

SUPREME COURT OF FLORIDA

IN THE MATTER OF COMPLAINT OF )  
ELIOT I. BERNSTEIN, P. STEPHEN )  
LAMONT AND IVIEWIT HOLDINGS, INC. )  
AGAINST CHRISTOPHER C. WHEELER, )  
THE FLORIDA BAR FILE NO: 2003-51, )  
109 (15c) )

ELIOT I. BERNSTEIN, PRO SE )  
AND P. STEPHEN LAMONT )  
BOTH INDIVIDUALLY AND ON BEHALF OF )  
SHAREHOLDERS OF: )  
IVIEWIT CORPORATION; IVIEWIT, INC. – )  
FLORIDA; IVIEWIT.COM, INC. – FLORIDA; )  
IVIEWIT.COM LLC – DELAWARE; )  
IVIEWIT LLC – DELAWARE; )  
UVIEW.COM, INC. – DELAWARE; )  
IVIEWIT.COM, INC. – DELAWARE; )  
IVIEWIT HOLDINGS, INC. (fka) )  
UVIEW.COM, INC. DELAWARE; )  
IVIEWIT TECHNOLOGIES, INC. (fka) )  
IVIEWIT HOLDINGS, INC. – DELAWARE )  
I.C., INC. – FLORIDA )

CASE NO.:

PETITIONER )  
\_\_\_\_\_)

**AFFIRMED AMENDED PETITION FOR: INJUNCTIVE RELIEF;  
DECLARATORY RELIEF; BEGIN IMMEDIATE INVESTIGATION OF  
COMPLAINT AGAINST CHRISTOPHER C. WHEELER; AND, MOVE  
COMPLAINTS TO THE NEXT HIGHEST LEVEL OF REVIEW, VOID OF  
CONFLICT OF INTEREST AND APPEARANCE OF IMPROPRIETY**

Petitioners, Eliot I. Bernstein and P. Stephen Lamont individually and on behalf of  
the shareholders for:  
IVIEWIT CORPORATION;  
IVIEWIT, INC. – FLORIDA;  
IVIEWIT.COM, INC. – FLORIDA;  
IVIEWIT.COM LLC – DELAWARE;  
IVIEWIT LLC – DELAWARE;  
UVIEW.COM, INC. – DELAWARE;  
IVIEWIT.COM, INC. – DELAWARE;

**IVIEWIT HOLDINGS, INC. (fka) UVIEW.COM, INC. DELAWARE;  
IVIEWIT TECHNOLOGIES, INC. (fka) IVIEWIT HOLDINGS, INC. –  
DELAWARE; and  
I.C., INC. – FLORIDA  
collectively hereinafter termed (“Petitioner”) hereby requests that the Court:**

i. Enter an order granting a petition for temporary and permanent injunctive relief prohibiting The Florida Bar from destroying Petitioner’s file pertaining to its complaint against Christopher C. Wheeler, Esq., The Florida Bar File No. 2003-51, 109 (15c) (“Wheeler Complaint”);

ii. Enter an order granting a petition for declaratory relief as to the nature of the position(s), including the dates of tenure, held by Christopher C. Wheeler, Matthew Triggs (“Triggs”) and Spencer Sax (“Sax”), with The Florida Bar, and proof of delivery to and review of the Wheeler Complaint by the Chair, and verified preservation of, and delivery to Petitioner, all Florida Bar attorney work product, correspondences and notes not delivered to Petitioner, in light of the conflict of interest, appearance of impropriety and abuse of public office of The Florida Bar as discussed in detail under section IV herein;

iii. As a result, *inter alia*, of the reticence of the Bar in (i) and (ii) enter an order granting a petition to begin an immediate investigation of the Wheeler Complaint; and,

iv. Move the Wheeler Complaint and all subsequently related complaints to the next highest level of review, void of conflicts and the appearance of impropriety;

and in support state as follows:

## **BACKGROUND**

1. That Christopher C. Wheeler, ("Wheeler") was a partner of Proskauer Rose, LLP ("Proskauer") and who provided legal services to Petitioner.

2. That Kenneth Rubenstein, ("Rubenstein") who various times relevant hereto was initially misrepresented by Wheeler as a partner of Proskauer and later became a partner of Proskauer, and who provided legal services to the Petitioner both while at Meltzer, Lippe, Goldstein & Schlissel, LLP ("MLGS") and Proskauer.

3. That Raymond A. Joao, ("Joao") who initially was represented to be Rubenstein's associate at Proskauer, when in fact Joao has never been an employee of Proskauer but in fact was an employee of MLGS.

4. That beginning in 1998, Petitioner, through its agent and principal inventor Eliot I. Bernstein ("Bernstein"), held discussions with Wheeler and Rubenstein with regard to Proskauer providing legal services to Petitioner involving specific technologies developed by Bernstein and two others, Zakirul Shirajee ("Shirajee") and Jude Rosario ("Rosario") collectively termed hereinafter ("Inventors"), which technologies allowed for:

i. Zooming of digital images and video without degradation to the quality of the digital image due to what is commonly referred to as "pixelation"; and,

ii. The delivery of digital video using proprietary scaling techniques whereby a 75% bandwidth savings was discovered and a corresponding 75% processing power decrease and storage efficiency were realized; and,

iii. A combination of the image zoom techniques and video scaling techniques described above; and,

iv. The remote control of video cameras through communications networks.

5. That Bernstein, Inventors and later Petitioner, engaged the services of Proskauer to provide legal services to a company to be formed, including corporate formation and governance for a single entity and to obtain multiple patents and oversee US and foreign filings for such technologies including the provisional filings for the technologies as described in paragraph 4 above, ("Technology"), and such other activities as were necessary to protect the intellectual property represented by the Technology.

6. That the Technology, when bundled with third-party technologies, provides for VHS quality video at transmission speeds of 56Kbps ("modem dial-up connection"), previously thought to be impossible, to DVD quality at up to 6MB per second (traditional terrestrial or broadcast station to home antennae), and has an incredible seventy five percent (75%) savings in throughput ("bandwidth") on any digital delivery system such as cable, satellite, multipoint-multichannel delivery system, or the Internet, and a similar 75% savings in storage and processing on mediums such as digital video discs ("DVD's"), opening the door for low bandwidth video cell phones and other revolutionary video markets.

7. That at the time of the engagement of Proskauer and thereafter, Bernstein, petitioner companies and shareholders at such time, were advised and otherwise led to believe that Rubenstein was the Proskauer partner in charge of the account for patents and Wheeler for corporate matters, further this information was used to raise all of the

capital and included in a Wachovia Securities Private Placement Memorandum (“PPM”), pursuant to Regulation D of the Securities Act of 1933, that Proskauer co-authored, billed for and disseminated, whereby Wheeler and Rubenstein also served as active members of an Advisory Board for Petitioner companies in which Wheeler and Rubenstein were essential to raising capital and directing the patent applications, copyrights and corporate matters. This constitutes securities fraud perpetrated on Petitioner by Wheeler and Proskauer as evidenced to The Florida Bar in the Wheeler Complaint.

8. That upon information and belief, Wheeler, Rubenstein, and Joao upon viewing the Technology developed by Bernstein, and held by Petitioner, realized the significance of the Technology, its various applications to communication networks for distributing video and images and for existing digital processes, including but not limited to, all forms of video delivery, digital cameras, digital imaging technologies for medical purposes and digital video, and that Proskauer, MLGS, Wheeler, Rubenstein and Joao then conspired to undertake and in fact undertook a deliberate course of conduct to deprive Bernstein and Petitioner of the beneficial use of such Technology for their own gains. Proskauer, further allowed the unauthorized use of the Technology by third-parties, such as Rubenstein’s patent pools and pursuant to Non-Disclosure Agreements (“NDA”) for multitudes of their clients that are now not enforced, whereby Proskauer is fully cognizant of their client’s uses of Petitioner Technology under such NDA’s. Additionally, it is factually alleged that Wheeler, Rubenstein and Joao all have had personal financial gains through the misappropriation of Petitioner’s Technology and Proskauer has had profit and financial gain to its entire partnership and all partners, through the acquisition of the patent pools as a client (after learning of Petitioner’s

Technology), and the further exclusion of Petitioner from such patent pools which generate enormous fees to Proskauer and perhaps other untold revenues, all to the detriment and damage of the Petitioner.

9. That Wheeler, who was a close friend of Brian G. Utley (“Utley”), recommended to Bernstein and other members of the Board of Directors of Petitioner that Petitioner engage the services of Utley to act as President of Petitioner companies based on his knowledge and ability as to technology issues.

10. That at the time that Wheeler made the recommendation of Utley to the Board of Directors, Wheeler knew that Utley had been engaged in a dispute with his former employer, Diamond Turf Equipment, Inc. (“DTE”) and the fact that Utley had misappropriated certain patents on hydro-mechanical systems to the detriment of DTE, as Utley was terminated for cause according to Monte Friedkin (“Friedkin”), owner of DTE and that DTE was closed due to Utley, forcing the owner to take a several million dollar loss.

11. That on information and belief, Wheeler may have had a part in the misappropriation of the patents from DTE with Utley, in that Wheeler had formed a company for Utley where the misappropriated patents are believed to have been transferred. Despite Wheeler’s involvement, Wheeler was fully cognizant of this patent dispute with Utley and DTE, as confirmed by the former owner of DTE, Friedkin, and further confirmed in depositions with Utley and Wheeler. That Wheeler’s recommendation of Utley to the Board of Directors knowingly failed to disclose this to Petitioner and in fact Wheeler circulated a resume on behalf of Utley claiming that as a result of Utley’s inventions that DTE went on to become a leader in the industry, when

Wheeler knew that the company had been closed by the patent problems of Utley and perhaps Wheeler. That Wheeler further conspired with Utley to circulate a knowingly false and misleading resume to Petitioner shareholders and induced investment without ever disclosing this information.

12. That despite such knowledge, Wheeler never mentioned such facts concerning Utley to any representative of Petitioner and in fact undertook to "sell" Utley as a highly qualified candidate who would be the ideal person to undertake day to day operations of Petitioner acting as a qualified engineer which he was not.

13. That additionally, Wheeler continued to assist Utley in perpetrating such fraud on both the Board of Directors of Petitioner and to third parties, including for the Wachovia Securities PPM, by approving a false resume for Utley which was included in the raising funds, in violation of and pursuant to Regulation D of the Securities Act of 1933.

