

**Collaborative Development
in Competitive Environments:
Tackling Intellectual
Property Challenges**

April 22, 2009

Dear Participants,

We welcome you to this event, in which we plan to discuss and exchange ideas on a subject, that we believe is of great importance for successful collaboration.

It is now well recognized that intellectual property rights are in many cases key to a company's success. At the same time, building partnerships has become a common strategy for more effective market penetration. In many cases, a young company has no other real choice, but to partner with a larger, more mature company in order to achieve successful commercialization. In other cases, two mature companies with complementary or even similar capabilities may decide that it is preferable to join forces than to compete. This is especially true in times like we are going through today, in which it is critical to reduce expenses and accelerate developments.

The impact of intellectual property issues is even more significant when the formation of the partnership includes sharing development tasks. This situation, which is now ubiquitous, poses more difficult challenges to the negotiating partners. "Doing it right" is as important for the success of the new venture, as it is for each one of the partners.

The BIRD Foundation and Mintz-Levin have joined forces to bring to you a selected list of speakers who will shed light on many of the relevant issues. We hope you will find in these discussions, if not a full answer, at least a guideline on how to deal with the dilemmas and hesitations, that come up so often in present-day business life.

Eitan Yudilevich, Ph.D.

Executive Director

BIRD Foundation

Yael Biran

Managing Director

Mintz Levin, Israel

Agenda

Wednesday, April 22, 2009

3:45 PM - 4:00 PM	Opening Remarks <i>Dr. Eitan Yudilevich</i> , Executive Director, BIRD Foundation <i>Yael Biran</i> , Managing Director, Mintz Levin (Israel)
4:00 PM - 4:25 PM	Lecture I <i>Jason Mirabito</i> , Founding Partner and Co-Chair, Intellectual Property Law Section, Mintz Levin (Boston)
4:25 PM - 4:50 PM	Lecture II <i>Omer Peled</i> , Business Development & Intellectual Property Management services, Lumenis
4:50 PM - 5:15 PM	Lecture III <i>Suzanne Erez</i> , Intellectual Property Counsel, IBM (Israel)
5:15 PM - 6:00 PM	Break
6:00 PM - 6:25 PM	Lecture IV <i>Dr. Alex Winokur</i> , CTO, Axxana
6:25 PM - 6:50 PM	Lecture V <i>Robert P. Taylor</i> , Managing Member Intellectual Property Section, Mintz Levin (Palo Alto)

Speakers

Dr. Eitan Yudilevich

Executive Director
BIRD Foundation

Dr. Eitan Yudilevich assumed the Executive Director position at the BIRD Foundation on January 1, 2006.



In his three years of tenure, BIRD's Board of Governors approved 80 full-scale, joint U.S.-Israeli company-to-company projects. In addition, new emphasis has been given to new areas, such as Renewable and Alternative Energy and Cleantech.

He joined BIRD with vast international experience after a varied career in Israel and the U.S., including management of Rafael's operations in the U.S. for four years. In his last position at Rafael, Dr. Yudilevich served as Vice President of Marketing and Business Development.

Previously, he was in charge of Rafael's missiles division, the company's largest division which also develops various technologies which have civilian applications, such as Given Imaging's unique capsule.

Dr. Yudilevich has been member or chairman of numerous boards of international joint ventures. He was also chairman of the board of Opgal, an electro-optics company, and served as director of RDC, a business development company jointly owned by Elron and Rafael.

Dr. Yudilevich completed his doctoral studies in computers and systems engineering in the field of medical imaging at Rensselaer Polytechnic Institute in Troy, New York. He earned his Master's Degree in mathematics at the Rensselaer Polytechnic Institute, and his Bachelor's and Master's Degrees in electrical engineering at Haifa's Technion.

His doctoral research resulted in several scientific papers published by highly regarded journals. In addition, since the mid 90s he has been an active participant in IEEE Engineering Management conferences, where he has presented papers on innovation management. His latest interest is in the application of Real Options for R&D project evaluation.

Dr. Yudilevich was born in Santiago, Chile. He is married to Bruria and they have three children: Gali(1976), Ori(1980), Dan(1986). Their home is located in Karmiel, a beautiful town in the north of Israel, in the lower Galilee.

Ms. Yael Biran

***Managing Director, Mintz Levin Israel;
Business Development Executive,
International Markets***



Yael is a Business Development Executive, International Markets, and Managing Director of Mintz Levin's Israel business activity.

Prior to joining Mintz Levin, Yael served as corporate attorney for Koor Industries, Inc., an Israeli company publicly traded on the NYSE, and for Menora Gaon Capital Markets Group.

Yael has also practiced as a litigation attorney at Dr. J. Weinroth & Co., and for the Israel Union for Environmental Defense (IUED), a non-governmental organization advocating environmental issues.

