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Committee of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN JOSE DIVISION

In re:	
TECHNOLOGY PROPERTIES LIMITED LLC, fka TECHNOLOGY PROPERTIES LIMITED INC., A CALIFORNIA CORPORATION, fka TECHNOLOGY PROPERTIES LIMITED, A CALIFORNIA CORPORATION,	Case No. 13-51589-SLJ-11
	Chapter 11
	Date: February 26, 2014
	Time: 2:00 p.m.
Debtor.	Place: United States Bankruptcy Court 280 S. First Street, Room 3099 San Jose, CA 95113
	Judge: Honorable Stephen L. Johnson

OMNIBUS REPLY TO OPPOSITIONS TO MOTION FOR ORDER GRANTING LEAVE, STANDING AND AUTHORITY TO INVESTIGATE, COMMENCE, PROSECUTE AND SETTLE ACTIONS OF THE DEBTOR'S ESTATE

The Official Committee of Unsecured Creditors (the "Committee") in the case of Technology Properties Limited, LLC ("TPL", or the "Debtor") hereby submits its omnibus reply to the oppositions filed by the Debtor and Swamy Venkidu (the "Debtor Opposition" and the "Venkidu Opposition", respectively) to the Committee's MOTION FOR ORDER GRANTING LEAVE, STANDING AND AUTHORITY TO COMMENCE AND PROSECUTE CLAIMS OF THE DEBTOR'S ESTATE (the "Motion") seeking authority pursuant to pursuant to 11 U.S.C. §§ 105, 1103 and 1109 to investigate and prosecute actions against the Debtor's insiders and affiliates.

I. REPLY TO THE DEBTOR OPPOSITION

A. The Committee Should Be Granted Standing To Pursue The Derivative Actions Now In Order To Be Able To Contest Confirmation Issues

1. The Debtor opposes the Motion on the grounds that it is unnecessary since "there is no risk" that the Derivative Actions[1] will go uninvestigated or unprosecuted and that filing objections to claims will be sufficient to trigger disallowance of these claims for voting purposes. Because the Debtor concedes that the Committee possesses standing to file objections to claims [Debtor Opposition p. 4:12-13], the Debtor's argument to some extent is correct in that objections to such claims, and the subject claimants' ostensible requests for estimation of their claims, will affect the determination of voting on the Committee's and Debtor's proposed plans. However, the Debtor Opposition misses the point of the Committee's request on several levels.

2. First, the Court has not yet conducted a hearing to consider the parties' disclosure statements, let alone confirmation of their plans. Thus, the proposed structure of their plans, including classification structure, may be amended by either party. In such instance, subordination or recharacterization of certain claims could substantially affect voting.

3. Second, even if objections are filed to certain claims and the claims are estimated, or ultimately allowed or disallowed, the feasibility of both parties' plans is necessarily intertwined with the treatment afforded to certain claims. If, for example, certain insider employees claims are subordinated behind general unsecured creditors or if certain insider "13%er claims" are subordinated or recharacterized as equity behind certain "non-insider 13%er claims", this will affect

[1] Capitalized terms not otherwise defined herein have the meanings ascribed to them in the Motion.

at minimum the timing of payments and therefore the reorganized company's ability to consummate either plan, especially in light of the magnitude of the insider claims in question.

4. Third, the Debtor completely evades the compelling reason advanced by the Committee which is the grave and tangible concern that the Debtor's management is continuing to dissipate estate assets to insiders and their affiliates, even against clear Committee opposition and while the Debtor's performance has fallen short, such that there will be no remaining assets for non-insiders by the time any plan is before the Court for confirmation. [Motion ¶20]. If the Committee is unable to investigate and prosecute the Derivative Actions at this time but must wait for the conclusion of the plan confirmation process, Debtor's management, insiders and affiliates may have already exhausted all of the estate assets for their own benefit.