14. That based on the recommendations of Wheeler, as a partner of Proskauer and as a ten year friend of Utley, the Board of Directors agreed to engage the services of Utley as President and Chief Operating Officer based on false and misleading information knowingly proffered by Proskauer and Wheeler.

15. That almost immediately after Utley's employment, Wheeler provided a purported retainer agreement ("Retainer") for the providing of services by Proskauer to Petitioner, addressed to Utley. That the Retainer agreement comes after one year of Proskauer providing services whereby patent disclosures were given directly from Inventors to Proskauer partners in that time, including but not limited to, Wheeler, Rubenstein and Joao, and finally on information and belief, Petitioner states that

Proskauer and Utley conspired to replace the original retainer agreement with the Petitioner companies, with the Retainer void of patent services that were originally agreed upon and performed on. That the services provided were in fact to be partially paid out of the royalties recovered from the use of the Technology, which was to be included in patent pools overseen by Rubenstein who had deemed them “novel” and “essential” to the patent pools.

16. That the Retainer by its terms contemplated the providing of corporate and general legal services to Petitioner by Proskauer and was endorsed by Utley on behalf of Petitioner, the Board of Directors of Petitioner would not have Utley authorized to endorse same as it did not include the intellectual property work which Proskauer had already undertaken.

17. That prior to the Retainer, Proskauer, Rubenstein, Joao and Wheeler had provided legal services to Petitioner, including services regarding patents with Rubenstein being given full disclosure of the patent processes.

18. That Proskauer billed Petitioner for legal services related to corporate, patent, trademark, copyright and other work in a sum of approximately Eight Hundred Thousand Dollars (\$800,000) and now claims to have not done patent work, a materially false statement with insurmountable evidence to the contrary, as evidenced by Exhibit “A” (the management section, including Advisory Board, for the Wachovia Securities PPM used to induce investment and loans including from the Small Business Administration, a federal agency, and whereby it states that Proskauer was “retained patent counsel” for Petitioner companies and contrary to the current claims by Proskauer that they performed no patent work told to state and federal investigatory bodies.



19. That Proskauer billed Petitioner for copyright legal services never performed causing loss of intellectual property rights, double-billed by the use of multiple counsel on the same issue, falsified and altered billing information to hide patent work and systematically overcharged for services provided.

20. That based on the over-billing by Proskauer, Petitioner paid a sum in of approximately Five Hundred Thousand Dollars (\$500,000.00) together with a two and one-half percent (2.5%) equity interest in Petitioner, which sums and interest in Petitioner was received and accepted by Proskauer.

21. That Wheeler, Utley, Rubenstein, Joao, Proskauer, and MLGS conspired to deprive Petitioner of its rights to the Technology developed by Inventors:

i. Aiding Joao in improperly filing patents for Petitioner Technology by intentionally withholding pertinent information from such patent applications and not filing same timely, to allow Joao to apply for similar patents in his own name and other malfeasances, both while acting as counsel for Petitioner and subsequently. That Joao now claims that since working with Petitioner companies he has filed approximately ninety patents in his own name, rivaling Thomas Edison, and;

ii. Upon discovery of the problems in Joao's work and that Joao was writing patents benefiting from Petitioner's Technology in his name, that Wheeler and Utley referred the patent matters for correction to William J. Dick, ("Dick") of Foley & Lardner LLP ("Foley"), who was also a close personal friend of Utley and who had been involved, unbeknownst and undisclosed to Petitioner at the time, in the diversion of patents to Utley at

his former employer DTE, perhaps with Wheeler, to the detriment of DTE, thereby establishing a pattern of patent malfeasances; and,

iii. Transferring patent assignments to companies, the formations of which were unauthorized by Petitioner, whereby Proskauer may now have full ownership of such patents, quite to the detriment of Petitioner and Petitioner companies shareholders.

iv. That Wheeler further conspired in the transferring of prior patent applications or the filing of new patent applications, unbeknownst to Petitioner, conspiring with Foley so as to name Utley as the sole holder or joint inventor of multiple patents fraudulently and with improper assignment to improper entities, when in fact such inventions were and arose from the Technology developed by Inventors and held by Petitioner companies, prior to Utley's employment with Petitioner; and,

v. Further failing to list proper inventors and fraudulently adding inventors to the patents, constituting charges now pending before the Commissioner of Patents (“Commissioner”) of fraud upon the United States Patent and Trademark Office (“USPTO”) against these attorneys as filed by Petitioner and its largest investor Crossbow Ventures™, resulting in the failure of the patents to include their rightful and lawful inventors as confirmed in conversations and correspondence with the USPTO. The wrong inventors has lead to investors not having proper and full ownership in the patents and in some cases NO ownership; and,

vi. Failing to properly assign the inventions and fraudulently conveying to investors and potential investors knowingly false and misleading intellectual property docket and other false and misleading information, prepared and disseminated by these attorneys. The intellectual property docket illustrate false and misleading information on the inventors, assignees and owners of the Technology. The wrong assignments may lead to investors not having proper and full ownership in the patents; and,

vii. Knowingly, failing to ensure that the patent applications for the Technology contained all necessary and pertinent information relevant to the Technology and as required by patent law; and,

viii. Billing for, and then failing to secure copyrights. Failing to complete copyright work for the source code for the Technology of Petitioner as intellectual property. Further, falsifying billing statements to replace copyright work with trademark work, although the billings are full of copyright work that has never been performed; and,

ix. Allowing the infringement of patent rights of Petitioner and the intellectual property of Petitioner by patent pools overseen by Proskauer and Rubenstein, and, other clients of Proskauer, Rubenstein, and Wheeler, whereby Proskauer, Rubenstein, Joao and Wheeler profit from such infringement to the detriment of Petitioner and Proskauer, Rubenstein, Joao and Wheeler clients profit from violations of NDA's secured by Proskauer and their partners, infringements all to the detriment of Petitioner.

x. Through allowing Rubenstein, whom acted as patent counsel and an Advisory Board member to Petitioner, full access to the patent processes to proliferate throughout the patent pools he controls with Proskauer, wherein Rubenstein now attempts to state that he does not know the Company, the Inventors or the Technology and never was involved in any way, thereby constituting perjured deposition testimony and further false statements to a tribunal by Wheeler and Rubenstein. Witnesses and direct evidence refute Rubenstein's and Wheeler's denials, and, further, Proskauer failed to secure conflict of interest waivers from Petitioner, has no "Chinese Wall" between Rubenstein and Petitioner, that under ordinary circumstances such conflict waivers and separations would have been common place for Proskauer, as a result of the patent pools which directly compete with Petitioner Technology. Furthermore, Rubenstein heads the following departments for Proskauer: patents, trademarks and copyrights, and whereby Proskauer and Rubenstein are now the single largest benefactor of Petitioner Technology because of such conflicts and failure to obtain such waiver.

22. That Petitioner, in discussions with the USPTO on or about February 1, 2004, finds patent information different from every intellectual property docket delivered to Petitioner by every retained patent counsel, as to inventors, assignments, and, in particular, one or more patent applications in the name of Utley with no assignment to Petitioner, and to which, according to the USPTO, Petitioner presently holds no rights, titles, or interest in that particular patent application. That such patent issues have caused Petitioner, in conjunction with its largest investor, Crossbow Ventures (the largest South

Florida venture fund) and Stephen J. Warner, the Co-Founder, former Chairman of the Board and CEO, to file a complaint with the USPTO alleging charges of Fraud Upon the United States Patent and Trademark Office, now causing the Commissioner after review to put a six-month suspension on all Petitioner US patent applications while investigations are proceeding into the attorney malfeasances whereby no more damages may occur in such period.

23. That Wheeler and Proskauer, rather than pursuing the corporate formation and governance for entities directed by the Board of Directors, proceeded to engage in fraud and deceit by the corporate formation of multiple entities in a multi-tiered structure thus engaging, effectively, in a “shell game” as to which entity and under what structure would hold assignment of the Technology.

24. That upon information and belief, Wheeler and Proskauer through a disingenuous scheme comprised of the unauthorized formation of similarly named entities, unauthorized asset acquisitions and transfers, unauthorized name changes, falsification of inventors and falsification of assignments, all that effectively result in the assignment of Petitioner’s core inventions to; wrong inventors, wrong assignees and finally on information and belief, an entity, Iviewit Technologies, Inc., of which Proskauer is one of four, or less, presumed shareholders and whereby the company was set up solely by Proskauer to hold Proskauer stock in Petitioner company, and whereby the Petitioner companies shareholders now have no verifiable ownership interest in such entity which now holds several core patents, not authorized by the Board of Directors. With no evidence of an ownership position of Petitioner in Iviewit Technologies, Inc., and whereby an Arthur Andersen audit failed to provide such incident of ownership, it is

unclear if the Petitioner shareholders have any interest in these patents in such unauthorized entity. This potential “shell game” resulted from a name change from the unauthorized Proskauer entity named originally Iviewit Holdings, Inc. to Iviewit Technologies, Inc., which was formed by Proskauer, unbeknownst to the Board of Directors, with an identical name to a Petitioner company (Iviewit Holdings, Inc.) that was changing its name from Uview.com, Inc. and in the two weeks the unauthorized entity maintained an exactly identical name to Petitioner company, patents were assigned into the now named Iviewit Technologies, Inc., which on the day Petitioner company changed it’s name to Iviewit Holdings, Inc. Proskauer changed the name of their entity from Iviewit Holdings, Inc. to Iviewit Technologies, Inc., with the assigned patents ending up in the wrong company, whereby Proskauer may be a majority shareholder with Petitioner investors not having any ownership in the patents in the unauthorized entity. It is alleged that Proskauer maintained two sets of corporate books, two sets of patent books and was attempting to direct the core patents out of the Petitioner companies naming Utley as the inventor and leaving Petitioner companies bankrupt and with inferior patents while the core technologies were stolen off with.

25. That Utley, Wheeler and Proskauer engaged in the transfer of a loan from a group of Proskauer referred investors and that such loan transacted without approval from the Board of Directors or Crossbow Ventures and without full and complete documentation of the transaction ever being properly completed and no bank records produced to correspond to such transaction. That upon learning of such loan transaction and requesting auditing of such transaction, Petitioner found missing records and that, further, employees’ eyewitness testimonies in written statements, show a large briefcase

of cash, claimed to be from the Proskauer investors, was used to attempt to bribe employees to steal trade secrets and proprietary equipment, and further such equipment was stolen off with by Proskauer's management team led by Utley, as he was being fired with cause when he was found to be misappropriating patents into his name. This alleged theft of between Six Hundred Thousand Dollars (\$600,000.00) and One Million Dollars (\$1,000,000.00) by Proskauer and their management referrals, of money loaned to the Company, is currently under investigation by the Boca Raton Police Department in conjunction with the Securities and Exchange Commission and the Federal Bureau of Investigation (West Palm Beach).