Yael received her LL.B. from Tel Aviv University (1991), where she concentrated on commercial law and economic analysis of law, and has completed mediation training from the Israel Center for Negotiation and Conflict Management (ICN) (1998).

Mr. A. Jason Mirabito

Member

Mintz Levin's Boston office

Jason is a member in Mintz Levin's Boston office, and a founding partner and Co-Chair of the firm's Intellectual Property Law Section.



His practice is broad, and involves both prosecution and litigation of primarily patent and trademark matters. In addition, he has substantial responsibility for counseling clients on patents and other intellectual property rights, including the development, licensing, enforcement and protection of intellectual property rights in relation to the client's overall business strategy, especially in advising on strategic technology partnerships. He also has extensive experience in connection with patent issues involving the electronics industry, medical devices, energy-related technologies, security systems and telecommunication systems.

Prior to joining Mintz Levin, Jason was a partner in the intellectual property law firm of Wolf, Greenfield & Sacks, and a partner at the general practice law firm of Gaston & Snow, at which he established and headed the firm's patent department.

Jason began his career as an examiner in the U.S. Patent and Trademark Office and was in-house counsel for Westinghouse Electric, where he was responsible for intellectual property licensing, and joint ventures, as well as for various investments and divestments for the company. He was also an attorney with the U.S. International Trade Commission, where he handled actions brought under Section 337.

Jason has served as an Associate Professor at Suffolk University School of Law, where he taught courses in patent, computer, and high tech law. He has given numerous lectures concerning patent

prosecution and litigation and, in particular, the prosecution of foreign and software-related inventions. Jason has testified before the U.S. Patent and Trademark Office and the U.S. Senate on a number of subjects, including patents for computer software and international taxation proposals. He is a former President of the Boston Patent Law Association, and a named inventor on three U.S. patents.

Jason is also a member of Mintz Levin's Israel Practice and Homeland Security Practice.

Jason is a member of the Massachusetts bar and is a Registered Patent Attorney. He received a B.S. in Engineering Physics from New York University, a J.D. from American University, and an LL.M. concentrating in Patent and International Business Law from Georgetown University Law Center.

Mr. Omer Peled

Business Development & Intellectual Property Management services Lumenis

Omer Peled is highly involved in the Israeli arena of medical devices.

Omer currently provides business development services and intellectual property management services for Lumenis (www.lumenis.com) a global leader in light-based aesthetic, surgical and ophthalmic therapy. Under his involvement with Lumenis Omer leads the global company's internal innovation processes, technology licensing in and out and patents enforcement plans.

Omer serves as a director in Lifewave's board of directors (www.life-wave.com) an Israeli public company traded at the Tel Aviv stock exchange which developed a proprietary product for treating chronic wounds and ulcers.

Omer served as the Israeli director of SFS (www.sfsinvent.com), a California-based Technology Incubator and Omer was co-founder with SFS in Cybro Medical and Medical Dynamics and served as the general manager of the Israeli subsidiaries of these companies. Cybro developed a unique reflective pulse oximeter today sold by Conmed (www.conmed.com/products_PRO2.php). Medical Dynamics had developed a pneumatic foot wear for the prevention of deep vein thrombosis.

Omer is a graduate of the Technion and holds B.Sc. in material engineering and B.A. in physics.

Ms. Suzanne Erez

Intellectual Property Counsel IBM (Israel)

Suzanne Erez is the IP Counsel for IBM, Israel. She holds a BSME, MBA and LLB, and is registered to practice law in New York, and before the Israeli and US patent boards.



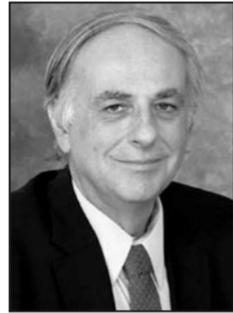
Suzanne started her career as an engineer, moved to sales for high-tech firms, and ultimately ended up in Intellectual Property Law. When she joined IBM in 2001, the IBM Haifa operations dealt only with patent issues, and filed about 35 patent applications per year. Since taking over management of the IP activities eight years ago, Suzanne has expanded the team's expertise to provide full Intellectual Property services, with the department being responsible for all IBM IP activities in Israel including licensing, patents, trademarks, copyrights, and standard activities.

IBM Haifa now files over 200 patent applications a year. Suzanne is active in Framework Programme negotiations and other multi-party development agreements.

Dr. Alex Winokur

CTO

Axxana



Dr. Alex Winokur is a prime innovator in the area of data management, data protection and the storage industry. Dr. Winokur spent eleven years in the IBM Research Division, achieving the prestigious IBM Master Inventor title, and authoring and co-authoring over 15 patents in storage, network management, and telecommunication areas.

