DECLARATION OF JOSEPH ROSENBLUM

I, Joseph Rosenblum, declare and state as follows:

- 1. I am over the age of eighteen and otherwise competent to testify. I am the Chief Technology Officer for Internet Brands, Inc. ("Internet Brands"). I have served in that capacity since May of 2008. From January 2, 2006 until May of 2008, I served as the Vice President of Technology Development for Internet Brands, Inc. ("Internet Brands"). Internet Brands is the parent corporation to Plaintiff vBulletin Solutions, Inc. a California corporation ("VBSI"), IB Services, Limited, a UK Corporation ("IB") and Jelsoft Enterprises Limited ("Jelsoft"). VBSI, IB and Jelsoft are sister corporations. By way of background, I received a Bachelors of Arts degree (with Honors) and a Masters degree from Stanford University. I have worked in the computer technology field for over twelve years.
- 2. I submit this declaration in opposition to the Motion to Dismiss for Forum Non Conveniens Or, In The Alternative, To Stay Proceedings Pending Conclusion of Parallel British Proceeding, as well as the Motion to Dismiss for Lack of Personal Jurisdiction, filed by Defendants Xenforo Limited ("XL") and Kier Darby ("Darby").
- 3. Since May of 2008, in my capacity as Chief Technology Officer for Internet Brands, I have overseen the development of vBulletin software for its subsidiary corporations, Jelsoft and VBSI, including the strategy, creation, synthesis and delivery of new vBulletin features and functions. I have also acted as the liaison between Internet Brands on the one hand, and its subsidiaries Jelsoft and VBSI on the other hand for all things technical.
- 5. From May of 2008, through June of 2009, Darby was the lead developer and programmer for product development of vBulletin, which meant he was the person in charge, day to day, of brainstorming, developing, programming and delivering new features and functions for vBulletin 4.0 software, as well as subsequent versions of the software. It also meant that Darby, along with General

- 6. In his declaration in support of the motion, Darby claims that he attended two meetings in California in September of 2008 because he was "required" to be here to participate in the meetings. Darby's understanding of the facts is different from mine. In or about September of 2008, Darby expressed his understanding regarding the importance of meeting in person with the California vBulletin team members. He initially expressed reticence at traveling to California, but ultimately indicated that his appearance was important enough to warrant travel to the United States to work on the development, improvement, implementation and sale of vBulletin. No one ever "required" him to come to California, and, more importantly, Darby himself expressed enthusiasm and desire to return to California approximately three weeks later to complete the work on vBulletin he began during his first visit to California.
- 7. Darby's first visit to California occurred from September 3, 2008 to September 7, 2008. His second visit to California occurred at the end of September of 2008. Both of these series of meetings concerned the development, programming and delivery of new features and functionality for vBulletin software.
- 8. During both of Darby's visits to Internet Brands' corporate offices in El Segundo, he was provided with proprietary market research information which was owned by Internet Brands and Jelsoft. Moreover, while Darby was in El Segundo, he was given full and complete access to over \$100 million of Internet Brands' assets in the form of vBulletin based websites, computers, computer networks, computer servers, proprietary information, trade secrets, strategy and development plans for future versions of vBulletin software, projections, budgets,

1	spreadsheets, software programs, solutions, proposals and company operations data.
2	Darby was given unfettered access to any and all information which may have been
3	relevant to the development of the vBulletin software on which we were all
4	supposed to be working together for the benefit of plaintiff.

- 9. At one of the meetings at Internet Brands' corporate offices in El Segundo on September 4, 2008, Darby and employees of Jelsoft and Internet Brands discussed the development of new features and functions for vBulletin software. During this meeting, Internet Brands' Chief Executive Officer, Robert Brisco, Darby, several Jelsoft employees and I developed off page, on page, and other ideas for a search engine optimization feature for vBulletin. A "road map" for these ideas was discussed at length by the participants at the meeting. Darby was an active participant in that meeting. During same:
 - a. The purpose of the meeting was to propose all functions and features that should be in future versions of vBulletin software;
 - b. The "road map" for the search engine optimization be written on a whiteboard;
 - c. Darby took and retained a picture of the white board with the vBulletin "road map" written upon it; and
 - d. Using his laptop computer, Darby took notes regarding the matters discussed.

After the meeting, Darby sent an email to the Internet Brands team members who attended the meeting, which contained the photo that he took of the "road map" on the white board. A true and accurate copy of same is attached as Exhibit "A" hereto. Exhibit A recites nearly two dozen forward-looking ideas for vBulletin search engine optimization.

10. During his two trips to California, I observed Darby involved in several conversations with Internet Brands and Jelsoft employees outside of meetings, and

in their offices, discussing the vBulletin software.