26. That as a direct and proximate result of the actions of the Wheeler, Rubenstein, Joao, and Proskauer, Petitioner has been damaged in a sum estimated to be approximately Seventeen Billion Dollars (\$17,000,000,000.00), based on company projections and corroborated by industry experts as to the value of the Technology and the applications to current and future uses over the twenty year life of such patents.

27. That the series of events of paragraphs 1 through 26, resulted in Petitioner's filing of the Wheeler Complaint, and subsequently this Petition.

#### **I – INJUNCTIVE RELIEF**

28. Petitioner re-alleges and hereby incorporates the allegations of Paragraphs 1 through 27 as if fully set forth herein.

29. That Petitioner filed a complaint with The Florida Bar that alleges that Wheeler was involved in all facets of the above the series of events and has therefore committed professional misconducts with numerous violations of the Rules of Professional Conduct ("Rules") as regulated by The Florida Bar.

30. That the lack of an adequate review, or any investigation, at The Florida Bar by Counsel Lorraine Christine Hoffman, Esq. (“Hoffman”), in July 2003, wherein she dismissed the Wheeler Complaint without investigation, as a result of ongoing litigation by and between Petitioner and Proskauer, a billing dispute case titled Proskauer Rose LLP v. Iviewit.com, Inc. et. al., Case No. CA 01-04671 AB (Circuit Court of the 15th Judicial Circuit in and for Palm Beach County, Florida filed May 2, 2001) (“Litigation”), and was the result of her desire to see what findings that court would make in her termed “sufficiently similar” allegations, although Hoffman knew at such time that the case was wholly dissimilar, as the Litigation was merely a billing dispute case that contained a denied motion in January 2003, denied due to a late filing of the counterclaim which had allegations similar to the Wheeler Complaint. Yet, neither the counterclaim, nor any of the allegations contained therein was ever heard or tried, and due to this denial at the court, the complaint was filed with The Florida Bar with the allegations never heard by the court. That Hoffman’s delay may have been caused by the conflict of interest as fully defined under section IV herein.

31. That, once apprised that the Litigation had ended due to a technical default by Petitioner and Petitioner’s request for reinstatement of the Wheeler complaint, Hoffman, seemingly does an about face and claims that the Wheeler Complaint is a civil dispute outside of the jurisdiction of The Florida Bar, despite the multiplicity of professional misconducts alleged, including participating in a scheme in the misappropriation and conversion of Petitioner’s funds, conflicts of interests and other such ethical misconduct regulated by The Florida Bar, and further Hoffman was notified that no civil case was pending that contains any of the charges, being that The Florida



Bar complaint was the first step, in several states of bringing these matters to justice. That Hoffman's further delay and dismissal may have been caused by the conflict of interest as fully defined under section IV herein.

32. That upon review by Eric Montel Turner ("Turner"), Chief Branch Discipline Counsel, and again with no investigation into the complaint, Turner dismisses the Wheeler complaint and further makes an incorrect determination and endorsement on behalf of Wheeler in his response, whereby he claimed that Proskauer did NO patent work for Petitioner, despite the volumes of evidence to the contrary contained in Petitioner's rebuttal, documents submitted in direct contradiction to his statement over the last several months including a management section of the Wachovia PPM that was submitted to Petitioner's largest investor for use to raise capital from the Small Business Administration, a federal agency, in which Rubenstein and Proskauer clearly are referred to as "retained patent counsel" and which Rubenstein and Wheeler are further listed as Advisory Board Members, Exhibit "A", finally such PPM was reviewed, co-authored, disseminated and billed for by Proskauer. Further, this Turner opinion and endorsement seems to defy the Rules Regulating the Florida Bar whereby it appears that without investigation The Florida Bar cannot make determinations in favor of either party, nor make endorsements of either side. Upon submission of a formal Florida Bar complaint against Turner for such endorsement, The Florida Bar has chosen to investigate the matter of the endorsement as an internal employee matter versus a formal bar complaint. Upon further information obtained recently, a conflict of interest and appearance of impropriety, as fully defined under section IV herein, may also have influenced The Florida Bar complaint against Turner and therefore in light of the recently discovered

conflict and appearance of impropriety this may now cause the Turner bar complaint to be re-opened as a formal bar complaint.

33. That after receiving the Turner “dismissal” without investigation letter, Petitioner contacted Turner to find out how to motion the Wheeler Complaint to the next highest review level, whereby Turner stated that he was the final review for The Florida Bar and therefore the case was permanently closed and he was moving to destroy the file. When questioned further, Turner stated that Petitioner could call the general number of The Florida Bar in Tallahassee and hung up. Upon contacting the Tallahassee office, Petitioner spoke with Kenneth L. Marvin (“Marvin”), Director Of Lawyer Regulation, who stated that Turner was factually incorrect and that the matter could be reviewed by the Chairperson of the 15(c) Grievance Committee (“Chair”). Marvin then directed Petitioner to have Turner follow procedure and move the case for review to the Chair.

34. Suddenly, upon notice that Marvin had been contacted, Turner does an about face and presumably turns the Wheeler Complaint to the next higher level of review at The Florida Bar, the Chair.

35. That, despite Petitioner’s requests, Turner refuses the accommodation of the proof of delivery to the Chair, the name and contact information for the Chair, and any other pertinent information about the Chair.

36. That, despite Turner’s assurance that the Chair would respond to the Wheeler Complaint in due course directly to Petitioner, that Turner then pens a letter in his own hand conveying a message, seemingly and unintelligibly from the Chair, attached Exhibit “B”, that merely regurgitates on behalf of the Chair, Turner’s prior determination that Wheeler’s firm, Proskauer had done no patent work, a determination made in

endorsement of Wheeler's position, all without any formal investigation, whereby The Florida Bar should have been precluded from endorsing either party in any way without an investigation, per the Rules. Further, that such endorsement may have been influenced by the conflict of interest, appearance of impropriety, abuse of public office all recently discovered and discussed further in section IV.

37. That the Chair's response as per Turner, upon information and belief, a one Joy A. Bartmon, Esq. ("Bartmon"), may have been inapposite to the Rules Regulating the Florida Bar in that the Chair's response seems to also attempt to endorse the Wheeler position that Proskauer did NO patent work and whereby no investigation had been done to reach such conclusion and therefore may constitute cause for an additional complaint to be filed against Bartmon if it is proven that the Turner response on her behalf was in fact tendered by Bartmon.

38. Further, should investigation prove The Florida Bar statements wrong regarding Proskauer not doing patent work, liability may arise to The Florida Bar, as The Florida Bar conclusions, have been being proffered to other state and federal agencies in investigations into these matters and have been used by other attorneys in their defense, citing Wheeler's purported innocence in the matters contained in The Florida Bar complaint against him after review and investigation by The Florida Bar, which such false statements caused influence on a tribunal investigating similar allegations. These statements regarding The Florida Bar outcome are far from the truth of the matter, and whereby The Florida Bar after being noticed of the misstatements refused to amend and retract their statements of endorsement and to further correct such false statements of the outcome of the Wheeler Complaint, made by another attorney, Dick, to the Virginia State

Bar. The failure to report such misconduct of another attorney Dick, once Turner and Marvin were noticed of the false statements, appears also be a violation of Turner's and Marvin's ethical obligations to report such attorney misconduct to another tribunal.

39. That as a result of the missteps and miscues in the reviews by Hoffman, Turner, and Marvin, that may all have been improperly influenced by the Wheeler and Triggs conflict of interest and appearance of impropriety as defined fully in section IV herein, it is plausible that the conflict may have tainted the Wheeler Complaint, with the assistance of Hoffman, Turner and Marvin and other John Doe's that may be determined at a later date.

40. That especially in light of Turner's claim that there was no higher level of review beyond his review and prior to Marvin's determination that a higher level of review was available, and then due to Turner's refusal to provide proof positive of delivery to, and verified proof of review by the Chair, Petitioner must request that this Court issue an injunction preventing The Florida Bar from destroying the file of the Wheeler Complaint on August 2, 2004.

41. That Petitioner has discovered a conflict of interest and appearance of impropriety by Wheeler and his attorney Triggs, whereby the entirety of the Wheeler response comes into question and the prior file, including all The Florida Bar internal review files must be re-analyzed in view of the conflict as discussed in detail under section IV.

Wherefore, Petitioner requests that this Court enter an order for temporary and permanent injunctive relief preventing The Florida Bar from its destruction of the

Wheeler file on August 2, 2004, and for such other and further relief that the Court deems as appropriate.

## **II – DECLARATORY RELIEF**

42. Petitioner re-alleges and hereby incorporates the allegations of Paragraphs 1 through 27 as if fully set forth herein.

43. That during the period of the Turner review and the Chair review, Petitioner requested information pertaining to, including but not limited to:

i. Nature of the position(s), including the dates of tenure, of Christopher C. Wheeler with The Florida Bar, if any;

ii. Nature of the position(s), including the dates of tenure, of Spencer Sax (“Sax”) with The Florida Bar, if any;

iii. Nature of the position(s), including the dates of tenure, of Matthew Triggs with The Florida Bar, if any;

iv. A list of all Grievance Committee Members and any other person who has worked on the Wheeler Complaint with a confirmation that there are no additional conflicts of interests existing presently in these matters;

v. Proof of delivery and review of file by Chair, whom if the Turner letter on behalf of the Chair is further endorsed by the Chair, it would constitute yet another problem of endorsement without investigation as the Turner letter states on behalf of the Chair that Proskauer did NO patent work for Petitioner. This would also appear in violation of The Rules Regulating the Florida Bar regarding endorsing parties without investigation;

vi. Contact information for the Chair and the history of The Florida Bar Chair position since filing of the Wheeler Complaint, with a letter from each stating no conflict of interest in these matters;

vii. An explanation of the unintelligible letter proffered by Turner on behalf of the Chair with confirmation that the Chair confers with such unintelligible letter; and

viii. Any correspondences or notes pertaining to the Wheeler complaint not since delivered to Petitioner that were used in determining the opinion proffered by Turner and the Chair whereby they conclude and endorse Wheeler's defense that Proskauer did NO patent work for Petitioner.

