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-*** **JURY TRIAL DEMANDED** **REDACTED PUBLIC VERSION**

DECLARATION OF STUART W. YOTHERS IN SUPPORT OF TV GUIDE ONLINE'S ANSWERING BRIEFS IN OPPOSITION TO TMS'S SUMMARY JUDGMENT MOTIONS AND RESPONSIVE CLAIM CONSTRUCTION BRIEF

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

Dated: November 21, 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 Answering Briefs in Opposition To TMS's Summary Judgment Motions and Responsive 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 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.

4. Attached hereto as **Exhibit C** is a true and correct copy of the transcript of Barbara Needleman's September 29, 2006 deposition.

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

6. Attached hereto as **Exhibit E** is a true and correct copy of Exhibit 36 to Barbara Needleman's September 9, 2006 deposition, documents TMS0039120-39153 from TMS's document production in this case.

7. Attached hereto as **Exhibit F** is a true and correct copy of Exhibit 37 to Barbara Needleman's September 9, 2006 deposition, documents TMS0038810-38857 from TMS's document production in this case.

8. Attached hereto as **Exhibit G** is a true and correct copy of Exhibit 38 to Barbara Needleman's September 9, 2006 deposition, documents TMS0001622-1695 from TMS's document production in this case.

9. Attached hereto as **Exhibit H** is a true and correct copy of TMS0001918-1948 from TMS's document production in this case.

10. Attached hereto as **Exhibit I** is a true and correct copy of TMS0002030-2054 from TMS's document production in this case.

11. Attached hereto as **Exhibit J** is a true and correct copy of the transcript of Michael Silver's September 8, 2006 deposition.

12. Attached hereto as **Exhibit K** is a true and correct copy of the transcript of Akira Mark Yamada's August 29, 2006 deposition.

13. Attached hereto as **Exhibit L** is a true and correct copy of TMS0021009-30 from TMS's document production in this case,

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

15. Attached hereto as **Exhibit N** 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.

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

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

18. Attached hereto as **Exhibit Q** is a true and correct copy of TMS0054824-25 from TMS's document production in this case.

19. Attached hereto as **Exhibit R** is a true and correct copy of TG000448-450 from TV Guide's document production in this case.

20. Attached hereto as **Exhibit S** is a true and correct copy of TMS0021007 from TMS's document production in this case.

21. Attached hereto as **Exhibit T** is a true and correct copy of the Declaration of Samir B. Armaly In Support of Plaintiffs' Motion to Dismiss Defendant's Counterclaim for Alleged Patent Misuse and to Strike Defendant's Patent Misuse Defense and associated exhibits, dated February 21, 2006.

22. Attached hereto as **Exhibit U** is a true and correct copy of the transcript of Samir B. Armaly's January 31, 2007 deposition.

23. Attached hereto as **Exhibit V** is a true and correct copy of the transcript of Dr. Christopher A. Vellturo's August 14, 2007 deposition.

24. Attached hereto as **Exhibit W** is a true and correct copy of the transcript of Michael H. Chase's August 16, 2007 deposition.

25. Attached hereto as **Exhibit X** is a true and correct copy of a September 21, 2007 letter from Meredith Zinanni to Christopher Harnett.

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

27. Attached hereto as **Exhibit Z** is a true and correct copy of TG194143-151, an excerpt from The New IEEE Standard Dictionary of Electrical and Electronics Terms (Fifth Edition), IEEE, 1993.

28. Attached hereto as **Exhibit AA** is a true and correct copy of TG002282-284 from TV Guide's document production in this case, which is a Response to Office Action from the prosecution history of U.S. patent application No. 08/947,950, dated May 18, 1999.

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

30. Attached hereto as **Exhibit CC** is a true and correct copy of Plaintiffs' December 4, 2006 Supplemental Responses and Objections to Defendant's Interrogatory Nos. 1, 4, 10, 11, 12, 13, 14, 17, 18, and 19.

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

32. Attached hereto as **Exhibit EE** is a true and correct copy of the transcript of Mark Kaplinsky's October 5, 2006 deposition.

33. Attached hereto as **Exhibit FF** is a true and correct copy of TMS0058354 from TMS's document production in this case, and selected pages contained within.

34. Attached hereto as **Exhibit GG** is a true and correct copy of TMS0001076-83 from TMS's document production in this case.

35. Attached hereto as **Exhibit HH** is a true and correct copy of the transcript of Barry F. Berkov's October 11, 2006 deposition.

36. Attached hereto as **Exhibit II** is a true and correct copy of TMS0001070-75 from TMS's document production in this case.

37. Attached hereto as **Exhibit JJ** is a true and correct copy of the transcript of J. Tipton Cole's June 21, 2007 deposition.

38. Attached hereto as **Exhibit KK** is a true and correct copy of TMS0054628-29 from TMS's document production in this case.

39. Attached hereto as **Exhibit LL** is a true and correct copy of TMS0054630-645 from TMS's document production in this case.

40. Attached hereto as **Exhibit MM** is a true and correct copy of TMS0001291-319 from TMS's document production in this case, United States Patent No. 4,706,121.

41. Attached hereto as **Exhibit NN** is a true and correct copy of TG001829-33 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 October 9, 1997.

42. Attached hereto as **Exhibit OO** is a true and correct copy of TG001834-39 from TV Guide's document production in this case, which is an Office Action from the prosecution history of U.S. patent application No. 08/947,950, dated July 24, 1998.

43. Attached hereto as **Exhibit PP** is a true and correct copy of TG002252-56 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.

44. Attached hereto as **Exhibit QQ** is a true and correct copy of TG002257-63 from TV Guide's document production in this case, which is an Office Action from the prosecution history of U.S. patent application No. 08/947,950, dated February 12, 1999.

45. Attached hereto as **Exhibit RR** is a true and correct copy of TG002285-88 from TV Guide's document production in this case, which is a Notice of Allowability from the prosecution history of U.S. patent application No. 08/947,950, dated June 8, 1999.

45. Attached hereto as **Exhibit SS** 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.

46. Attached hereto as **Exhibit TT** is a true and correct copy of a screenshot of the TV Guide website, at www.tvguide.com.

47. Attached hereto as **Exhibit UU** is a true and correct copy of two screenshots of the Yahoo website, at tv.yahoo.com/listings.

48. Attached hereto as **Exhibit VV** is a true and correct copy of two screenshots of the MSN website, at tv.msn.com/tv/guide#.

49. Attached hereto as **Exhibit WW** is a true and correct copy of a screenshot of the Zap2it website, at www.zap2it.com.

50. Attached hereto as **Exhibit XX** is a true and correct copy of a screenshot of the TitanTV website, at www.titantv.com/index.aspx.

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 November 19, 2007

Stuart W. Yothers

IN THE UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I hereby certify that on November 21, 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
Mary B. Matterer, Esquire
Morris James, LLP
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I hereby certify that on November 21, 2007, I have sent by Federal Express and electronic mail, the foregoing document to the following non-registered participant:

Mark A. Pals, P.C., Esquire
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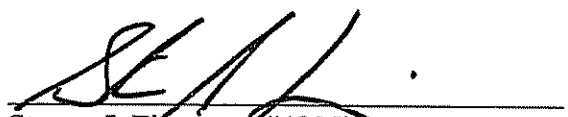

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