IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CISCO SYSTEMS, INC., a California corporation, and MOTOROLA SOLUTIONS, INC., a Delaware corporation *Plaintiffs,* v. INNOVATIO IP VENTURES, LLC, a Delaware limited liability company, *Defendant,*	)	Civil Action No. 11-425-LPS

DECLARATION OF JARED M. BARCENAS IN SUPPORT OF PLAINTIFFS' ANSWERING BRIEF IN OPPOSITION TO DEFENDANT'S MOTION TO DISMISS, OR IN THE ALTERNATIVE, TRANSFER THE CASE TO ILLINOIS

I, Jared M. Barcenas, declare as follows:

1. I am familiar with the facts set forth herein, and if called as a witness, I could testify competently to those facts under oath.

2. I am an attorney at the law firm of Kirkland & Ellis LLP, and I represent Plaintiffs Cisco Systems, Inc. ("Cisco") and Motorola Solutions, Inc. ("Motorola") in the above captioned matter.

3. Cisco and Motorola have received numerous requests for assistance from their customers in responding to licensing demand letters from Defendant Innovatio IP Ventures, LLC ("Innovatio") regarding, *inter alia*, the patents-in-suit in this lawsuit. As of the date of this declaration, Cisco has received such requests for assistance from at least 131 entities and

Motorola has received such requests for assistance from at least 31 entities.

4. As of the date of this declaration, at least 50 entities have requested that Cisco indemnify them in connection with Innovatio's demands and at least 11 entities have requested that Motorola indemnify them in connection with Innovatio's demands.

5. Based on the written requests for assistance to date, the entities that have requested Cisco's or Motorola's assistance in responding to Innovatio's licensing demands are located across the United States including, for example, in California, Connecticut, Florida, Georgia, Hawaii, Indiana, Kentucky, Maryland, Michigan, Missouri, Nebraska, Nevada, New Jersey, New York, North Carolina, Pennsylvania, Texas, Utah, and Virginia.

6. Attached hereto as Exhibit 1 is a true and correct copy of an April 27, 2011, Letter from M. McAndrews to L. Perkins.

7. Attached hereto as Exhibit 2 is a true and correct copy of an Infonetics Research Report regarding enterprise WLAN market share data.

8. Attached hereto as Exhibit 3 is a true and correct copy of the Complaint in *Innovatio IP Ventures, LLC v. ABP Corp., et al.*, Case No. 1:11-cv-1638 (N.D. Ill.).

9. Attached hereto as Exhibit 4 is a true and correct copy of Defendants' Amended Motion to Stay in *Innovatio IP Ventures, LLC v. ABP Corp., et al.*, Case No. 1:11-cv-1638 (N.D. Ill.).

10. Attached hereto as Exhibit 5 is a true and correct copy of the Complaint in *Innovatio IP Ventures, LLC v. MEI-GSR Holdings LLC*, Case No. 3:11-cv-00343 (D. Nev.).

11. Attached hereto as Exhibit 6 is a true and correct copy of the Complaint in *Innovatio IP Ventures, LLC v. Rosen 7600, Inc. et al.*, Case No. 6:11-cv-00930 (M.D. Fla.).

12. Attached hereto as Exhibit 7 is a true and correct copy of the Complaint in

Innovatio IP Ventures, LLC v. B & B Corporate Holdings, Inc., Case No. 8:11-cv-01325 (M.D. Fla.).

13. Attached hereto as Exhibit 8 is a true and correct copy of the Complaint in *Innovatio IP Ventures, LLC v. Best Western River North Hotel, LLC et al*., Case No. 1:11-cv-4668 (N.D. Ill.).

14. Attached hereto as Exhibit 9 is a true and correct copy of Defendants' Motion to Stay in *Innovatio IP Ventures, LLC v. ABP Corp., et al.*, Case No. 1:11-cv-1638 (N.D. Ill.).

15. Attached hereto as Exhibit 10 is a true and correct copy of the Court's July 8, 2011, Minute Entry in *Innovatio IP Ventures, LLC v. ABP Corp., et al.*, Case No. 1:11-cv-1638 (N.D. Ill.).

16. Attached hereto as Exhibit 11 is a true and correct copy of the Court's June 17, 2011, Minute Entry in *Innovatio IP Ventures, LLC v. ABP Corp., et al.*, Case No. 1:11-cv-1638 (N.D. Ill.).

17. Attached hereto as Exhibit 12 is a true and correct copy of the Court's April 17, 2008 Memorandum Order in *Cisco Sys. Inc. v. GPNE Corp*., Case No. 07-cv-671 (D. Del.).

18. Attached hereto as Exhibit 13 is a true and correct copy of Innovatio's Opposition to Defendants' Amended Motion to Stay in *Innovatio IP Ventures, LLC v. ABP Corp., et al.*, Case No. 1:11-cv-1638 (N.D. Ill.).

19. Attached hereto as Exhibit 14 is a true and correct copy of Innovatio's infringement contentions for U.S. Pat. No. 7,548,553 in *Innovatio IP Ventures, LLC v. ABP Corp., et al.*, Case No. 1:11-cv-1638 (N.D. Ill.).

20. Attached hereto as Exhibit 15 is a true and correct copy of the Advisory Committee Notes for Fed. R. Civ. P. 19(a).

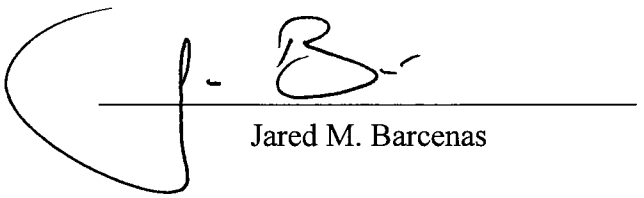
21. Attached hereto as Exhibit 16 is a true and correct copy of the Court's November 20, 2009 Memorandum Opinion in *Stored Value Solutions Inc. v. Card Activation Techs. Inc.*, Case No. 1:09-cv-495 (D. Del.).

22. Attached hereto as Exhibit 17 is a true and correct copy of the document purporting to assign the patents-in-suit to Innovatio.

23. Attached hereto as Exhibit 18 is a true and correct copy of the cover pages of the patents-in-suit in this action.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

Executed on July 25, 2011 in Chicago, Illinois.



Jared M. Barcenas

CERTIFICATE OF SERVICE

I hereby certify that on July 25, 2011, I caused the foregoing to be electronically filed with the Clerk of the Court using CM/ECF, which will send notification of such filing to:

Kenneth L. Dorsney, Esquire
MORRIS JAMES LLP

I further certify that I caused copies of the foregoing document to be served on July 25, 2011, upon the following in the manner indicated:

Kenneth L. Dorsney, Esquire — *VIA ELECTRONIC MAIL*
MORRIS JAMES LLP
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/s/ Jack B. Blumenfeld

Jack B. Blumenfeld (#1014)