44. That Turner failed, despite multiple requests by Petitioner, to provide the information requested that may prove valuable in amending or revising the Wheeler complaint and certainly where such information has now uncovered a previously undisclosed and hidden conflict of interest by Wheeler and Triggs as discussed fully in section IV, Petitioner therefore is in need of this Court ordering a declaration of the past and present status of Wheeler, Sax, Triggs, Grievance Committee Members, Chair at the Bar for all times since the original Wheeler Complaint and any other individual involved during the time period of the Wheeler Complaint to determine how deep such conflict of interest and influence peddling may have traversed and determine who was involved.

Wherefore, Petitioner requests that this Court enter an order for declaring the status of Wheeler, Sax, Triggs, Grievance Committee Members, Chair at the Bar or any other individual involved during the time period of the Wheeler Complaint who had any involvement in such matters.

**III – BEGIN THE IMMEDIATE INVESTIGATION OF THE COMPLAINT  
AGAINST CHRISTOPHER C. WHEELER, ESQ.**

45. Petitioner re-alleges and hereby incorporates the allegations of Paragraphs 1 through 27 as if fully set forth herein.

46. That the Petitioner's alleges that the missteps and miscues by Hoffman, Turner, and Marvin was the genesis of a series of events, that protect Proskauer and Wheeler, using The Florida Bar as a shield and to further influence other investigatory bodies, with false and misleading information, that all appear to fall from the missteps and miscues of Hoffman, Marvin and Turner and who may have further been influenced by the Triggs\Wheeler conflict of interest and abuse of public office as discussed in detail in Section IV herein, to the following:

i. The deferment of Petitioner's Wheeler complaint causing such complaint to receive no formal investigation;

ii. That after notification that the civil litigation had ended and none of the attorney misconduct issues were heard or tried, that Hoffman did an about face and dismissed the Wheeler Complaint as a civil matter outside the jurisdiction of The Florida Bar;

iii. That Petitioner notified Turner that The Florida Bar was being used as a shield to create the false and misleading impression at the Virginia State Bar, that The Florida Bar had "investigated" and dismissed the action against Wheeler and that false statements were being used in other state and

federal investigations, whereby the Florida Bar took no actions once noticed of such attorney misconduct by Dick;

iv. That Turner fails to report misconduct of Dick to the Virginia State Bar, knowing that Dick had promulgated false and misleading conclusions of The Florida Bar matter against Wheeler; and

v. That allow Hoffman, Turner and then Bartmon to endorse Wheeler's position without any investigation and further failing to address repeated requests to retract such statements;

vi. Hoffman and Turner do not investigate Petitioner's complaint against Wheeler, where such complaint would have required questioning of Wheeler leading to the uncovering of the entire matter. Where had the matter been void of conflict and the appearance of impropriety, and attorney sanctions or investigations into the professional misconducts by The Florida Bar were instituted, that such actions could have proved instrumental in preventing further damages and liabilities to Petitioner and where these damages must be evaluated again to see if the conflict of interest now found, as discussed in detail in Section IV herein, may have been an influence in such outcome, further causing liabilities for all those now involved with the conflict.

47. That Petitioner alleges that this coordinated series of attempts to stave off and delay the investigation of the complaints against Wheeler emanates from the very highest levels at Proskauer and across to The Florida Bar through the conflict of interest with Triggs, where Triggs and Proskauer knowingly abused the public office position of



Grievance Committee Member that Triggs had held since 1999, used as a means to protect Wheeler from facing the charges of the complaint through Triggs influence peddling with The Florida Bar and as a means to protect Proskauer's position as the now self proclaimed formative force in the pioneering of the patent pool for MPEG technology, a technology pool that directly competes with the Petitioner Technology, and that would, in effect, be trumped by the Petitioner's Technology which have been valued over the life of the patents at approximately seventeen billion dollars (\$17,000,000,000) by industry experts.

48. That these patent thefts have led to Proskauer becoming the preeminent player in Petitioner's Technology, through the acquisition of Rubenstein and his patent department from MLGS, immediately after determining the value of the Petitioner's patent applications, where prior, since 1875, Proskauer had been a mainly real estate law firm with no patent department. The acquisition of Rubenstein who specializes and is a preeminent force in the niche market that Petitioner's inventions relate to, appears highly unusual and after learning of the Company's inventions these patent pools controlled by Proskauer and Rubenstein, are now the single largest benefactor of Petitioner's Technology. The Technology of Petitioner applies to almost every known form of digital imaging and video and has been heralded in the industry as "holy grail" inventions.

49. That on or about February 1, 2004, Petitioners filed a complaint with the Commissioner of Patents, at the bequest of Harry I. Moatz ("Moatz"), the Director of the Office of Enrollment and Discipline, for registered patent attorneys, a unit of the USPTO. That Moatz has found problems with inventors, assignments and ownership of the patent applications filed by Rubenstein and Joao for Petitioner, culminating in Moatz directing

Petitioner to file charges with the Commissioner against Rubenstein and Joao for Fraud Upon the United States Patent and Trademark Office and a true copy of which is attached herein as Exhibit "C". These charges of Fraud Upon the United States Patent and Trademark Office by these attorneys have been joined by the Crossbow Ventures in addition to Petitioner, as mentioned a four million dollar investment is at risk from these attorneys misconducts. Similarly, it is claimed that fraud has occurred against Petitioner.

50. That on or about January 2, 2003, Moatz, inquired as to the status of the Petitioner's complaints in Florida against Wheeler, which had languished since filing.

51. That the Commissioner has heard Complainant's specific, factual allegations of Fraud Upon the United States Patent and Trademark Office and has granted a six (6) month suspension of the Complainant patent applications from further prosecution at the USPTO, while matters pertaining to the attorney misconduct can be further investigated. Petitioner has also filed formal responses of similar allegations with the European Patent Office and intends to file soon with the Japanese Patent Office.

52. That Petitioner apprised Turner of the USPTO's actions on or about March 2004, Turner, when viewing the actions of a United States Federal agency, a United States Federal agency operating under the aegis of the United States Department of Commerce, and a United States Federal agency operating under a department that is a United States cabinet level agency, Turner should have called for an immediate investigation of the Wheeler complaint, rather than his tepid determination and endorsement that Proskauer did no patent work, an endorsement by The Florida Bar of Wheeler's position with absolutely no formal investigation into the matter and contrary to

multitudes on evidence and sworn statements of witnesses submitted to The Florida Bar in the Wheeler Complaint.

53. Where the specific factual allegations of Petitioner have been deflected by Proskauer through the misuse of The Florida Bar and the New York Supreme Court Appellate Division, First Department Disciplinary Committee, (“Department”) where in New York another conflict of interest and appearance of impropriety caused by Proskauer partners, has caused Chief Counsel of the Department to motion the matter to the next highest level of review void of conflict and the appearance of impropriety, after recently discovering such conflict, Exhibit “D”, thereby such conflict may have aided Wheeler in alluding formal investigation from:

- i. Charges of patent theft against these patent attorneys;
- ii. Knowing and willful falsification of patent applications by these attorneys;
- iii. Purposeful falsification of inventors by these attorneys;
- iv. Patent application(s) filed whereby no rights, titles, or interests are currently held by Petitioner per the USPTO;
- v. Further wrongful assignments to some entities, in one particular instance concerning several core patent applications, the equity may be held by Proskauer rather than the investors of Petitioner;
- vi. To the forced insertion by Proskauer of individuals that mismanaged Petitioner and some now stand accused before the USPTO and the Boca Raton, Florida Police Department of misappropriation of patent applications;

vii. To the alleged misappropriation and conversion of funds by individuals referred by Wheeler and with the assistance of Wheeler;

viii. To Wheeler's failure to report to the Board of Directors of Petitioner when requested regarding his questionable actions and during Proskauer's tenure as general and patent counsel;

ix. To Proskauer's May 2001 billing lawsuit against Petitioner, used as means to harass and further cause damages to Petitioner;

x. To material false and misleading statements by Wheeler to The Florida Bar and a Florida Court

xi. The false and misleading statements by Dick to the Virginia State Bar;

xii. To suppression of Petitioner's specific factual allegations that are supported by volumes of evidence already submitted to The Florida Bar and further supported by Stephen J. Warner, Co-Founder and Chairman of Crossbow Ventures, Inc., Petitioner's lead investor as well as many other shareholders;

xiii. To Proskauer's tactic to utilize Triggs, who had a conflict of interest that both Wheeler and Triggs failed to disclose, to influence The Florida Bar to defer and dismiss the Wheeler complaint and;

xiv. Where the events of (i) through (xii) have all been successfully used by Proskauer with The Florida Bar and the Department acting as shields, mired in conflicts of interest and the appearances of impropriety in two state bars, whereby such conflicts have aided in the avoidance of

investigation that should have been instituted by Hoffman, Turner and Marvin and that should have prevented further damages to Petitioner had proper due process been given to the complaints, free of the conflict and the appearance of impropriety created by Triggs and Wheeler's abuse of public office.

Wherefore, Petitioner requests that this Court enter an order directing the immediate investigation of the Wheeler Complaint in light of the recently uncovered conflict and provide complete disclosure of such conflict and issue a retraction of any endorsement tendered by The Florida Bar that may have been influenced by the Triggs conflict as discussed in detail in section IV herein.

**IV – MOVE COMPLAINT TO THE NEXT HIGHEST REVIEW, VOID OF CONFLICTS AND APPEARANCE OF IMPROPRIETY**

54. Petitioner re-alleges and hereby incorporates the allegations of Paragraphs 1 through 27 as if fully set forth herein.

55. That it has been shown to The Florida Bar that a conflict of interest and the appearance of impropriety existed in the Wheeler response to The Florida Bar complaint against him, a conflict caused by his attorney and partner, Matthew Triggs, who has violated his public office position of Grievance Committee Member, whereby he was prohibited from acting in any matter before The Florida Bar, under section:

3 7.11 (i) Disqualification as Trier and Attorney for Respondent Due to Conflict.

(4) Partners, Associates, Employers, or Employees of the Firms of Former Grievance Committee Members or Former Board of Governors Members Precluded From Representing Parties Other Than The Florida Bar. Attorneys in the firms of former board members or former grievance committee members shall not represent any party other than The Florida Bar in disciplinary proceedings authorized under these rules for 1 year after the former member's service without the express consent of the board.

Where Triggs had a Grievance Committee Role until 4/1/02 and whereby he was precluded from acting in any matter as counsel for any party until 4/1/03 and whereby Triggs violated such rule by acting as counsel, as evidenced by Exhibit “E” to Wheeler prior to such time and in violation of his public role.

