UNITED STATES DISTRICT COURT FOR THE WESTERN DISTRICT OF TENNESSEE WESTERN DIVISION

B.E. TECHNOLOGY, LLC,	
Plaintiff,) No.: 2:12-cv-02767-JPM-tmp
VS.)
AMAZON DIGITAL SERVICES, INC.,	j JURY DEMAND
Defendant.)))

DECLARATION OF JEFFREY H. DEAN IN SUPPORT OF MOTION OF AMAZON DIGITAL SERVICES, INC. TO TRANSFER VENUE PURSUANT TO 28 U.S.C. § 1404(a)

I, Jeffrey H. Dean, declare as follows:

- 1. I am Associate General Counsel at Amazon.com, Inc. I have personal knowledge of the following, and if called upon to do so, I could and would testify competently thereto.
- 2. Amazon Digital Services, Inc. ("Amazon") is a Delaware corporation with its principal place of business in Seattle, Washington.
- 3. I understand that in the above-captioned litigation, B.E. Technology, LLC has accused a number of Kindle products of infringing United States Patent Nos. 6,771,290 and 6,141,010.
- 4. The accused Kindle products are designed and engineered in Cupertino, California. The engineers most knowledgeable about the design, development, and operation of the accused Kindle products work in Amazon's facility in Cupertino, California. These employees are important to Amazon's business and their absence for significant periods of time would adversely affect Amazon's operations. The technical documentation and computer source code relating to the accused Kindle products are located in and accessible from Cupertino, California.



- 5. Amazon's headquarters for its U.S. sales, finance, and marketing operations is located in Seattle, Washington. Amazon employees with knowledge of these operations are also based in Seattle. Amazon's sales, financial and marketing documents are located in Seattle.
- 6. Amazon has no offices in the Western District of Tennessee and maintains no servers with any relevant information in the Western District of Tennessee. A parent of the named Amazon defendant maintains fulfillment centers in Tennessee—but not in the Western District—that handle shipments of products purchased through the www.amazon.com website. I am not aware of any employees at those facilities that would have knowledge relevant to B.E.'s allegations in this lawsuit. I am also not aware of any documents located at those facilities that would be relevant to B.E.'s allegations.

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

Jeffy Dean

Jeffyey H. Dean

Executed on January //, 2013, in Seattle, Washington.

