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A Comprehensive Two-Day Conference on Modern Licensing Law

Current business and legal factors for complex licensing transactions

June 19 & 20, 2006
Minneapolis, Minnesota
Marquette Hotel

July 13 & 14, 2006
San Francisco, California
J.W. Marriott (formerly Pan Pacific Hotel)

Credits: CA MCLE 12.75 inc 1 ethics | MN CLE Pending (call about others)
In developing this program, our goal was to provide licensing executives and attorneys with an opportunity to develop a more solid working knowledge of the business and legal factors that must be addressed to achieve a mutually beneficial licensing arrangement. A multitude of legal issues can arise in today’s complex licensing transactions and the parties must create a well-drafted document to ensure that they will meet their business objectives. The licensing professionals advising on transaction structure and contract terms must understand the nature of the parties’ business activities and the business people should have at least a basic understanding of the legal issues. We have assembled a group of leading licensing professionals to discuss the latest developments in the law, licensing strategies, due diligence and effective rights transfer mechanisms, pricing and special issues for technology transfers, transactions involving open source software, and international transactions.

Program Co-Chairs:
Jeff C. Dodd, Esq., Raymond T. Nimmer, Esq., Stephen J. Davidson, Esq. (Minnesota), and Mark Holmes, Esq. (California)
Tuesday, June 20, 2006 or Friday, July 14, 2006

8:00 Registration & Continental Breakfast

8:30 Lessons from the New Media World’s Cutting Edge: A Case Study of the Licensing Components in a Gamer Technology Transaction (a Merger of Technology and IP)

Identifying the IP components and protection mechanisms (copyright, patent, trade secret) for the technology component; music, movie, and celebrity components; in-game advertising issues; dealing with third party developers

Sentia L. Wong, Esq. (MN)
Fish & Richardson P.C. ~ Boston, MA

Russell G. Weiss, Esq. (CA)
Morrison & Foerster LLP ~ Los Angeles, CA

9:15 Technological Restrictions, DMCA, and Licensing Practice

Determining whether the scope of a transfer covers new technology uses of preexisting information; new frameworks and special issues for digital content and uses; application of DMCA provisions

Raymond T. Nimmer, Esq., Program Co-Chair

10:00 Break

10:15 Royalty Terms, Audits and Alternative Structures

Properly designing running royalties and allocating market risk to fit the commercial objectives; avoiding problematic licensing provisions; tips for effective implementation to ensure full receipt of all revenues

Peter J. Kinsella, Esq. (MN)
Faegre & Benson LLP ~ Denver, CO

Diane M. Reed, Esq. (CA)
Knobbe Martens Olson & Bear LLP ~ Irvine, CA

11:00 Bankruptcy (A “What If” That You Always Should Address)

Bankruptcy proceedings can have a draconian impact on a poorly structured license arrangement: What do you need in your licensing agreements?

11:45 Trademark and Franchise Licensing

Recent cases on effective quality control provisions and follow-up procedures to avoid an unenforceable “naked” license; other new developments; working through the additional complexity involved with franchise licensing

Jamie N. Nafziger, Esq. (MN)
Dorsey & Whitney LLP ~ Minneapolis, MN

Gary R. Duvall, Esq. (CA)
Dorsey & Whitney LLP ~ Seattle, WA

12:15 Lunch (on your own)

1:30 Current Issues in Copyright Licensing

Licensing audiovisual works on the Internet and mobile devices including rights definitions, territorial impacts, security issues, delivery platforms, warranties, payment terms, audits and other contractual requirements

Bruce H. Little, Esq. (MN)
Lindquist & Vennum PLLP ~ Minneapolis, MN

Lorin Brennan, Esq., Principal (CA)
Gray Matter LLC ~ Newport Beach, CA

Maureen S. Dorney, Esq. (CA)
DLA Piper Rudnick Gray Cary US LLP ~ E. Palo Alto, CA

2:30 Ethical Issues

A walk through potential ethical problems of particular relevance for licensing attorneys

Annamarie A. Daley, Esq (MN)
Robins, Kaplan, Miller & Ciresi L.L.P. ~ Minneapolis, MN

Bruce E.H. Johnson, Esq. (CA)
Davis Wright Tremaine LLP ~ Seattle, WA

3:30 Evaluations & Adjourn

Registration & Other Conference Information

To Register:
Call us at: 800-854-8009 or 206-567-4490
Fax the registration form to us at: 206-567-5058
Email us at: registrar@lawseminars.com
Web site: lawseminars.com
Mail the registration form on the front page.
Walk-ins are welcome, subject to space availability.
Registration is complete when we receive payment or agree to later payment.