56. That Wheeler and Triggs knowingly perpetrated such conflict to gain favoritism and influence The Florida Bar from taking investigatory actions against Wheeler and whereby such conflict and appearance of impropriety may have emanated to members of The Florida Bar, causing actions that may have been due to the influence this appearance of impropriety suggests protecting Wheeler and Proskauer, further rendering an immediate moving of the complaint of Wheeler to the next highest review determined by this Court to be void of further conflicts of interest of Triggs, Wheeler and The Florida Bar.

57. That Wheeler and Triggs have now caused The Florida Bar to have the appearance of impropriety from one its members and therefore if not dealt with by an unbiased third-party could lead to erosion of the public confidence in the profession of law and the enforcement agency, The Florida Bar, entrusted by the Supreme Court of Florida and representing such Court in protecting the public from attorney misconducts.

58. That a new complaint against Wheeler is being filed for the new charges of conflict of interest, appearance of impropriety, abuse of public, all charges contained in the original complaint against Wheeler, and that Petitioner requests that this complaint be moved out of The Florida Bar for review, to an unbiased or conflicted third party or that the Court institute procedures to protect Petitioner from further conflict and further appearance of impropriety by The Florida Bar in these matters and certainly by removing

any parties already involved in any review to this point. Further, that in moving the matter, Petitioner requests that all conflicts and appearances of impropriety be fully disclosed to the next highest level review and with an immediate investigation due to the lengthy delay already presumed to have been influenced by the current conflict of interest caused by Wheeler and Triggs.

59. That Petitioner requests that due to the Wheeler and Triggs conflict, that all related bar complaints filed or contemplated being filed against Turner, Hoffman, Triggs, Marvin, Bartmon and potentially others be moved out of the conflict to an independent third party for review or any other remedy this Court may find appropriate to avoid further conflict of interest and appearance of impropriety at The Florida Bar.


60. That the Petitioner requests that this Court in determining its actions to the matters contained herein, be highly sensitive to the six month suspension dates currently at the USPTO and therefore request immediate actions to uncover any involvement of attorney misconduct caused by the Wheeler\Triggs conflict and as it relates to Hoffman, Turner, Bartmon and Marvin in relation to these matters.

61. That, finally, Petitioner has apprised this Court of similar conflicts at the Department (see Exhibit "D") that are directly related to the same nexus of events and that the highest levels of Proskauer used these disingenuous schemes, the use of Proskauer partners that were insiders at the respective state bar agencies in both New York and Florida, to quash the complaints against Wheeler, Rubenstein and Joao through the abuse of these public offices.

Wherefore, Petitioner requests that this Court enter an order elevating the Wheeler Complaint, and all other related complaints against Triggs, Turner, and possibly Marvin

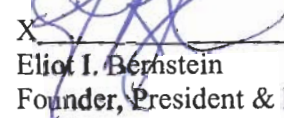
and Bartmon, to the next highest level of review void of conflict of interest and the appearance of impropriety.

This 6th day of July 2004.

  
\_\_\_\_\_  
Eliot I. Bernstein, Pro Se

P. Stephen  
X Signature Valid Lamont  
\_\_\_\_\_  
P. Stephen Lamont, Pro Se

Iviewit Holdings, Inc.  
10158 Stonehenge Circle, Suite 801  
Boynton Beach, Fla. 33437  
Telephone: (561) 364-4240

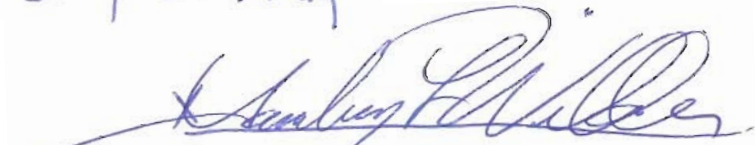
  
\_\_\_\_\_  
Eliot I. Bernstein  
Founder, President & Inventor

P. Stephen Lamont  
X Signature Valid  
\_\_\_\_\_  
P. Stephen Lamont  
Chief Executive Officer

*Ces his attorney in fact*

*Ces his attorney in fact*

*Swoon to and subscribed to  
me on this 6<sup>th</sup> day of July  
2004*

  
\_\_\_\_\_  
Notary Public

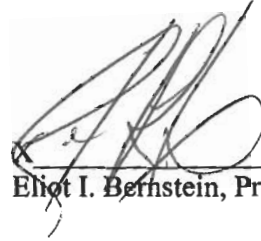


Tammy L. Wilder  
MY COMMISSION# **00339951** EXPIRES  
July 8, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.



**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing was furnished by facsimile this 6<sup>th</sup> day of July 2004, to The Florida Bar.



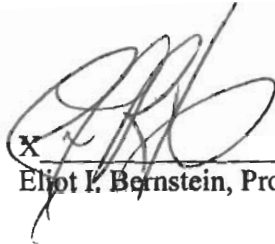
A handwritten signature in black ink, appearing to read 'E. Bernstein', is written over a horizontal line. The signature is stylized and cursive.

Eliot I. Bernstein, Pro Se

**CERTIFICATE OF AFFIRMATION**

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

Before me, the undersigned authority, personally appeared Eliot I. Bernstein, who was duly sworn and says that the facts alleged in the foregoing motion are true and correct to the best of his knowledge.

  
X  
Eliot I. Bernstein, Pro Se

Sworn to and subscribed to me on this 6<sup>th</sup> day of July 2004.



Tambyr L. Wilder  
MY COMMISSION # DD039951 EXPIRES  
July 8, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

  
X  
Notary Public

Tambyr L. Wilder  
MY COMMISSION # DD039951 EXPIRES  
July 8, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.



EXHIBIT A



"I view it!"

www.iviewit.com

2255 Glades Road  
One Boca Place - Suite 337W  
Boca Raton, FL 33431  
Voice: 561.999.8899  
Fax: 561.999.8810  
Toll: 877.484.8444

### FACSIMILE TRANSMITTAL SHEET

TO: Dennis Donahue  
 FROM: iviewit - Brian Utley  
 COMPANY: \_\_\_\_\_  
 DATE: 1-22-01  
 FAX NUMBER: 561-838-4105  
 TOTAL NO. OF PAGES: 7, including this page  
 RE: INFORMATION REQUEST

NOTES/COMMENTS:


As you requested -

DIANA ISRAEL  
ASST. TO BRIAN UTLEY

**MEMORANDUM**

**TO:** Brian G. Utley  
President  
iviewit Holdings, Inc.  
Facsimile: 561-999-8810

**DATE:** 17 Jan 01

**FROM:** Dennis E. Donohue  
Chief Administrative Officer  
Crossbow Ventures Inc.   
Telephone: 561-838-9005  
Facsimile: 561-838-4105  
Email: DDonohue@cb-ventures.com

**SUBJECT:** Information Request

Brian,

The Office of Small Business Investment Company Examinations of the Small Business Administration has requested that, by 22 Jan 01, we furnish it with a list of the name of each director and officer of your firm, as well as the name of each shareholder who held a ten percent or greater interest your company on the close of business on 31 Dec 00.

In order that we can comply with that request, we request that you send the foregoing information to my attention by the close of business tomorrow via either facsimile transmission or email.

If you are unable to comply with this request, please call me.

Thanks, Brian!

Dennis D.

January 22, 2001

Dennis Donohue  
Crossbow Ventures  
West Palm Beach, FL

Reference: Your Request

Current Iviewit Holdings, Inc. Board of Directors :

- Simon L. Bernstein, Chairman Emeritus
- Eliot I. Bernstein, Vice-Chairman, Secretary and Founder
- Brian G. Utley, President
- Gerald R. Lewin
- Maurice R. Buchsbaum
- H. Hickman Powell
- Donald G. Kane, II
- Kenneth Anderson

Executive Management:

- Brian G. Utley, President
- Maurice R. Buchsbaum, Sr. Vice-President, Business Development
- Raymond T. Hersh Vice-President, Finance
- Michael A. Reale, Vice-President, Operations
- Kevin J. Lockwood, Vice-President, Sales and Business Development
- Guy Iantoni, Vice-President, Sales

Stockholders with >, = 10% of interest in Iviewit Holdings, Inc.

- Eliot I. Bernstein 29.8%
- Alpine Capital Ventures 21.7%
- Simon L. Bernstein 11.9%

Total Shares Outstanding 86,891

Please call if this is insufficient.

Regards,



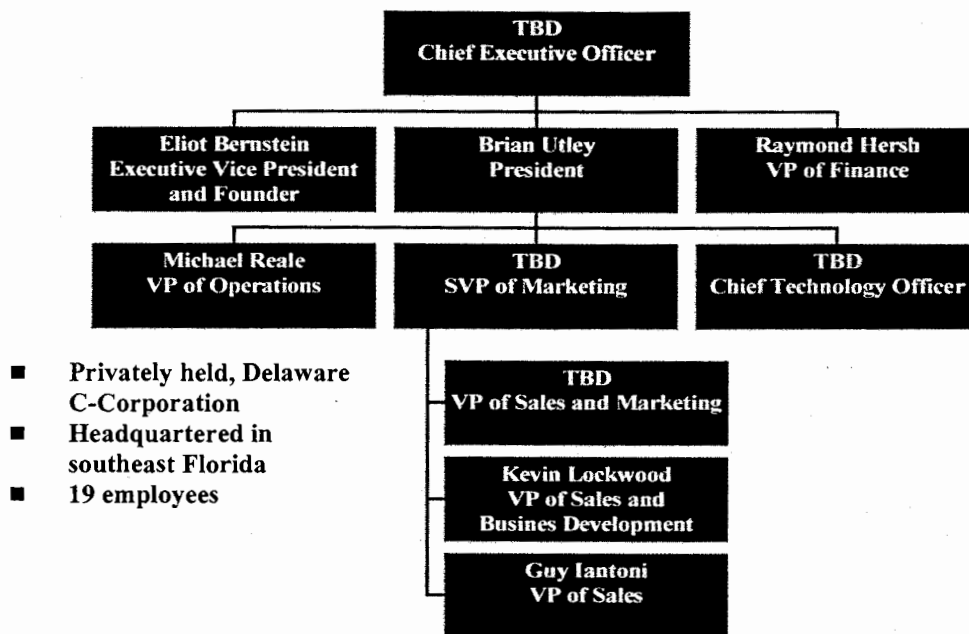
Brian G. Utley



## V. MANAGEMENT

### Organization Chart

Figure 10  
Organizational Chart



### Senior Management Biographies

Whereas the Company has retained Korn / Ferry to assist in the identification and recruitment of a high impact Chief Executive Officer (preferably from the media or entertainment industry) and Chief Technical Officer, iviewit has assembled a complementary and seasoned, management team with Fortune 100 and early-stage, entrepreneurial experience. This team consists of the following personnel:

**Brian G. Utley, President (67)** — For over 30 years, Mr. Utley was responsible for the development and world-wide management of many of IBM's most successful products such as the AS400 and the PC. Entering IBM's executive ranks in the early 1980s, Mr. Utley's impact was felt in all areas of IBM's advanced technology product development, including Biomedical Systems, European Operations, and most importantly, IBM's launch of the Personal Computer. Following the introduction of the PC in the United States, Mr. Utley moved to Europe where he was responsible for a number of IBM's overseas activities including managing the launch of the PC across Europe and the Middle East. His career with IBM culminated with his responsibility as Vice President and General Manager of IBM Boca Raton with a work force of over 6,000 professionals. He is a graduate of San Francisco City College.