5. Finally, the Debtor's assurance that "there is no risk" that the Derivative Actions will go uninvestigated or unprosecuted is simply preposterous. The Derivative Action Defendants include the Debtor's sole manager and member and all of the Debtor's affiliates and its insiders. All of such parties stand to benefit from the self-dealing of the Debtor's management and therefore are properly within the purview of the Motion. The Debtor, controlled by Leckrone, has no motivation to pursue claims against family members, affiliates which purportedly hold TPL's patents, and other long-term employees. Indeed, the Debtor's persistent, vehement defense of all such parties throughout the bankruptcy case demonstrates where its allegiances lie. More importantly the Debtor's substantial, inherent conflicts with and among such parties are unavoidable and have been firmly established during this case. [*See, e.g.*, MOTION OF CREDITORS' COMMITTEE FOR ORDERS (1) DIRECTING THE APPOINTMENT OF A CHAPTER 11 TRUSTEE; AND (2) DIRECTING THE DEBTOR AND DANIEL E. LECKRONE TO APPEAR AND SHOW CAUSE WHY THEY SHOULD NOT BE HELD IN CONTEMPT FOR VIOLATION OF THIS COURT'S ORDER [Docket No. 313], p. 7:11 – p. 9:9] (the "Motion To Appoint Trustee"); REPLY TO TPL'S OPPOSITION TO MOTION OF CREDITORS' COMMITTEE FOR ORDERS (1) DIRECTING THE APPOINTMENT OF A CHAPTER 11 TRUSTEE; AND (2) DIRECTING THE DEBTOR AND DANIEL E. LECKRONE TO APPEAR AND SHOW CAUSE WHY THEY SHOULD NOT BE HELD IN CONTEMPT FOR VIOLATION OF THIS COURT'S ORDER [Docket No. 374] (the "Reply To Opposition Re Motion To Appoint Trustee") ¶¶21-25]. The Debtor Opposition itself recognizes the absurdity of

the representation that the Debtor will investigate and prosecute the Derivative Actions, noting that the Debtor's plan appoints "a neutral and fully-independent 'Creditor Trust Trustee'" to prosecute avoidance actions.[2] [Debtor Opposition p. 3:3-5].

B. Legal Discussion

1. Applicable Legal Standard

6. The Debtor Opposition provides a lengthy analysis of the slip opinion *In re Catholic Bishop Of Northern Alaska*, 2009 WL 8412174 (Bankr. D. Ak. 2009) ("*Catholic Bishop*"), in an attempt to identify standards which apply in consideration of the Motion. The Debtor Opposition explains that the *Catholic Bishop* court concluded that a court should consider whether the proposed litigation is 'necessary and beneficial' and whether a debtor's failure to bring a suit does not adequately protect the interests of creditors. [Debtor Opposition p. 5:17 – p. 6:4]. The Debtor Opposition also contends that the four-prong test from the "bankruptcy court level case[3] of *In re First Capital Holdings Corp.*, 146 B.R. 7, 11 (Bankr. C.D. Cal. 1992)" discussed in the Motion, does not apply because it "failed to cite any Ninth Circuit authority."[4] Yet the Debtor extensively argues the different prongs considered in *First Capital Holdings* and even states that certain prongs must be satisfied before a committee can obtain derivative standing. [Debtor Opposition p. 3:3-5; p. 7:17 – p. 10:26; p. 11:19 – p. 13:18]. In any event, the Motion has already addressed the points from First Capital Holdings and the Committee addresses the Debtor's additional arguments below.

2. The Committee Is Not Required To Demand That TPL Prosecute The Derivative Actions

7. As already discussed above, the Debtor's contention that it will pursue and prosecute the Derivative Actions – and the implication that the Committee and its constituents should be satisfied with such contention - is preposterous. Notwithstanding the Debtor's astonishing insistence otherwise, the conflicts between the Debtor and the Derivative Defendants are unavoidable. There simply is no reasonable interpretation otherwise.

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[2] Of course, by the time such trustee is in place and has become familiar with the Derivative Actions, there may be limited assets available, if any, to fund or justify litigation.

