IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
PATENT TRIAL & APPEAL BOARD

In re Patent of:	John D'Agostino
U.S. Patent No.:	7,840,486
Issue Date:	November 23, 2010
Application No.:	11/252,009
Filing Date:	October 17, 2005
Title:	System and Method for Performing Secure Credit Card Transactions

DECLARATION OF DR. JACK D. GRIMES, Ph.D.

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I, Jack D. Grimes, Ph.D., declare as follows:

I. INTRODUCTION

(1)   I submit this Declaration in support of MasterCard International Incorporated's "Petition for Inter Partes Review of U.S. Patent No. 7,840,486" ("Petition"). I make this Declaration based upon personal knowledge and experience in the relevant technical field, specifically related to systems and methods for performing secure payment card transactions, and on my review and consideration of related documents and information referenced in this Declaration. I am not a lawyer and, consequently, this Declaration references, and is based on, my understanding of certain legal principles as informed by conversations with outside counsel for MasterCard International Incorporated ("MasterCard").

(2)   I reside at 5025 Wine Cellar Drive, Sparks, NV. I am an independent consultant. I have prepared this Declaration for consideration by the Patent Trial and Appeal Board. I am over eighteen years of age and I would otherwise be competent to testify as to the matters set forth herein if I am called upon to do so.

II. MATERIALS CONSIDERED

(3)   In developing my opinions below relating to the '486 Patent, I have considered the following materials:

- Exhibit 1001 – U.S. Patent No. 7,840,486

- Exhibit 1002 – File History for U.S. Patent No. 7,840,486

- Exhibit 1003 – File History for U.S. Reexamination No. 90/012,517

- Exhibit 1004 – U.S. Patent No. 6,422,462 ("Cohen")

- Exhibit 1005 – U.S. Patent No. 6,636,833 ("Flitcroft")

- Exhibit 1006 – U.S. Patent No. 5,826,243 ("Musmanno")

- Exhibit 1007 – Complaint in D'Agostino v. MasterCard, Inc. et al. (13-cv-0738)

- Exhibit 1009 – Excerpts from Random House Webster's Unabridged Dictionary, Second Edition ("Random House Webster")

- Exhibit 1010 – U.S. Patent No. 6,064,987 ("Walker")

- Exhibit 1011 – U.S. Patent No. 5,283,829 ("Anderson")

- Exhibit 1012 – ISO 8583 Financial Transaction Card Originated Messages – Interchange Message Specifications (1992) ("ISO 8583")

- Exhibit 1013 – File History for U.S. Patent No. 8,036,988

- Exhibit 1014 – Patent Trial and Appeal Board's ("PTAB") 3/7/14 CBM Decision for U.S. Patent No. 8,036,988

- Exhibit 1015 – Patent Trial and Appeal Board's ("PTAB") 3/7/14 CBM Decision for U.S. Patent No. 7,840,486

- Exhibit 1016 – Patent Owner's 12/24/13 Preliminary Response to Petitioner's Request for CBM Patent Review of the '988 Patent

- Exhibit 1017 – U.S. Provisional App. No. 60/079,884 for Cohen

- Exhibit 1018 – U.S. Provisional App. No. 60/099,614 for Flitcroft

- Exhibit 1019 – U.S. Provisional App. No. 60/098,175 for Flitcroft

- Exhibit 1020 – U.S. Provisional App. No. 60/092,500 for Flitcroft

III. BACKGROUND AND QUALIFICATIONS

(4)   I earned B.S. and M.S. degrees in Electrical Engineering, and a Ph.D. degree in Electrical Engineering (with a minor in Computer Science), all from Iowa State University. I also earned an M.S. degree in Experimental Psychology from the University of Oregon. I have been active in several professional societies and have worked in the computer and electronics field for over forty (40) years including teaching at two universities. Details of my education and work experience are set forth in my curriculum vitae, which is attached as Appendix A.

(5)   From 1996 until 1999, I worked at Visa International ("Visa") and was Senior Vice President for Technology, Architecture & Strategy. My responsibilities included developing the strategies for Visa in chip card technology, management of large-scale software projects, and the evaluation of investments in technology companies. My duties included management of two technology and strategy groups containing over 30 people. One group provided chip card and related technology development for new products and services, including SET (Secure Electronic Transactions over the Internet). The other group was responsible for the global network and processing architecture strategy to replace

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