Tuition: Regular tuition for this program is $1,095 with a group rate of $995 each for two or more registrants from the same firm. For government employees, we offer a special rate of $895. For students and people in their job for less than a year, our rate is $547.50. All rates include admission to all seminar sessions, food and beverages at breaks, and all course materials. Make checks payable to Law Seminars International.

Substitution & Cancellation: You may substitute another person at any time. We will refund tuition, less a $50 cancellation fee, if we receive your cancellation by 5:00 p.m. on Tuesday, June 13, 2006 for the Minnesota conference, or by 5:00 p.m. on July 7, 2006 for the California conference. After that time, we will credit your tuition toward attendance at another program or the purchase of a Homestudy. There is a $25 cancellation fee for Course Materials orders and $50 for Homestudy orders.

Minnesota Seminar Location: The Minnesota conference will be held at the Marriott Hotel at 710 Marquette Avenue in Minneapolis, MN 55402-2368. Call the hotel directly at (612) 333-4545 for reservations at the special negotiated rate of $145. We will apply for MCLE credits. Upon request, we will apply for CLE (and other types of credits) in other states.

California Seminar Location: The conference will be held at the J.W. Marriott (formerly Pan Pacific Hotel) at 500 Post Street in San Francisco, CA 94102. Call the hotel directly at (415) 771-8600 for reservations at the special negotiated rate of $189 and mention that you are attending a Law Seminars International conference. Rooms are on a first come, first served basis.

Continuing Education Credits: Law Seminars International is a State Bar of California approved MCLE provider. This program qualifies for 12.75 CA MCLE credits including 1 ethics. MN CLE credits are pending. Upon request, we will apply for CLE (and other types of credits) in other states.

If You Cannot Attend: Our complete Homestudy Course, consisting of a VHS or DVD recording and the written course materials, is available for $1,115. The written course materials alone are available for $200. We will ship your Homestudy order via UPS ground within two weeks after the seminar or the date we receive payment (whichever is later).
Raymond T. Nimmer, **Program Co-Chair**, is the Leonard H. Chilts Professor of Law at The University of Houston Law Center and also Co-Director of the Houston IP and Information Law Institute. He has authored over ten books including *Modern Licensing Law*, and is listed in *Who’s Who in America, Who’s in Law*, the *International Who’s Who of Internet Lawyers* and the International Who’s Who of Business Lawyers.

Jeff C. Dodd, **Program Co-Chair**, is a partner at Andrews & Kurth LLP. He represents clients in registering, enforcing and licensing IP rights in diverse technologies. He has written numerous articles on IP, information and licensing topics and is co-author, with Professor Nimmer, of *Modern Licensing Law*. He is listed in *Best Lawyers in America* and in *Chambers USA—Leading Lawyers for Business*.

Stephen J. Davidson, **Program Co-Chair**, served as chairman of the Intellectual Property and Information Technology Law Department for Leonard, Street and Deinard for over a decade. He represents clients in development projects, transactions and litigation involving computer and information technology. He is listed in *Best Lawyers in America*.

Mark Holmes, **Program Co-Chair**, is the founder and CEO of Patent-Bridge LLC, a patent commercialization firm in Silicon Valley. He holds an engineering degree, has been a registered patent attorney since 1985 and has over 20 years experience in licensing. Mr. Holmes is the author of the book *Patent Licensing: Strategy, Negotiation and Forms* and speaks nationwide on licensing issues.

David Bender co-chairs the Privacy Practice Group at White & Case LLP. He focuses his practice on privacy, intellectual property and information technology and has extensive experience in contracting, litigation and counseling. He has appeared in *International Who’s Who of Business Lawyers*.

Lorin Brennan is a principal with the software development firm Gray Matter LLC, which he co-founded in 1999. The firm develops automated contracting and rights management software for intellectual property licensing. As an attorney he specializes in international intellectual property licensing.

Annemarie A. Daley, a partner at Robins, Kaplan, Miller & Ciresi L.L.P., represents clients in patent litigation, and trademark, copyright and trade dress litigation. She was selected by *Minnesota Law & Politics* as a “Super Lawyer” and was the 1997 recipient of the “40 under 40” award.

