

# EXHIBITS

Marked at the  
Deposition of

**KENNETH RUBENSTEIN**

Taken on  
**NOVEMBER 20, 2002**



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### FAX TRANSMITTAL COVER SHEET FAX Number: (212) 969-2900

Individual & Firm: KENNETH RUBINSTEIN, ESQ.

From: STEVEN M. SELZ, ESQ.

Date & Time: 11/20/02 10:50 A.M.      File # \_\_\_\_\_

RE: IVIEWIT

Document(s) Attached: DOCUMENTS

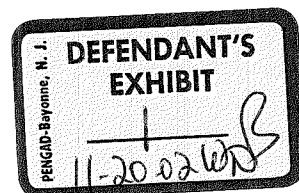
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Draft

11/20/2002

**IVIEWIT HOLDINGS, INC.**

P. Stephen Lamont  
Chief Executive Officer  
Direct Dial: 914-217-0038

By Electronic Mail and Facsimile

November 20, 2002

Kenneth Rubenstein  
Partner  
Proskauer Rose LLP  
1585 Broadway  
New York, NY 10036

Re: Iviewit Patents Pending

Dear Ken:

Last we spoke, Wayne Smith of Warner Bros. requested a conversation with you pertaining to Iviewit patents pending, of which you denied indepth knowledge of same and, additionally, stated conflict of interest issues. Sadly, Iviewit has submitted Return of Property papers and a soon to be issued Cease and Desist letter to Warner Bros. for breach of a Confidentiality Agreement executed in August 2000, and ignorance of a reasonable license agreement to remedy said breach.

In any event, I am writing for another reason as I came across a piece of perplexing information earlier today. I stumbled upon some documentation that named you as an Advisory Board member of the company somewhere between the fall of 1999 and the spring of 2000.

Moreover, recalling your own words, as I sat in your office earlier in the year, of your present unfamiliarity with the Iviewit techniques and unwillingness to speak on behalf of what I have since heard you describe as "novel" approaches to video perplexes me to a certain extent when I view you as a former Advisory Board member, if you ever held such a designation.

Further, and I should not be relaying this to you, but there are rumors swirling around the company with finger pointing and all from Florida to Los Angeles wherein it catches the jet stream and arrives very soon in New York of alleged breaches of confidentiality pertaining to Iviewit technology, transfers of trade secrets, and, even in certain circumstances, knowing and willful invention fraud by the outright switching of signature

Draft

11/20/2002



Kenneth Rubenstein  
November 20, 2002  
Page 2

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pages of patent filings by some earlier patent counsels appointed by the company, including, but not limited to one Mr. Ray Joao, formerly, it is my understanding, of Meltzer, Lippe, Goldstein & Schlissel, P.C., (your former firm) and an individual that, it is also my understanding, you have worked closely with in the past pertaining to Iviewit and other matters. Moreover, it is also my understanding, that you were the first individual to be presented with the Iviewit proprietary techniques, and passed along the work to your past associate, Mr. Joao, and "reviewed" same prior to, during, and, perhaps, after your transition from the Meltzer firm to Proskauer, and in whatever capacity "reviewed" refers to.

At this juncture in my tenure as Iviewit CEO, I have ordered a full legal audit of the company both from a business perspective and an intellectual property perspective. With the results of said audit nearly complete, the preliminary intellectual property conclusions relayed astound me to the point that I have been told that the Iviewit patents pending are akin to patenting "peanut butter."

Furthermore, I have been told of your past involvement with the Iviewit proprietary techniques, of your conversations about the Iviewit techniques with, including, but not limited to, Greg Thagard, Chris Cookson, and David Colter among others, and your initial conclusion of the novelty of the Iviewit techniques, and I ask myself, "Why, why has past patent counsel failed to patent the inventions as specified by our inventor?" Moreover, I ask myself "Why do the description of the inventions fail to lead one to believe that Iviewit had invented anything at all?"

Still further, I think back to the comments I have heard of your initial reaction to the Iviewit techniques and describing them as "novel," which leads me to the conclusion that in your role as overseer of many patent pools, combined with your description of the novelty of the Iviewit techniques, you had not seen scaling in your review of patents pertaining to the essentiality of any given pool, and I ask myself further, "Why is the Iviewit scaling method now so far reaching and ubiquitous in many, varied patent pools overseen by yourself and others of similar stature?"