Dr. Winokur has a rich systems engineering background and a proven record of developing high-performance, high-availability storage subsystems. He is a strong leader with an established record of building R&D organizations.

Prior to co-founding Axxana, Dr. Winokur was the CTO of XIV Information Systems (acquired by IBM) and the founder of Sepaton (Formerly SANgate), a successful start up company in the area of Storage Area Networks (SAN). Dr. Winokur holds B.Sc. and M.Sc from the Technion, Israel's Institute of Technology and a Ph.D. from Penn State University.

Mr. Robert P. Taylor

Managing Member Mintz Levin (Palo Alto)



Bob Taylor is the Managing Member for the Mintz Levin's Palo Alto office and practices in the firm's Intellectual Property Section. He specializes in antitrust, intellectual property and related fields of law. He has served as lead counsel in numerous antitrust and/or patent disputes, involving a wide range of technologies and industries, including microprocessors, liquid chromatography devices, DNA arrays, gene sequences, genetic expression of proteins, semiconductor manufacturing equipment and processes, network switching equipment, digital memory devices, accelerator chips used in high-speed computer graphics, microfiltration devices, elastomer chemistry used in erasable ink, digitally-programmable hearing aids, processes and catalysts for making polypropylene, automotive electronics products, petroleum products, zeolite desiccants, surgical devices, communications satellites, and contact lenses.

Prior to joining Mintz Levin, Bob was a partner at a prominent California firm, where he founded and managed the firm's Northern California practice until 2004.

In 2009, Bob was named in the annual edition of *The Best Lawyers in America*. He is admitted to practice in California as well as before the United States Supreme Court, the United States Court of Appeals for the Ninth and Federal Circuits, and the United States District Courts for the Northern, Eastern, Central, and Southern District of California.

Bob received his B.S.E.E. degree from the University of Arizona, where he graduated with distinction and was elected to Tau Beta Pi. He received his J.D. from Georgetown University, where he was an editor of the Law Journal. He is a Fellow of the American College of Trial

Lawyers, a former Chair of the Antitrust Section of the American Bar Association, and was a member of the Commission on Patent Law Reform that reported to the Secretary of Commerce in 1992. He is a former Patent Examiner.

Bob has written and lectured extensively on antitrust and patent law problems, including the legal relationships between antitrust law and intellectual property rights.

Organizations

BIRD Foundation

The Israel - U.S. Binational Industrial R&D Foundation

Accelerating growth through strategic partnerships

BIRD is a key catalyst for joint Research & Development between American and Israeli companies, focusing on emerging industries and novel technologies with significant commercial potential.

BIRD's Model

Any pair of companies, one Israeli, one American, may jointly apply for BIRD support so long as they have the combined capability and infrastructure to define, develop, manufacture, market, sell and support innovative products based on industrial R&D.

Once the companies have decided to collaborate, they jointly submit a brief executive summary of the proposed project. Following a quick review, BIRD advises the companies on whether they should submit a full proposal. The BIRD Foundation Board of Governors approves full-scale projects. The approval is based on the review by the U.S. National Institute of Standards and Technology (NIST) and the Office of the Chief Scientist (OCS) of Israeli's Ministry of Industry, Trade and Labor.

Risk-Sharing Enhances Cooperation

The BIRD Foundation offers conditional grants for joint development projects on a risk-sharing basis. The Foundation funds up to 50% of each company's R&D expenses associated with the joint project. Repayments are due only if commercial revenues are generated as a direct result of the project. If a project fails, BIRD claims no repayments.

BIRD requires no equity in the companies supported and no intellectual property rights in their products. Nor do we interfere in formulating or running the relationship between the partnering companies.

BIRD's Track Record

BIRD's scope extends to Communications, Life Sciences, Electronics, Electro-optics, Software, Homeland Security, Renewable and Alternative Energy and other sectors of the hi-tech industry. The cumulative sales of products developed through BIRD projects have exceeded \$8 billion. Since our inception 32 years ago, we have approved approximately 800 projects with leading companies in the U.S., for example:

ADM, American Red Cross, Applied Materials, Avaya, Bayer Pharmaceutical, Becton Dickinson, Bio-Rad Laboratories, Eastman Kodak, General Dynamics, General Electric, Guidant, IBM, J&J, KLA-Tencor, Molex, Motorola, Procter & Gamble, SanDisk, Spansion, Telcordia, Texas Instruments, Tyco and others.

BIRD encourages all companies - large, medium or small - to submit joint proposals.

Please refer to our website or phone our offices, for the next cycle deadlines.