- 11. Subsequent to September of 2008, Plaintiff and Jelsoft began development of a new vBulletin version, which was to incorporate the new features that were discussed at the meetings.
- 12. On May 8, 2009, I was informed by Human Resources of Internet Brands that Darby gave notice that he would be resigning his employment with Jelsoft.
- 13. On June 19, 2009, Darby quit his job with Jelsoft. Because of Darby's resignation and his central role with the vBulletin software development and implementation, Plaintiff was not able to implement the new features as quickly as it had planned when Darby was on board.
- 14. Around June 20, 2010, I saw a website called Xenfans.com where it was announced that Darby and others had formed a company called Xenforo Limited and had already developed bulletin board software called XenForo. Attached as Exhibit "B" is a true and accurate copy of the announcement.
- 15. Thereafter, I reviewed the Xenforo.com website, information, software code, videos and forum posts thereon, as well as third-party websites that mentioned XenForo. Portions of the software code on the Xenforo.com website were readily accessible through the website. Moreover, relevant videos, forum posts, and third-party websites were also readily accessible by clicking public links on the Xenforo.com website. At least 6 of the ideas, concepts and architecture for search engine optimization that were set forth on the "road map" on Exhibit A are currently being utilized in the XenForo bulletin board software.
- 16. My review of this information, along with my personal knowledge of Darby's work for Jelsoft, revealed that much of the content of XenForo was copied from and/or substantially similar to the vBulletin software. In fact, the main substantive difference between XenForo and vBulletin was that XenForo contained some new features that were proposed for future vBulletin versions, but not yet

present in any released version of vBulletin. Again, these new features were *the* features that were discussed at the meetings in El Segundo that Darby attended, and are features that vBulletin has been in the process of incorporating into vBulletin since Darby was employed at Jelsoft.

years, my knowledge of the vBulletin software since 2006, my extensive background in computer programming for 15-20 years, and my review of the source code used in the XenForo software, in my opinion, it would have been impossible for a software company of Xenforo's size to develop XenForo from scratch between June 30, 2009, and July 28, 2010, as stated by Darby in paragraphs 6 and 9 his declaration in support of his motion. It took Jelsoft and VBSI more than ten (10) years to develop vBulletin to this point with Darby working on the project. The fact that Darby was able to program and release a bulletin board software program that included certain more advanced features than vBulletin in a mere thirteen months is a clear indication to me that Xenforo and its programmers simply copied vBulletin's code, and spent the last year adding to this product the new features that were planned for subsequent versions of vBulletin.

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

Executed this 23rd day of December, 2010 at El Segundo, California.

JOE ROSENBLUM

EXHIBIT "A"

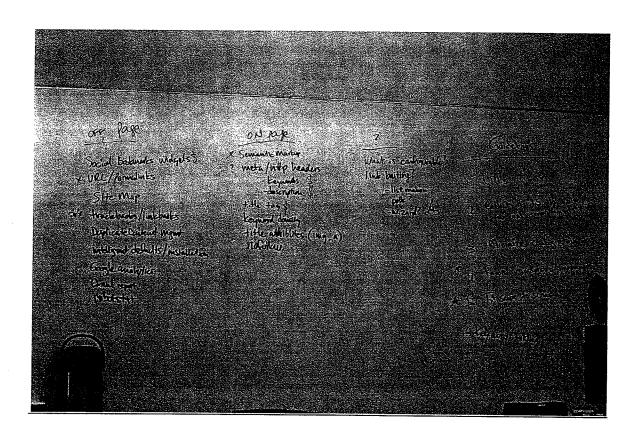


EXHIBIT "B"

xenforo fans

xenforo.com enthusiasts

xenfans.com gets born

Posted on June 20, 2010 by Floris

It's June an we're proud to announce that we've learned the name of the upcom by Kier Darby and Mike Sullivan.

And being quite impressed with it, and well aware of their history and reputatio has joined the community market.

We're supporting this step by creating an enthusiasts community here, with the products, services, customizations, and more;

Right here at: http://xenfans.com/.

Bookmark this site, join as a member, and subscribe to the RSS feeds to stay up by leaving comments, asking questions, etc.

First step, we will announce the name, as we're the first to hear what it's cal



About Floris

More about me can be found here: http://mrfloris.com/about Male, View all posts by Floris →

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+2 Vote up Vote down



Christian 28p · 8 weeks ago

good catch Floris! however you need a favicon ... :p

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o Vote up Vote down



Indarican · 7 weeks ago

Wow, sounds very promising. I will definetly give this a look over. I am always looking out fo website will beat out the one that i am using now. If it does take over then i will definetly let r need to be checking it out as well.

Report

Reply

o Vote up Vote down



Orrymain · 7 weeks ago

Hello there! I have only just discovered this brand new site, and I must say that I am very mu site has to offer and I can both learn and share as a part of the community.

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o <u>Vote up Vote down</u>



matie · <u>6 weeks ago</u>

I'm a bit confused, what is xenforo all about? a new web 2.0 based platform similar to joomla Thanks,

Matie

Report

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2 replies · active 4 weeks ago

o <u>Vote up Vote down</u>



Brian · 6 weeks ago

A new forum software created by the ex devs of vBulletin (Jelsoft)

http://xenforo.com/community/

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xenforo fans

xenforo.com enthusiasts

XenForo's name known

Posted on June 20, 2010 by Floris

Yesh, it's been over a year, but we've finally learned on June 20th, 2010, that the Jelsoft ex-employees Kier Darby and Mike Sullivan is named:



Name: XenForo.

You've heard it here first at XenFans.com, a community dedicated to the stay tuned for more information as it rolls in, via vbfans.com, my conversations

We will soon announce not just the name, XenForo, or the domain xenforo.con well as the team members, and much more. And yes, we will be working hard news, but also products, services, support, discounts, as well as a live demo for



About Floris

More about me can be found here: http://mrfloris.com/about Male, View all posts by Floris →

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Master \cdot 8 weeks ago

that looks like some awesome software. I'm wondering how much longer till it's released and Xenforo features they look amazing!

Report