[3] *Catholic Bishop* also is a "bankruptcy court level case."

[4] As a general matter, the Debtor's innovative rule of legal construction evidently would severely hinder the ability of courts and legal practitioners to cite to case law precedent.

8. The Debtor's argument that TPL did not receive "fair notice" is also preposterous. Committee counsel notified Debtor's counsel of the Committee's intent to file the Motion and Debtor's counsel acknowledged such notification. The Debtor at no time raised any objection the Committee's intent nor did the Debtor notify the Committee that the Motion was improper because the Debtor would investigate and prosecute the Derivative Actions. The Debtor simply did not address the issue. The Debtor's argument now that a demand by the Committee is imperative and that it somehow was prejudiced, is disingenuous.

9. The Committee has endeavored to identify as many individuals and affiliated companies which comprise the Derivative Defendants and to serve each of them. [*See* CERTIFICATES OF SERVICE Docket Nos. 363, 425 and 431]. Therefore, the Debtor's concerns regarding notification of these entities is imaginary[5].

10. The Debtor explains that certain incentive compensation claims (the "Insider Employee Compensation Claims") of certain insiders and employees (Janet Neal, Mac Leckrone, Dwayne Hannah, Michael Davis and Nicholas Antonopoulus) are not TPL employees, management or insiders. This is problematic for several reasons which further demonstrate the need for the Committee to investigate potential actions. First, the holders of Insider Employee Compensation Claims filed claims asserting section 507(a)(4) priority based on employment with TPL. Second, if these claimants are owed debts based on incentive compensation but are not the Debtor's employees, why would they be allowed claims against the Debtor? Third, as the Committee has already established, the filed claims asserting the incentive compensation evidence the questionable nature of the compensation paid to these claimants. [See PROOFS OF CLAIMS Nos. 17, 27, 30, 35 and 39]. Generally, these claims are largely based on agreements, either written or "oral" as the Debtor has alleged[6], which have inconsistent and incomplete terms and purport to be with Alliacense and/or some other TPL affiliate, not TPL, and in that regard, should not exist against the Debtor. Clearly,

[5] The Committee reserves its right to seek future derivative standing to pursue Derivative Actions against any additional persons or entities.

[6] The Debtor has persistently remarked that oral agreements are enforceable, advancing this blanket argument as panacea to any questioning of its myriad undocumented and/or inconsistent "agreements." While oral agreements are indeed enforceable if supported by proof and not otherwise superseded by a written agreement, the Debtor's argument only demonstrates its unwillingness to conduct any sincere investigation of such agreements, if any, and payments allegedly made pursuant to their terms.

there are questions raised whether compensation paid to and asserted by these claimants must be investigated and pursued if appropriate. The Committee has already established that TPL paid Ms. Neal at least $800,000 to $900,000 based on incentive compensation in addition to payments which far exceed the compensation memorialized in her written consulting agreement. [Motion to Appoint Trustee ¶16]. At any rate, the Debtor's classification of these claimants at this time belies the point which is that the Debtor's transactions with them and the basis for the Debtor's payments to them are dubious at best. Therefore, the Committee has included them as Derivative Defendants and served them with the Motion.

11. The Debtor notes that it did not waive the right to sue on Derivative Actions and that its plan preserves the right for the "Creditor Trust Trustee." There is, however, no requirement that the Debtor must waive its right to sue before the Committee may obtain derivative standing, and the Debtor has provided no support for this vacuous argument.

3. Prosecution of the Derivative Claims Clearly Will Benefit the Estate.

12. Without citing Ninth Circuit authority, the Debtor Opposition states that to obtain derivative standing, "the Ninth Circuit requires proof of benefit to the estate shown through an analysis of costs as well as potential recoveries." [Debtor Opposition p. 11:9-10]. Here, the benefit is obvious. In fact, while the Debtor's performance suffers and while management disperses assets to itself and to the Debtor's other insiders and affiliates, certain Derivative Actions may be the only valuable asset available for non-insider creditors. Therefore, any cost-benefit analysis favors pursuit of the Derivative Actions.