BIRD Foundation

Eitan Yudilevich, Ph.D., Executive Director

Headquarters

Tel Aviv, Israel - Kiryat Atidim - Building 4, Tel Aviv 61581

P.O. Box 58054 Tel Aviv 61580, Israel

Tel: 972-3-6988300 **Fax:** 972-3-6988327

U.S. Offices

West Coast: Tel: 408-727-6777 **Fax:** 408-727-6166

East Coast and Midwest: Tel: 312-923-1095 **Fax:** 312-923-1095

Visit our website: www.birdf.com

Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.

Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C. is a full-service, multi-disciplinary law firm of nearly 500 attorneys and senior professionals, with offices in the US and UK. Our firm is driven by an entrepreneurial spirit that translates into a creative, energetic representation of clients. We pride ourselves on the quality of our strategic thinking and our ability to understand the goals, critical issues, and opportunities that drive our clients and their needs. Responsive, aggressive problem-solving approach and commitment to client service have been Mintz Levin trademarks since the firm was founded in 1933.

We serve clients of all sizes and at all stages of growth, from start-up and later-stage, venture-backed companies, to global corporations. We specialize in serving technology oriented companies. Our teams combine deep industry knowledge with profound understanding of our clients' day-to-day business, and an extensive network in the financial community.

Our attorneys regularly represent clients on a wide range of matters including public and private financings, mergers and acquisitions, distribution and license agreements, securities, government contracts, import and export control, employment and immigration, licensing, real estate, environmental law, tax, antitrust, bankruptcy, intellectual property, litigation and arbitration.

Our Intellectual Property Practice

Intellectual property is often one of a company's most valuable assets and is recognized as an important component of its business plan. Used strategically, global intellectual property resources can allow a company to dominate markets and minimize competitors' ability to offer similar products and technologies. The acquisition and

protection of intellectual property can mean the difference between business success and failure.

Mintz Levin has a fully-integrated international intellectual property practice, with more than 90 attorneys, scientists and other professionals across all of its offices focused on the protection, licensing and enforcement of intellectual property rights. We assist clients, both domestically and internationally, with the many significant issues and challenges involved in this critical area, with a breadth and depth of experience that puts Mintz Levin's intellectual property group at the forefront of the field. Mintz Levin provides comprehensive, practical advice to a wide range of technology-based businesses in high technology, biotechnology, manufacturing, telecommunications and other industries.

Mintz Levin's intellectual property practice is fully integrated with the disciplines of our other practice areas - Corporate, Litigation, Antitrust and Federal Regulation and other sections - and is well-positioned to leverage inter-practice synergies in order to provide clients with "one-stop" representation. We are able to offer cost-effective and strategically practical legal advice, based not only on extensive intellectual property knowledge but also on broad transactional and litigation experience.

Areas of Expertise

Patent Prosecution, Trademark Prosecution
Design Right Prosecution, Domain Names, Copyright
Licensing, Corporate IP Programs and Audits
Business Transactions, Valuation

Intellectual Property Litigation Expertise

Mintz Levin's patent litigators are dedicated to understanding our clients' business concerns and aggressively working to successfully resolve intellectual property disputes in a manner that meets those concerns. We are as adept at defending our clients against charges of infringement as we are in enforcing our clients' intellectual property

rights. We also have the technical skill and experience necessary to assist clients in designing products to avoid infringement and to maximize the probability of successful enforcement of intellectual property rights.

Mintz Levin's patent litigation practice provides its clients with deep experience, skill, scientific knowledge, dedication and a trial record which includes successes for clients in, among other things, electronics, biotechnology, pharmaceuticals, digital imaging, consumer products, plastics, network hardware and software, semiconductors, petroleum production and distribution, automotive parts, jet engine ignition systems, and other areas of technical specialty. The senior members of the intellectual property litigation practice have successfully litigated hundreds of cases throughout the United States, amassing more than 150 years of collective experience before federal district courts around the country, the Federal Circuit and other federal Courts of Appeal, the International Trade Commission (ITC), the United States Patent and Trademark Office (USPTO) and arbitration tribunals in the U.S. and Europe. Our London based European office has experience in UK High Court patent litigation, and also in Opposition and Appeals in the European Patent Office.

We are aware that our clients are business people who prefer to limit the costs of litigation and, therefore, work to assure the best possible result for the client in a cost effective manner. Mintz Levin attorneys consistently demonstrate the skill and thorough preparation necessary to take cases to trial if necessary and thereby provide their clients with the confidence and reputation needed to maximize pre-trial settlement options. Our attorneys also are highly successful at truncating litigation through procedural mechanisms such as injunction and motions for summary judgment, allowing clients to achieve the best possible result in the shortest period of time.

We also have substantial experience in alternative dispute resolution and have been successful in satisfactorily resolving matters outside of the court system.

