

EXHIBIT 2005

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8 *Plaintiff Vasudevan Software, Inc.*

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10 **UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

11 VASUDEVAN SOFTWARE, INC.,

12 Plaintiff,

13 vs.

14 MICROSTRATEGY INCORPORATED,

15 Defendant.

Case No. 3:11-06637-RS-PSG

**DECLARATION OF LESLIE V. PAYNE
IN SUPPORT OF PLAINTIFF
VASUDEVAN SOFTWARE, INC.'S
MOTION FOR SANCTIONS AGAINST
MICROSTRATEGY**

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21 **DECLARATION OF LESLIE V. PAYNE
IN SUPPORT OF MOTION FOR SANCTIONS AGAINST**

1 I, Leslie V. Payne, hereby declare:

2 1. I am an active member of the State Bar of Texas, an attorney with the firm of
3 Heim, Payne & Chorush L.L.P, and admitted *pro hac vice* before this Court. I am one of the
4 attorneys representing Vasudevan Software, Inc. (“VSi”) in this matter. I am over the age of 18,
5 competent to testify to the facts stated herein, and have personal knowledge of the facts and
6 statements in this declaration.

7 2. On September 10, 2012, I participated in a phone conference with my co-counsel
8 (Brooke Taylor, Jordan Connors, and Eric Enger), representatives of VSi (Mark and Helen
9 Vasudevan), opposing counsel (Sean Pak), and a representative of MicroStrategy (Executive
10 Vice President and General Counsel, Jonathan Klein). During the call, Mr. Klein made
11 statements to the following effect if VSi did not immediately dismiss the case:

- 12 a. MicroStrategy will make the litigation as painful as possible for VSi;
- 13 b. MicroStrategy will file reexamination petitions with the USPTO to
14 reexamine all of VSi’s patents-in-suit; and
- 15 c. MicroStrategy was contemplating ways in which to take action against
16 Susman Godfrey.

17 3. Regarding 2(c) above, I specifically asked Mr. Klein what he meant. He refused
18 to answer my question and suggested that we would have to wait and see.

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

21 Signed this 20th day of November, at Houston, TX.

/s/ Leslie V. Payne
Leslie V. Payne

DECLARATION OF LESLIE V. PAYNE
IN SUPPORT OF MOTION FOR SANCTIONS AGAINST
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