**Eliot I. Bernstein, Founder and Vice Chairman (37)** — Prior to founding iviewit, Mr. Bernstein spent 15 years with SB Lexington where he was President of the West Coast Division creating and developing many innovative, computer-based multi-media marketing tools which remain in use supporting multi-billion dollar service industries. Mr. Bernstein is a graduate of the University of Wisconsin.

**Michael A. Reale, VP of Operations (60)** — Mr. Reale has over 20 years of operations experience, including P&L, quality, and delivery performance accountability. Most recently, Mr. Reale was the Chief Operating Officer for Boca Research (Nasdaq:BOCI), a manufacturer of personal computer enhancement and Internet thin client products. Prior to Boca Research, Mr. Reale spent two years as President of MGV Manufacturing Corp., a premier provider of computer memory assemblies with operations in the U. S. and Europe.

Mr. Reale was also responsible for seven operations in the United States and overseas as Senior Vice President for SCI Systems, Inc., a Fortune 500 electronics contract manufacturer. His operating background also includes twenty years with IBM culminating as Director of Manufacturing for the Personal Computer Division. Mr. Reale received his BA and MBA from Pace University.

**Raymond T. Hersh, Vice President of Finance (58)** — Mr. Hersh is a private investment banker, specializing in strategic development. He has over 35 years of successful business and operating experience involving financial services, telecommunications, manufacturing, and corporate strategic planning. For over 20 years, Mr. Hersh has operated and grown companies in Florida, and most recently, he was co-founder and President/CEO of New Medical Concepts, Inc., a telecom company specializing in providing healthcare information. He successively grew two Florida-based specialty manufacturing companies from combined revenues of about \$2.7 million to over \$19 million. Mr. Hersh also spent nine years as an investment banker in New York City where his last position was President of a member firm of the New York and American Stock Exchanges. Earlier, he spent five years as an Enforcement Attorney with the U. S. Securities and Exchange Commission in New York City where he exited as a Branch Chief. He is a member of the New Jersey and New York Bars. Mr. Hersh received his BA from Lafayette College and his LLB/JD from the University of Pennsylvania.

**Kevin J. Lockwood, Vice President of Sales and Business Development (40)** — Mr. Lockwood joins iviewit from Cylex Systems where he held the position of Executive Vice President of Sales and assisted in securing three rounds of funding exceeding \$20 million. He also was instrumental in developing a distribution channel as well as signing accounts such as Outsourcing International, Tampa General and a significant seven-year contract with Best Buy Corporation. He also held the position of Head of Sales for Acer America, Inc. where he increased sales from a run rate of \$150 million annually to over \$1.5 billion annually in only a 17-month time. In addition, Mr. Lockwood successfully launched the Fujitsu P.C. into the U.S. and in the first year amassed revenues of over \$200 million. He is a graduate of the University of Maryland with a Bachelor of Science degree in Business Administration.

**Guy Iantoni, Vice President of Sales (35)** — Prior to joining iviewit in 1999, Mr. Iantoni was Senior Financial Representative with Fidelity Investments. From 1995 to 1997, he served as an Investment Management Consultant to the private client group of Morgan Stanley Dean Witter & Company, Inc. Prior thereto, Mr. Iantoni spent four years with Eli Lilly and Company creating and implementing many direct marketing and sales campaigns for the healthcare industry. He has developed computer databases and systems to effectively market and target segments in both the financial markets and the healthcare industries. Mr. Iantoni is a graduate of the University of Wisconsin with an advanced degree in Pharmacy.

---

**Board of  
Directors**

**Simon L. Bernstein – Chairman Emeritus  
SB Lexington**

Mr. Bernstein has pioneered the development of proprietary life insurance products and has formed two companies to facilitate the sales of these products. Mr. Bernstein developed for both companies a national sales and marketing network, which now account for over a billion in life premium sales. Mr. Bernstein's career in the life insurance industry began in 1965 when he became the top producer for Aetna Life and Casualty Company. He has remained in the top 5% of life insurance sales agencies since that time. Mr. Bernstein supplied the initial "angel" investment for iviewit.

**Eliot I. Bernstein – Founder & Vice Chairman**

**Brian G. Utley - President**



**Kenneth Anderson**  
**myCFO**

Mr. Anderson brings over 20 years of experience in the financial services world to his recent move to Jim Clark's new start-up myCFO. Prior to joining myCFO, Mr. Anderson served as a partner in Arthur Andersen's private client services practice where he created the family wealth and financial planning practice for the southern California practice. He focused on estate and income tax planning for high net worth individuals and families. Mr. Anderson has significant experience in compensation, insurance, and business succession consulting.

He is a board member of the Idyllwild Arts and Boy Scouts of America, Western Council. Ken is a founding member of the Family Business Program at the University of Southern California. He served as director of the Society of CPA/Financial Planners, was a member of the California CPA Society Committee on Personal Financial Planning. Mr. Anderson is on the Board of Directors of iviewit and Schaeffer Autosimulation, LLC. Mr. Anderson holds a BS in accounting and economics from Valparaiso University and a JD with an emphasis on taxation from the Valparaiso University School of Law.

**Maurice R. Buchsbaum**  
**Chief Executive Officer, Emerald Capital Partners**

Mr. Buchsbaum has engaged in corporate finance projects as a principal, advisor, consultant, officer, director or senior managing director for the past 27 years. As a partner or senior officer of several leading investment banks (including Drexel Burnham, Kidder Peabody and JW Genesis), he has worked in all aspects of corporate finance. He formed Emerald Capital Partners in early 1999, to provide strategic planning and banking advice to a myriad of small and medium sized American growth companies. He has engaged in numerous public and private transactions and activities that include seed capital, early stage financing, major and late stage strategic finance, restructuring and mergers/acquisitions ranging in size from \$1 million to \$700 million. His industry experience includes health care, technology, telecommunications, biotechnology, financial services, environmental, and airlines. He holds BS and MBA degrees with honors from Ohio State University, and was a fellow in the doctoral program at Northwestern University.

**Donald G. Kane, II**  
**President, GDI**

Prior to joining GDI (a privately held holding company that controls four B2B companies), Mr. Kane was a Managing Director in the Investment Banking Division of Goldman Sachs & Co. During his fourteen-year career at Goldman Sachs, Mr. Kane created the firm's Midwest Financial Institutions practice and founded the Global Financial Institutions Technology Group. He is a Board member and Vice Chairman of Sagence Systems, Inc., a GDI company and is a member of the Board of Versifi, Inc. and Ergo Systems. Mr. Kane is an advisor to Signcast, Inc., Gryphon Holdings, and Capita Technologies. He is a member of the Kellogg Graduate School of Management Advisory Board at Northwestern University and is a member of the Board of the Metropolitan YMCA of Chicago.

**Gerald R. Lewin**  
**Senior Partner, Goldstein Lewin & Co.**

Mr. Lewin has been a certified public accountant since 1973 and is licensed to practice in the states of Florida and Michigan. Mr. Lewin is a Senior Partner of Goldstein Lewin & Co., a leading southeastern accounting firm. Mr. Lewin specializes in business consulting and is highly knowledgeable in many areas of accounting, tax and financial planning. Mr. Lewin is a member of both the American Institute of Certified Public Accountants and the Florida Institute of Certified Public Accountants.

**H. Hickman Powell**  
**General Partner, Crossbow Ventures**

Prior to joining CrossBow Ventures, Mr. Powell spent 14 years as an investment analyst and corporate finance advisor. He worked with McKinsey & Company and J.P. Morgan

Investment Management, both based in London. Among his primary areas of expertise are technology research and economic research, including electronics, telecommunications and computer software. Most recently, he was Senior Technology Analyst and Vice President of Southeast Research Partners, Inc. where he worked with leading technology companies. He earned a bachelor of arts degree at Yale University and a master of business administration degree at Stanford University.

**Advisors**

**Alan J. Epstein**

**Partner, Armstrong Hirsch Jackoway Tyerman & Wertheimer, P.C.**

Mr. Epstein's law practice consists of advising Internet companies on various issues pertaining to the entertainment and sports industries, including the creation, licensing and acquisition of content, the introduction and negotiation of strategic partner relationships, and various other matters relating to the convergence of technology and content. Mr. Epstein also advises his firm's numerous celebrity clients on the exploitation and protection of their name and likeness rights and content on the Internet, as well as merchandising, endorsement and sponsorship deals. Prior to entering the UCLA School of Law, Mr. Epstein was a certified public accountant at Deloitte Haskins & Sells in Dallas, Texas.

**Kenneth Rubenstein  
Partner, Proskauer Rose LLP**

Completely contradicts statements made by Rubenstein and Wheeler to the Florida Bar and the New York Bar

Mr. Rubenstein is a partner at Proskauer Rose LLP law firm and is the patent attorney for iviewit. He is a registered patent attorney before the U.S. Patent & Trademark Office. Mr. Rubenstein counsels his clients with respect to the validity and infringement of competitors' patents, as well as prosecutes patent applications. For the past several years he has worked on the formation of a patent pool, for MPEG-2 technology, involving large consumer electronics and entertainment companies. He is also a former member of the legal staff at Bell Laboratories. Mr. Rubenstein received his law degree, cum laude, from New York Law School and his Ph.D. in physics from the Massachusetts Institute of Technology where he also graduated with a B.S. Degree.