13. The Debtor apparently believes that a detailed cost-benefit analysis comparing dollar amounts is mandated for every single possible action brought against each Derivative Defendant. This is patently unreasonable especially in light of the Committee's concerns that the Debtor's management has transferred and still is transferring assets to and among different persons and entities. Here, the amounts to be derived from each Derivative Action may only be determinable through formal litigation. Even a case cited by the Debtor, *Torch Liquidating Trust v. Stockstill*, 561 F.3d 377 (5th Cir. 2009), required a showing that prosecution of certain claims would benefit to unsecured creditors but did not require any in-depth economic analysis. *Id*. at 388. The Debtor's

citation to *Torch Liquidating Trust* is distinguished as it involved a trustee appointed under a confirmed plan to prosecute actions, and the Fifth Circuit explicitly stated that derivative standing was not at issue. *Id*. at 388, n.11.

14. The Debtor's additional citations are similarly inapposite and do not mandate that the Committee must provide a detailed, comprehensive cost-benefit analysis of each potential action it may pursue. In *Official Comm. of Equity Sec. Holders v. Official Comm. of Unsecured Creditors (In re Adelphia Communs. Corp.)*, 544 F.3d 420, 425-426 (2d Cir. 2008), the issue was the cost-benefit balance between having the equity committee or a litigation trust appointed under a proposed plan, prosecute certain actions. There, the Second Circuit relied on the bankruptcy court's review of general facts in the bankruptcy case from which it determined that equity holders were unlikely to receive any benefit due to the junior status of their claims and that the equity committee's assertion of exclusive standing (in contravention of its previously cooperative stance) raised the specter of an "*independent* full blown-litigation." *Id*. at 425-26 (*emphasis included*).

15. In *In re Yellowstone Mountain Club, LLC*, 2009 WL 982207, (Bankr..D.Mont. 2009) (unreported in B.R.), the court, applying the *First Capital Holdings* factors, considered whether a committee or a secured lender should pursue prosecution of certain promissory notes and weighed the benefit to the estate under either scenario. In concluding that the committee should be granted standing as it would provide the most likely benefit to the estate, the court noted that investigation and collection by the committee could be the "only hope for realizing any benefit from this bankruptcy proceeding." *Id*. at *6.[7]

16. While not discussed in the Debtor Opposition with respect to this issue, the Committee notes that the *Catholic Bishop* court applied a cost-benefit analysis, finding that such analysis was "appropriate" and "inferred in the criteria mentioned by other courts." *Catholic Bishop*, 2009 WL 8412174, *6. There, however, the analysis arose within the context of a Catholic church

[7] *Yellowstone Mountain* is, however, notable for certain facts which are similar to present facts. There, in reviewing the four-prong test, the court explained in that instance where the debtor's president was reluctant to commence actions "against himself and trust entities of which he and his family are beneficiaries, such reluctance obviates the need for strict application of the first, second, and fourth considerations…" *Id*. Moreover, notwithstanding the debtor's proposal to employ an independent third party to investigate and prosecute actions, the court noted that even if insulated from conflicts of interest through the third party, the "appearance of impropriety" with the debtor's pursuit of actions militated against it doing so. *Id*. at *5.

bankruptcy in which, as the court observed, "millions of dollars have been spent on professional fees for prosecuting similar claims in other church reorganization cases, without resolution of the ultimate issues involved." *Id*. In reviewing potential claims based on certain real and personal property assets, the court took note that such assets were located in remote areas, inaccessible by roads, some without access to running water, and therefore their value was substantially diminished. Coupled with the fact that absolutely no information was provided regarding potential recoveries and costs, the court did not grant standing to pursue such claims.