Maureen S. Dorney is a partner with DLA Piper Rudnick Gray Cary US LLP and concentrates in Internet and electronic commerce, networking and wireless agreements, electronic and wireless gaming agreements; software licensing; strategic intellectual property counseling; and copyright and trademark.

Gary R. Duvall is a partner in franchise, licensing, trademark, and distribution law with the firm of Dorsey & Whitney LLP. In his work, he structures franchising, licensing, and distribution relationships and develops strategies for international trademark portfolio development and protection for his domestic and international clients. Mr. Duvall is listed in *The Best Lawyers in America* and *An International Who’s Who of Franchise Lawyers*.

Bruce E.H. Johnson is a partner at Davis Wright Tremaine LLP, where his practice includes constitutional and commercial litigation, defamation defense and professional liability. He provides prepublication, broadcast and website review and copyright clearance advice for newspapers, broadcasters, book publishers and film producers and serves as Chair of the firm’s Ethics Committee and co-authored *Advertising and Commercial Speech: A First Amendment Guide*.

Andrew M. Kaufman, P.C., is a transactional Partner with Kirkland & Ellis LLP where he is the senior partner in the firm’s Financing & Secured Transactions Practice. His work is principally focused on the areas of financing and secured transactions, leasing, structured financings, workouts and reorganizations, and general corporate practice. Mr. Kaufman was listed in *Chambers USA* 2005 and 2006 in the area of Banking & Finance.

Peter J. Kinsella is the chair of the Intellectual Property Transaction Practice at Faegre & Benson LLP. His practice is focused on advising start-up, emerging and large companies on IP and technology commercial transaction matters. In 2005, *Chambers USA* listed him in America’s Leading Lawyers for Business, Intellectual Property.

Bruce H. Little chairs the Intellectual Property Practice Group at Lindquist & Venum PLLP. He is a trial lawyer whose experience includes copyright, trademark, trade secret, and patent litigation in state and federal courts throughout the United States.

Steven W. Lundberg is a registered patent attorney and a founding partner of Schwegman, Lundberg, Woessner and Kluth, P.A. His practice is focused on patent protection for software, medical and telecommunications technology, and related opinion and licensing matters.

Jamie N. Nafziger, is a partner in the Trademark, Copyright and Brand Management practice group at Dorsey & Whitney LLP. *Minnesota Law & Politics* named her a Rising Star in 2005. She practices trademark, copyright, and unfair competition law and e-commerce law.

Diane M. Reed is a partner at Knobbe Martens Olson & Bear LLP. Her practice focuses primarily on licensing, distribution, manufacturing and development agreements, on domestic and international trademark and copyright counseling, prosecution, maintenance and enforcement, and on trademark portfolio development and management.

David M. Simon is currently the Chief Patent Counsel for Intel Corporation where he is involved with running the company’s intellectual property matters. Prior to joining Intel, Mr. Simon was in private practice, specializing in intellectual property, licensing and high technology law.

Holly K. Towlé chairs Preston Gates & Ellis LLP’s E-Commercial Law practice group and is a member of their Technology and Intellectual Property Department. She is co-author of *The Law of Electronic Commercial Transactions* and is included in *The Best Lawyers in America*.

David C. West co-chairs the Technology & E-Commerce group at Fredrikson & Byron P.A. His practice involves all aspects of intellectual property, including U.S. and foreign patent and trademark prosecution, copyrights, trade secrets and unfair competition.

Russell G. Weiss heads the firm-wide Video Game Practice at Morrison & Foerster LLP and is Co-Head of its Technology and Entertainment practice. He specializes in transactional matters and counseling in the fields of entertainment, technology, media and intellectual property with a particular focus on the convergence of entertainment and technology.

Senta L. Wong, Of Counsel to Fish & Richardson P.C., is a member of the Trademark, Copyright, Media, and Entertainment Group and a co-chair of the Interactive Entertainment Practice. She focuses her practice on intellectual property transactions. She was named “2005 Massachusetts Rising Star” by *Law & Politics* and *Super Lawyers*.

This Seminar Addresses:

- Current Themes and Current Cases in Licensing Law
- Online Licensing
- Open Source Licensing Models and Software Development Models
- Antitrust, Misuse, and the Other Side of the Contract
- Patent Licenses
- Licensing Components in a Gamer Technology Transaction
- Technological Restrictions, DMCA, and Licensing Practice
- Royalty Terms, Audits and Alternative Structures
- Bankruptcy
- Trademark and Franchise Licensing
- Copyright Licensing
- Ethical Issues

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