES, INC. Defendants, Counterclaim-Plaintiffs	C.A. No. 05-cv-725-*** REDACTED PUBLIC VERSION

DECLARATION OF STUART W. YOTHERS IN SUPPORT OF TV GUIDE ONLINE'S OPENING CLAIM CONSTRUCTION BRIEF AND MEMORANDUM IN SUPPORT OF ITS MOTION FOR SUMMARY JUDGMENT THAT TMS INFRINGES CLAIMS 1-8 AND 10 OF THE '078 PATENT

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Attorneys for Plaintiffs TV Guide Online, Inc. and TV Guide Online, LLC

October 5, 2007

I, Stuart W. Yothers, do hereby declare:

1. I am a member of the bars of the State of New York and the Commonwealth of Massachusetts and am an associate of the firm of Ropes & Gray LLP, counsel for plaintiffs and counterclaim defendants TV Guide Online, Inc. and TV Guide Online, LLC (collectively, "TV Guide Online"), in this action. I submit this declaration in support of TV Guide Online's Opening Claim Construction Brief.

2. Attached hereto as **Exhibit A** is a true and correct copy of United States Patent No. 5,988,078.

3. Attached hereto as **Exhibit B** is a true and correct copy of TV Guide's October 16, 2006 Claim Construction Issue Identification -- Proposed Terms and Constructions.

4. Attached hereto as **Exhibit C** is a true and correct copy of TMS's October 16, 2006 Proposed Constructions of Disputed Claim Terms.

5. Attached hereto as **Exhibit D** is a true and correct copy of the Expert Report of Dr. Gary S. Tjaden Regarding Invalidity of United States Patent No. 5,988,078, dated December 14, 2006.

6. Attached hereto as **Exhibit E** is a true and correct copy of TMS' Responses to TV Guide's Second Set of Interrogatories, dated June 23, 2006.

7. Attached hereto as **Exhibit F** is a true and correct copy of TMS's January 18, 2007 Revised Proposed Constructions of Disputed Claim Terms.

8. Attached hereto as **Exhibit G** is a true and correct copy of the Rebuttal Expert Report of Dr. Gary S. Tjaden Regarding Non-Infringement of United States Patent No. 5,988,078, dated February 9, 2007.

9. Attached hereto as **Exhibit H** is a true and correct copy of the transcript of Dr. Gary S. Tjaden's June 15, 2007 deposition.

10. Attached hereto as **Exhibit I** is a true and correct copy of the transcript of Michael R. Levine's August 25, 2006 deposition.

11. Attached hereto as **Exhibit J** is a true and correct copy of TG002252-256 from TV Guide's document production in this case, which is an amendment from the prosecution history of U.S. patent application No. 08/947,950, dated November 30, 1998.

12. Attached hereto as **Exhibit K** is a true and correct copy of TG0194143-151, an excerpt from *The New IEEE Standard Dictionary of Electrical and Electronics Terms (Fifth Edition)*, IEEE, 1993.

13. Attached hereto as **Exhibit L** is a true and correct copy of TG000773-783 from TV Guide's document production in this case, which is an amendment from the prosecution history of U.S. patent application No. 07/848,338, dated November 16, 1993.

14. Attached hereto as **Exhibit M** is a true and correct copy of TMS' Response to TV Guide's Third Set of Interrogatories.

15. Attached hereto as **Exhibit N** is a true and correct copy of the transcript of Kevin Walter McFall's October 2, 2006 deposition.

16. Attached hereto as **Exhibit O** is a true and correct copy of Exhibit 22 to Kevin Walter McFall's October 2, 2006 deposition.

17. Attached hereto as **Exhibit P** is a true and correct copy of Exhibit 23 to Kevin Walter McFall's October 2, 2006 deposition.

18. Attached hereto as **Exhibit Q** is a true and correct copy of Exhibit 24 to Kevin Walter McFall's October 2, 2006 deposition.

19. Attached hereto as **Exhibit R** is a true and correct copy of Exhibit 25 to Kevin Walter McFall's October 2, 2006 deposition.

20. Attached hereto as **Exhibit S** is a true and correct copy of Exhibit 26 to Kevin Walter McFall's October 2, 2006 deposition.

21. Attached hereto as **Exhibit T** is a true and correct copy of Exhibit 27 to Kevin Walter McFall's October 2, 2006 deposition.

22. Attached hereto as **Exhibit U** is a true and correct copy of TMS0002933 from TMS's document production in this case.

23. Attached hereto as **Exhibit V** is a true and correct copy of TMS' Responses to Plaintiffs' First Set of Requests for Admission, dated October 10, 2006.

24. Attached hereto as **Exhibit W** is a true and correct copy of TMS' Responses to TV Guide's First Set of Interrogatories, dated April 10, 2006.

24. Attached hereto as **Exhibit X** is a true and correct copy of a September 27, 2007 letter from Meredith Zinanni to Christopher Harnett.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed in New York, New York,
on October 3, 2007

Stuart W. Yothers

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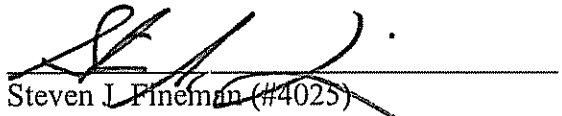
CERTIFICATE OF SERVICE

I hereby certify that on October 15, 2007, I electronically filed the foregoing document with the Clerk of Court using CM/ECF which will send notification of such filing(s) and Hand Delivered to the following:

Richard K. Herrmann, Esquire
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I hereby certify that on October 15, 2007, I have sent by Federal Express, the foregoing document to the following non-registered participant:

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