17. Here, there is no concern of diminished assets, and, in fact, failure to pursue the Derivative Actions will lead to a diminishment of the estate. Moreover, a cursory glance at only a handful of potential actions demonstrates the benefit to be realized. Prepetition transfers to Alliacense exceed $50 million. [Reply To Opposition Re Motion To Appoint Trustee ¶¶23-25]. As set forth in the Motion, TPL also distributed over $700,000 to Leckrone, funded his purchase of two companies, and paid their and Alliacense's operating expenses. Within a year of the Petition Date, TPL transferred over $290,000 to Leckrone, over $130,000 to CFO Dwayne Hannah and over $150,000 to Susan Leckrone Anhalt, and it offset a $16.3 million receivable from Alliacense against a purported $15 million "payable" to Alliacense. [AMENDED STATEMENT OF FINANCIAL AFFAIRS and Attachment No. 23 thereto (Docket No. 96)]. In addition to the foregoing, Derivative Actions to subordinate or recharacterize claims asserted in the case would have the obvious benefit of ensuring the equitable distribution of claims to unsecured creditors, to the extent of the amount of the affected claims of the Derivative Defendants.

4. The Derivative Actions Are Colorable.

18. TPL's business strategy has focused on placing its assets in the hands of entities owned or controlled by Leckrone while keeping as many liabilities as possible with TPL. Thus, TPL has rid itself of ownership of all patent portfolios, except the MMP Portfolio which it owns with Patriot, and instead has placed these portfolios into LLC entities owned and controlled by Leckrone. A look at the CORE Flash transaction is instructive. TPL, Leckrone and OnSpec entered into a merger agreement pursuant to which Leckrone was to pay $2 million (the "Initial Payment") at the closing and an additional $8 million payable (the "Quarterly Payments") quarterly over time. The

Initial Payment was made by TPL and was booked as a "distribution" to Leckrone. TPL also guaranteed the Quarterly Payments. However, the IP assets were not transferred to TPL but instead were transferred to LLCs owned by Leckrone. The LLCs in turn gave TPL the exclusive right to commercialize the technology in exchange for consideration of 65% of gross proceeds from the commercialization efforts. (The Debtor asserts that it has never made a payment to the LLC).

19. As another example, the Debtor claims that it has entered into agreements with Leckrone's three adult children pursuant to which the children were granted a three percent (3%) interest in a revenue stream from certain patent portfolios, pursuant to which the children have now filed PROOFS OF CLAIMS totaling over $24 million. Such agreements are undocumented and invalid. [See OPPOSITION OF CREDITORS CHESTER A. BROWN JR. AND MARCIE BROWN TO THE MOTION OF TECHNOLOGY PROPERTIES LIMITED, LLC FOR APPROVAL OF DISCLOSURE STATEMENT (NOVEMBER 22, 2013), [Docket No. 292], § I-A-5]. In fact, the Debtor transferred $3.2 million supposedly as payment of the children's share of the revenue stream, but which in actuality was transferred to Leckrone as a distribution and which was for the purpose of provided a "capital reserve" for TPL, which appears never to have been set up and the monies apparently used elsewhere.

20. As set forth above, TPL now claims that it owes almost $9 million in Insider Employee Compensation Claims to insiders and employees of Alliacense, which are based on agreements with the "TPL Group" and for which compensation is based on a percentage of Alliacense's revenues. The Committee believes that the Insider Employee Compensation Claims arise from the Debtor's business strategy of stripping assets from TPL while saddling it with most, if not all, of the liabilities, to the detriment of unsecured creditors who have dealt with TPL and who believed that TPL's assets were sufficient to pay its debts as they became due. Instead of paying its legitimate non-insider creditors, the Debtor instead paid insiders such as Alliacense and paid, or committed to pay, employment incentive compensation to employees of Alliacense.

21. Moreover, Leckrone has engaged in threatening and bullying Committee members during the pendency of this case, and has made disseminated lies about them. [Reply To Opposition Re Motion To Appoint Trustee ¶¶ 26-27, 31-32].