**Christopher C. Wheeler  
Partner, Proskauer Rose LLP**

Mr. Wheeler is a member of Proskauer Rose LLP's Corporate Department and as a partner in the Florida office has a versatile transactional practice. He has had extensive experience in real estate and corporate law, institutional lending and workouts, administrative law and industrial revenue bond financing. Moreover, he serves as a strategist and counselor to many clients in handling their other legal and business matters. Mr. Wheeler is well-versed in general corporate law as well as mergers and acquisitions and securities matters. He has guided companies from startup through initial private placements to public offerings. A graduate of Hamilton College and Cornell Law School, Mr. Wheeler was a member of the managing Board of Editor of the Cornell Law Review.

**Arthur Andersen, LLP**

Arthur Andersen's vision is to be the partner for success in the New Economy. The firm helps clients find new ways to create, manage and measure value in the rapidly changing global economy. With world-class skills in assurance, tax, consulting and corporate finance, Arthur Andersen has more than 70,000 people in 83 countries that are united by a single worldwide operating structure that fosters inventiveness, knowledge sharing and a focus on client success. Since its beginning in 1913, Arthur Andersen has realized 86 years of uninterrupted growth, with 1999 revenues over \$7 billion. Arthur Andersen is a business unit of Andersen Worldwide.

**Proskauer Rose, LLP**

This law firm is one of the nation's largest law firms, providing a wide variety of legal services to major corporations and other clients through the United States and around the

THIS BP OF WACHOVIA'S SENT TO OUR LARGEST INVESTOR CROSSBOW VENTURES CLEARLY SHOWS THAT RUBENSTEIN IS THE PATENT ATTORNEY FOR IVIEWIT, DESPITE WHAT WHEELER STATES AND DESPITE THAT RUBENSTEIN SAYS HE DOES NOT KNOW US UNDER DEPOSITION. UTLEY UNDER DEPOSITION STATES HE NEVER USED RUBENSTEIN AS AN ADVISOR. THIS ALSO SHOWS DOCUMENT DESTRUCTION AS PROSKAUER CHANGES THE BP TO ERASE THE OPENING SENTENCE AND IN THEIR RECORDS OBTAINED UNDER COURT ORDER THEY LOSE THIS BP VERSION & REPLACE WITH OTHER.

**Legal & Accounting Counsel**

EXHIBITS

VI

VII

world. Founded in 1875 in New York City, the firm employs 475 attorneys and has wide experience in all areas of practice important to businesses, including corporate finance, mergers and acquisitions, real estate transactions, bankruptcy and reorganizations, taxation, litigation and dispute resolution, intellectual property, and labor and employment law.

**Armstrong Hirsch Jackoway Tyerman & Wertheimer, P.C.**

One of the nation's leading entertainment law firms. Based in Los Angeles, California, it represents many of the most prominent actors, writers, directors and producers of feature films, television programming and other entertainment content. The firm also represents various content and technology companies in the Internet industry, including prominent web sites, entertainment-oriented portals, aggregated celebrity sites and various e-commerce companies. The firm is assisting in developing the business structure and strategic relationships for iviewit.

**Foley & Lardner**

One of the oldest and largest law firms in America. Founded in 1842, the firm now has more than 750 attorneys in 14 offices, following the February 1996 merger with Weissburg and Aronson, Inc. Foley & Lardner's over 100 highly skilled intellectual property attorneys constitute one of the largest and most sophisticated technology groups in a general-practice law firm in the United States. As one of the few large national law firms with a global intellectual property law group, it is uniquely positioned to help iviewit capitalize on its foreign filings. The firm's broad-based representations in litigation, regulatory affairs and general business counseling is complemented by one of the world's most highly trained staffs, which includes 65 engineering and advanced technical degrees, including 12 Ph.D.'s. The list of clients using Foley & Lardner to fill their intellectual property legal needs ranges from small entrepreneurial start-up companies to large international and multinational corporations. Foley & Lardner attorneys provide solutions and successfully serve the needs of clients around the world, including those situated in the United States, Canada, Latin America, the European Union, Eastern Europe, the Middle East, and the Pacific Rim.

- **William J. Dick** - Special Counsel to the West Palm Beach office of Foley & Lardner. A member of the firm's Intellectual Property Department (Electronics Practice Group), Mr. Dick currently focuses on mentoring other members of the Electronics and Consumer Products Practice Groups in various IP related matters. He also conducts weekly classes in patent related matters for new associates. Mr. Dick joined Foley & Lardner after 26 years with IBM. He began as a patent attorney, and has handled all phases of patent, trademark and copyright duties, including litigation. Mr. Dick's most recent position with IBM was as Assistant General Counsel to IBM Asia Pacific. Mr. Dick is a graduate of the University of Virginia (B.M.E., 1956; L.L.B., 1962 changed to J.D., 1970)
- **Douglas Boehm** - a partner in the Milwaukee office of Foley & Lardner and a member of the firm's Intellectual Property Department (Consumer & Industrial Products Practice Group and Health Information Technology Practice Group), Mr. Boehm practices in the areas of patent, trademark, copyright, and trade secret counseling; U.S. and foreign patent prosecution; and computer software and intellectual property licensing and technology transfers. Mr. Boehm's technical focus encompasses electrical and electronic engineering, including analog/digital/RF circuitry, radio telecommunications, lasers and fiber optics, and computer hardware and software. He has extensive experience in private industry, having worked as a development engineer and patent agent for Motorola, and as patent counsel for a subsidiary of Amoco Technology Company.

EXHIBIT B



# THE FLORIDA BAR

CYPRESS FINANCIAL CENTER, SUITE 900  
5900 NORTH ANDREWS AVENUE  
FT. LAUDERDALE, FL 33309

JOHN F. HARKNESS, JR.  
EXECUTIVE DIRECTOR

954/772-2245  
WWW.FLABAR.ORG

May 21, 2004

**PERSONAL/FOR ADDRESSEE ONLY**

Eliot I. Bernstein  
Iviewit Holdings, Inc.  
10158 Stonehenge Circle, Suite 801  
Boynton Beach, FL 33437

RE: Complaint against Christopher Wheeler  
The Florida Bar File No. 2003-51,109(15C)

Dear Mr. Bernstein:

I am writing to advise you the review by the committee chair. The chair found there was no conflict of interest and Mr. Wheeler's firm did not agree to handle your patent work. Further, the chair found the referral to other counsel for patent work, without disclosing his prior claims of unethical conduct, was not unethical.

This file remains closed. It will be destroyed in accordance with our records policy on July 1, 2004.

Sincerely yours,

Eric Montel Turner  
Chief Branch Discipline Counsel

EMT/es

G:\CBDC REVIEW\cbdc chair review\bernstein wheeler close.wpd

EXHIBIT C



I View It Technologies, Inc.  
 10158 Stonehenge Circle  
 Suite 801  
 Boynton Beach, FL 3343-3546  
 Tel: 561 364 4240  
 Fax: 561 364 4240

**CONFIDENTIAL FACSIMILE COVER PAGE**

**MESSAGE:**

Ken,

Attached is the inventor change form for 09 630 939 signed by the assignor on the patents. I am still awaiting the other inventors to sign and will forward when I get them. Also, I will be sending in similar signatures for the other applications.

Eliot

To: Kenneth Weider	From: Eliot I Bernstein
Fax #: 17033053991	Fax #: 561 364 4240
Company: United States Patent &	Tel #: 561 364 4240

Subject: 09 630 939 Iviewit Inventor Change Form	
Sent: 3/3/2004 at 2:39:52 PM	Pages: 9 (including cover)

THIS MESSAGE AND ITS EMBEDDED FILES INCORPORATED HEREIN CONTAIN INFORMATION THAT IS PROPRIETARY AND CONFIDENTIAL PRIVILEGED INFORMATION. IF YOU ARE NOT THE INTENDED RECIPIENT, YOU ARE PROHIBITED FROM READING, OPENING, PRINTING, COPYING, FORWARDING, OR SAVING THIS MAIL AND IT'S ATTACHMENTS. PLEASE DELETE THE MESSAGE AND ITS EMBEDDED FILES WITHOUT READING, OPENING, PRINTING, COPYING, FORWARDING, OR SAVING THEM, AND NOTIFY THE SENDER IMMEDIATELY AT 561.364.4240. IF YOU ARE THE INTENDED RECIPIENT, YOU ARE PROHIBITED FROM FORWARDING THEM OR OTHERWISE DISCLOSING THESE CONTENTS TO OTHERS, UNLESS EXPRESSLY DESIGNATED BY THE SENDER. THANK YOU



## IVIEWIT HOLDINGS, INC.

Eliot I. Bernstein  
Founder  
Direct Dial: 561.364.4240

VIA – FACSIMILE

Thursday, February 12, 2004

U.S. Patent and Trademark Office  
Commissioner of Patent & Trademarks

Re: **CHANGE OF INVENTOR REQUEST – INTENT TO DECIEVE AND  
COMMITT FRAUD UPON THE USPTO IS CLAIMED**

**US SERIAL NO. 09 630 939**

Dear Commissioner of Patent & Trademarks:

Please let the attached changed of inventors request serve as an official request pursuant Section 37CFR 1.48 to change the inventors. Whereby, intent to commit fraud on the USPTO is the listed reason.

Very truly yours,

A handwritten signature in black ink, appearing to read "E.I. Bernstein".

Eliot I Bernstein  
President  
I View It Holdings, Inc. and any/all affiliates

---

10158 Stonehenge Circle ♦ Suite 801 ♦ Boynton Beach, FL 33437-3546 ♦ T: 561.364.4240 ♦ F: 561.364.4240





U.S. Patent and Trademark Office  
Commissioner of Patent & Trademarks  
Thursday, February 12, 2004  
Page 2 of 8

**CHANGE OF INVENTOR REQUEST**  
**US SERIAL NO. 09 630 939**

**PURSUANT TO 37CFR 1.48**  
**INTENT TO DECIEVE AND COMMITT FRAUD UPON THE USPTO**

I, Eliot I. Bernstein, as acting President of Iviewit and its affiliates, and as a named inventor on this application, hereby request that the true and correct inventors be added and the wrong inventors removed from this Non Provisional application 09 630 939 to properly name the inventors of this invention.