As such, I would like to enlist your assistance, if available, to review the conclusions of past and present patent counsel, and to further assist Iviewit in further defining the inventions in any intellectual property arena of our choosing, whether it be by a petition by what process is available at the United States Patent and Trademark Office, or any administrative, state, or federal court of appropriate jurisdiction armed with executed documents, memos, emails, and parole evidence all pointing to fraudulent, or at the least, entirely malpractical occurrences regarding the filings of the past Iviewit patents pending.

Draft

11/20/2002



Kenneth Rubenstein  
November 20, 2002  
Page 3

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Lastly, as I mentioned above, I have ordered a full legal and accounting audit of the company many weeks ago, and I expect the completion of same shortly, and I would appreciate a response at your earliest convenience.

Best regards,

P. Stephen Lamont  
Chief Executive Officer

**Selz & Muvdi Selz, P.A.**

Attorneys At Law  
214 Brazilian Avenue, Suite 220  
Palm Beach, FL 33480

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**RE: IVIEWIT**

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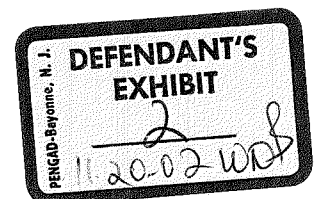
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**Main Identity**

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**From:** "Eliot I Bernstein" <res0bf4a@verizon.net>  
**To:** "Steve Selz (E-mail 2)" <info@lrevanspa.com>  
**Sent:** Wednesday, November 20, 2002 11:00 AM  
**Subject:** FW: Today -- iviewit

-----Original Message-----

**From:** Eliot I. Bernstein [mailto:res0bf4a@verizon.net]  
**Sent:** Monday, August 06, 2001 4:28 PM  
**To:** Aidan Foley (E-mail); Aidan Foley (E-mail 2)  
**Subject:** FW: Today -- iviewit

-----Original Message-----

**From:** David.Colter@warnerbros.com [mailto:David.Colter@warnerbros.com]  
**Sent:** Wednesday, August 01, 2001 10:28 PM  
**To:** HeidiKrauel@aol.com  
**Cc:** HPowell@cb-ventures.com; Eliot@iviewit.com  
**Subject:** Re: Today -- iviewit

Heidi,

Here is the info for Hank Powell from Crossbow Ventures. I have copied him above to make the introduction.

iviewit has undergone a restructuring of their business from an encoding focused business to a technology licensing business focus over the past 4-5 months. They are in the process of establishing a new executive team to handle this 'new' direction and have been working on the new business plan. They have indicated that we should have the revised plan next week.

They currently are finalizing a contract with WB Online to provide encoding services as a hold over from our original collaboration, and as a showcase for the technologies and patents.

Their site [www.iviewit.com](http://www.iviewit.com) contains good demonstrations of the zooming and video encoding technologies. I have also copied the inventor/founder Eliot Bernstein, who I will ask to provide some specific links on the site to see the best representation of their work and technical capabilities.

Their patents are pending, but have received favorable opinions from people such as Ken Rubenstein on the merit of the patents, as well as thorough review by Greg Thagard and myself.

Let's talk further after you see the business plan and connect with Hank.

Thanx,  
David

Hank Powell  
Managing Director

CrossBow Ventures  
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Suite 510  
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11/20/02

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www.cb-ventures.com

In a message dated 07/26/2001 8:01:54 AM Pacific Daylight Time, HeidiKrauel writes:

Subj: **Re: Today**  
Date: 07/26/2001 8:01:54 AM Pacific Daylight Time  
From: HeidiKrauel  
To: David.Colter@warnerbros.com (DColter0264)  
Sent on: AOL 6.0 for Windows US sub 10531

In a message dated 7/26/01 10:47:13 AM Eastern Daylight Time, David.Colter@warnerbros.com (DColter0264) writes:

| Any times good for you before 10 am PST?

stepping into meeting now until 2:30pm EST. I can do tomorrow too...

Heidi Krauel  
Associate  
AOL Time Warner Ventures  
22000 AOL Way  
Dulles, VA 20166  
Phone - 703 265 1134  
Fax - 703 265 3925  
Email - heidikrauel@aol.com

---  
Outgoing mail is certified Virus Free.  
Checked by AVG anti-virus system (<http://www.grisoft.com>).  
Version: 6.0.419 / Virus Database: 235 - Release Date: 11/13/2002

11/20/02