22. The foregoing, along with numerous other examples, verify the pattern of self-

dealing, misconduct, fraud, breach of fiduciary duties and conversion of estate assets by the Debtor's management, insiders and affiliates. Contrary to what the Debtor demands, the Committee need not produce the evidence required to prevail on each theory to establish that these Derivative Actions are colorable which they clearly are. As with defeating a motion to dismiss, the Committee need only assert claims "that on appropriate proof would support a recovery." *In re G-I Holdings, Inc.*, 313 B.R. 612, 631 (Bankr. D.N.J. 2004). Such proof will be further borne out of the discovery and litigation process if derivative standing in the Committee is granted.

II. REPLY TO VENKIDU OPPOSITION

A. Concerns Regarding Committee Access To The Debtor's Documents

23. In order to fulfill its fiduciary duties to the estate by fully investigating and evaluating the Derivative Actions, the Committee requires unfettered access to the Debtor's documents and information. Without such access, the Committee is severely limited to receiving selected information filtered from the Debtor's management which, along with insiders and affiliates, comprise the Derivative Defendants.

24. Both the Debtor Opposition and the Venkidu Opposition voice concerns regarding the access to sensitive information of Committee members. However, if the Motion is granted, the Committee would merely step into the shoes of the Debtor as a representative of the estate, with respect to the Derivative Actions. *See, e.g., See Gecker v. Marathon Fin. Ins. Co. (In re Auto. Prof'ls, Inc.)*, 389 B.R. 630, 634 (Bankr. N.D. Ill. 2008). It would have no more rights than those conferred to an estate trustee. Further, the Committee and its members would be bound to the Committee's duty of confidentiality in addition to the terms of the CONFIDENTIALITY AGREEMENT effective as of April 17, 2013, executed by the Debtor and each of the Committee members. As set forth in the Motion, the Court may order that there is no waiver of attorney client privilege or work product protection pursuant to Fed. R. Evid. 502(d). Therefore, there should be no concerns regarding dissemination of confidential or privileged information. Nonetheless, the Committee understands Venkidu's and concerns and is open to further discussions on how to address them in an expedient manner.

/ / /

B. The Motion Is Not Premature.

25. The Venkidu Opposition also contends that the Motion is premature. However, Venkidu's concerns as a secured party receiving adequate protection payments during the case, must be viewed vis-à-vis the concerns of non-insider, unsecured creditors who are receiving nothing while the Debtor's management is dissipating estate assets. As set forth above, exigent circumstances require the Committee to immediately pursue the Derivative Actions, regardless of the outcome of the plan confirmation process or the Motion To Appoint Trustee.[8] Without standing for the Committee to pursue the Derivative Actions, non-insider creditors may be left with nominal assets, if anything, to realize from the estate.

III. CONCLUSION

26. While the Committee has endeavored to negotiate with the Debtor to reach a consensual plan in this case, negotiations have not progressed. Instead, the Debtor's performance has been poor and its management has continued to convert any revenues received by the Debtor for the benefit of insiders, while non-insider creditors receive nothing. Numerous colorable claims against the Derivative Defendants which the Debtor will not, and should not based on its numerous conflicts, pursue. These Derivative Actions may represent the single potential source of recovery for non-insider creditors in this case. Accordingly, because the Debtor is inherently conflicted and will not pursue the Derivative Actions, it cannot adequately protect the interests of creditors, and standing in the Committee to pursue the Derivative Actions is both "necessary and beneficial" in this case.

Dated: February 19, 2014

DORSEY & WHITNEY, LLP

By: /s/ Robert A. Franklin
Robert A. Franklin
Attorneys for the
Official Unsecured Creditors Committee

[8] If a trustee is appointed, the Committee will ensure that no efforts in prosecuting the Derivative Actions are duplicated.

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UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF CALIFORNIA

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TECHNOLOGY PROPERTIES LIMITED LLC, fka TECHNOLOGY PROPERTIES LIMITED INC., A CALIFORNIA CORPORATION, fka TECHNOLOGY PROPERTIES LIMITED, A CALIFORNIA CORPORATION,	Case No. 13-51589-SLJ-11
	Chapter 11
	Date: February 26, 2014
	Time: 2:00 p.m.
Debtor.	Place: United States Bankruptcy Court 280 S. First Street, Room 3099 San Jose, CA 95113
	Judge: Honorable Stephen L. Johnson

CERTIFICATE OF SERVICE

STATE OF CALIFORNIA)
) ss.
COUNTY OF SANTA CLARA)

I am a citizen of the United States and employed in Santa Clara County. I am over the age of eighteen years and not a party to the above-entitled action; my business address is 305 Lytton Avenue, Palo Alto, California 94301.

On February 19, 2014, at my place of business, I served a true and correct copy of the following document(s):

/ / /

/ / /

OMNIBUS REPLY TO OPPOSITIONS TO MOTION FOR ORDER GRANTING LEAVE, STANDING AND AUTHORITY TO INVESTIGATE, COMMENCE, PROSECUTE AND SETTLE ACTIONS OF THE DEBTOR'S ESTATE

in the manner indicated below:

☒ **By Electronic Filing** said document(s) and transmission of the Notification of Electronic Filing by the Clerk to a Registered Participant(s), addressed as follows:

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Also See Attached Service List

This Certificate was executed on February 19, 2014 at Palo Alto, Santa Clara County, California. I declare under penalty of perjury that the foregoing is true and correct.

/s/ Sandra Bloomer
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SERVICE LIST

Daniel Leckrone
7029 Silver Fox Drive
San Jose, CA 95120

Nick Antonopoulus
4355 Montmorency Court
San Jose, CA 95118

Mike Davis
10680 Cordova Road
Cupertino, CA 95014

Dwayne Hannah
32920 Oakdale Street
Union City, CA 94587

Janet Neal
"Sandhurst," Shrubbs Hill Lane
Sunningdale, Berkshire SL5 OLD
U.K.

Interconnect Portfolio
20883 Stevens Creek Blvd.
Cupertino, CA 95014

Additional Parties:

ChipScale, Inc.
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
20883 Stevens Creek Blvd., #100
Cupertino, CA 95014

Thunderbird Technologies, Inc.
Attn: President
5540 Centerview Drive, Suite 200
Raleigh, NC 27606

Thunderbird Technologies, Inc.
Attn: Jon Vincent, President
1508 Military Cutoff Road, Suite 302
Wilmington, NC 28403

Indigita Corporation
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
20883 Stevens Creek Blvd., #100
Cupertino, CA 95014

Indigita LLC
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
20883 Stevens Creek Blvd., #100
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VNS Portfolio LLC
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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SWAT-ACR Portfolio LLC
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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Occam Portfolio LLC
Attn: Daniel E. Leckrone
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Technology Properties Limited LLC
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Wafer-Level Packaging Portfolio LLC
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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Technology Management Associates
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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Leckrone Law
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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Nuven
Attn: Daniel E. Leckrone
Attn: Secretary
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SWAT
Attn: Daniel E. Leckrone
Attn: Secretary
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Leckrone Investment Associates
Attn: Daniel E. Leckrone
Attn: Secretary
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MCM Portfolio LLC
fka FMM Portfolio LLC
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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HSM Portfolio LLC
Attn: Daniel E. Leckrone
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Technology Properties Limited LLC
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Online Security Portfolio LLC
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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PHAC of Cincinnati Ltd.
Attn: Robert Adelman & Thomas C. Rink
150 East Fourth Street, Federal Reserve
Cincinnati, OH 45202-4186

OnSpec Electronic, Inc.
Attn: Daniel E. Leckrone
Attn: Secretary
Technology Properties Limited LLC
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Array
Attn: Daniel E. Leckrone
Attn: Secretary
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SERVICE LIST

Multipath Portfolio LLC
Attn: Daniel E. Leckrone
Attn: Secretary
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STRATA Portfolio, LLC
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IntellaSys BEC Ltd.
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Attn: Secretary
Technology Properties Limited LLC
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Michael Montvelishsky
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Eric Saunders
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