The listed and **incorrect** inventors for this application are:

Eliot I. Bernstein  
Brian G. Utley

The **true and correct inventors** for this application are:

Eliot I. Bernstein  
Zakirul Shirajee  
Jude Rosario

The reason for this correction:

The true and correct inventors have been purposefully been left off this patent application by three different counsels all failing to correctly fix the inventor issues and wrong disclosures. Since the creation of the invention, our initial counsel in the Provisional filing **60 125 824** attorneys Kenneth Rubenstein of Proskauer Rose LLP ("PR") and Raymond Joao of Meltzer, Lippe, Goldstein, Wolf & Schlissel, P.C., ("MLGS") failed after repeated requests to make the inventor and content changes, although they had full knowledge of the correct inventors and the correct invention. In addition, the content of the Provisional application had changed from what the inventors disclosed initially and pertinent disclosures were left out with malice and intent to deceive the USPTO and further deprive the inventors of their inventions. Subsequent counsel to "PR" attorneys William Dick, Douglas Boehm and Steven Becker of Foley & Lardner ("FL") on this Non Provisional filing, created further errors with the inventors and failed to correct either the inventors or the content of the Provisional. This may now leave the pertinent disclosures left off and incorrect inventors, to serve as new matter in the in subsequent



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Commissioner of Patent & Trademarks  
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Non Provisional filings that claim priority to the Provisional application. Successor counsel to "FL" attorneys Norman Zafman, Thomas Coester and Farzad Amini of Blakely Sokoloff Taylor & Zafman LLP ("BSZT") also failed to file the corrections despite repeated requests by the Company to get the corrections to the patent office.

Initially, attorneys Kenneth Rubenstein of "PR" and Raymond Joao of "MLGS" knowingly, with malice and intent to commit fraud upon the USPTO, left inventors off the Provisional application after obtaining their signatures and disclosures in meetings. Mssrs: Rubenstein and Joao, on the subsequent Non Provisional Filing (09 522 721) and the PCT (00 07772) filings, despite being aware of the prior problems discovered, made no attempt to fix their errors on the Non-Provisional filing. They further continued the errors of their Provisional filing, despite having the inventors sign and fix the new Non-Provisional filings; these changes and signatures were completely discarded by them and again a different application was filed. Mr. Rubenstein, an Advisor to the Board and Shareholder, who under deposition claimed to not know the Company now, had been the first patent attorney to meet with the inventors and receive the disclosures and he represented that he was directing his underling Mr. Joao to do the Provisional filings with his oversight. Raymond Joao was terminated as counsel for this and other patent malfeasancess that became uncovered.

To replace "MLGS", "FL" was retained to make corrections to the patents and get the correct inventors listed. Again, it was fully disclosed who the correct inventors were and what the inventions were to each of these attorneys at "FL" for this application and other applications of the Company. After reviewing Mssrs: Joao and Rubenstein's work "FL" found that Raymond Joao had failed to properly list the inventors and left out pertinent disclosures on the filings. Upon finding out about the correct inventors, "FL" attorneys stated that the corrections were being made to the Provisional & Non-Provisional applications. After meeting with and taking disclosures and signatures of the true inventors, "FL" failed to make the corrections knowingly, with malice and intent to further commit fraud on the USPTO in their Provisional, Non-Provisional and PCT applications filed by them. Further, in instances such as this application where Brain G. Utley is a listed inventor, "FL" added inventor Brian G. Utley, knowingly, with malice and intent to further commit fraud upon the USPTO, knowing that he was not an inventor in any material way to the patents and was not even there when they were invented. Finally, in instances such as this filing, true and correct inventors have been partially left off the application and others were replaced by Mr. Utley as a new inventor.

This application is also a replacement of the original patent the Company had filed with Mssrs: Joao and Rubenstein for the original invention in an effort to let the original patent expire and replace it with this application. Yet, amazingly, the application does not get



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Commissioner of Patent & Trademarks  
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corrected it further gets an entirely new set of inventors, again these inventors are wrong knowingly, with malice and intent to commit fraud on the USPTO. In this Non Provisional application, some of the true and correct inventors were dropped and replaced by Brian G. Utley. Mr. Utley should not be on any applications for the Company, as he has not invented anything.

It will serve to note here that it has come to the attention of the Company after an investigation into Mr. Utley's background that quite the opposite of what his resume states about his prior employment to the Company is true. At his former job as President of Diamond Turf Equipment Inc. in Florida, a company owned by a Mr. Monte Friedkin of Benada Aluminum of Florida, Mr. Utley with the aid of Mr. William Dick of "FL", had stolen off with ideas learned while employed at Friedkin's company relating to turf equipment. Mr. Utley had written these patents into his own company, Premiere Consulting, and his own name as inventor with no assignment to the company he worked for, Premiere Consulting was separate and apart from his employer. Upon discovering the absconded with patents, Mr. Friedkin demanded that the patent applications be turned over to the company as they were learned while working at his company by Mr. Utley. Mr. Utley refused to sign them over to his employer and was fired with cause immediately for these patent malfeasances. Mr. Friedkin was forced to immediately close the business and take a substantial multi-million dollar loss on the company due directly to this incident. Additionally, the company, Premiere Consulting, that was set up to receive the patents Mr. Utley misappropriated, was set up by Christopher Wheeler of Proskauer Rose LLP, who was the first person to see the technologies, who then brought to the Company to handle our patents Mssrs: Rubenstein, Joao, Utley and Dick. What Mssrs: Wheeler, Utley and Dick failed to disclose to our Company was the past patent malfeasances and the damage caused to Mr. Friedkin by their actions. I quote from the resume Mr. Wheeler submitted on behalf of his dear friend Mr. Utley to the Company to hire him as President and handle our most prized possession the patents:

*Personal Resume*

*Professional History:*

President, Diamond Turf Equipment, Inc. July, 1995 to July 1999.

In 1995 the company was engaged in refurbishing obsolete and run-out golf course maintenance equipment and had annual sales of \$250K. Since that time the company has been transformed into a manufacturer of new machines which compete favorably with the best of the market leaders and an expected revenue for 1999 of \$6M. The design of the machines was by Brian and was accomplished while putting together a manufacturing and marketing team capable of supporting the rapid growth of the company.



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Commissioner of Patent & Trademarks  
Thursday, February 12, 2004  
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This resume is materially different from the truth. Mr. Utley was fired for cause and the company Diamond Turf Equipment Inc. closed upon his firing. Understanding that the same people (Wheeler, Utley & Dick) who had caused this calamity are the very same people who have caused similar harm to our Company, using similar patent malfeasances is core to understanding why our patents have such a bizarre array of problems. The very fact that this was not disclosed in writing and waivers, by any of the attorneys and further lied about in Utley's resume by Mr. Wheeler who procures the false resume to cover this up, is a sign of their intent to commit similar crime upon our Company and perpetrate similar fraud upon the USPTO. Had the Company been aware of this past patent malfeasance they were involved with the Company surely would have never hired any of them.

With this understanding, it appears that the intent of "FL" was to replace patents of the original inventions with patents whereby Mr. Utley was now named an inventor and finally in some instances Mr. Utley was named sole inventor of certain inventions of the Company. These applications in Utley's sole name are for part of the core technology that he did not invent such as this application. Further, "Zoom and Pan Imaging Design Tool" Provisional patent 60 233 341 and "Zoom and Pan Imaging Using A Digital Camera" Provisional patent 60 233 344 are further instances whereby "FL" writes patents directly into Mr. Utley's name in an attempt to abscond with core formula's and ideas of the original inventions by the true and correct inventors. These Provisional patents with Mr. Utley as sole inventor with no assignment to the Company, were not disclosed to the Company or its shareholders and were only revealed when the Company found in Mr. Utley's possession a set of patents that was markedly different than what the inventors were seeing and signing for. These inventions were undisclosed to the Company and appear to be filed in an attempt to abscond with core features of the original inventions from the true and correct inventors listed above. When caught with two sets of patent books, similar to maintaining cooked accounting books, Mr. Utley was terminated with cause and "FL" was terminated as patent counsel. This patent 09 630 939, has similar elements to their prior patent scam at Diamond Turf, Inc. in that Mr. Utley rewrites with the aid of Mr. Dick and other "FL" attorneys, patents again into his name that were not his inventions. This Non Provisional patent 09 630 939 was replacing the original Provisional, which Joao had already filed as Non Provisional, which "FL" then claimed Joao's work was so wrong, that correcting it was impossible, and this new Non-Provisional needed to be filed with the correct content and correct inventors. Knowing the true and correct inventors and having had them sign applications for what appeared the true invention, "FL" attorneys then threw those signatures and the application out and replaced it with this application before the USPTO, claiming Mr. Utley as an inventor and replacing himself with inventors Mssrs: Rosario and Shirajee.



U.S. Patent and Trademark Office  
Commissioner of Patent & Trademarks  
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Finally, "BSZT" the last attorneys of record handling the patents, also failed to file the correct inventors knowingly, with malice and intent to further perpetrate and cover up such fraud of prior attorneys to the USPTO, after repeatedly being requested to make the changes to them. Upon finding that Mr. Utley was not an inventor of anything and that the inventors were wrong, "BSZT" assured the Company that these issues were being corrected. They had me sign a power of attorney on Mr. Utley's behalf to turn the inventions back over to the Company in his name and remove him from any applications his name appeared on, due to his employment and invention agreements signed with the Company that strictly prohibited such misappropriations. Mr. Utley was to be removed from any/all patents that have his name on them and the ones in which he was named as the sole inventor, were to be corrected and turned back over to the Company. Now, upon contacting the USPTO we find that many of these changes remain unchanged, in what appears another attempt to continue this fiasco and cover up for the attorneys before them, "BSZT" made virtually no changes requested by the Company.

At all times, all attorneys were fully cognizant of the true inventors and the true invention for this application. Finally, all these attorneys failed to report the prior counsels misconduct in these matters to the OED Director or any other department at the USPTO or other Federal Agencies and left the Company with many serious problems in the patents. The incorrect inventors are a great risk to the shareholders of the Company and need to be remedied immediately if possible, as the assignment of these patents to the Company and any successive assignments are not signed by the true and correct inventors and thus pose the question of what they currently have rights to in relation to their investments. Finally, many of the attorneys involved in these patents appear to have financial interests and severe conflicts of interest with the Company whereby the company's inventions being approved would stand in direct conflict with either with inventions of their own (Raymond Joao) or patent pools overseen by them (Kenneth Rubenstein).

Currently, I am listed on the patents for examination purposes and after reviewing the inventors listed have determined on behalf of Iviewit and its affiliates, and, on my own behalf as an original inventor at the time of creation, that the true inventors are as listed above and not what exists currently on this application. I was there at the time of invention and all times relevant hereto, and, swear that all of the following statements are true and correct statements to the best of my knowledge.



U.S. Patent and Trademark Office  
Commissioner of Patent & Trademarks  
Thursday, February 12, 2004  
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These issues and many other of attorney misconduct in the above mentioned application are currently under a pending investigation with the Director of OED whom advised me to begin correcting the inventor issues with the USPTO Examiners.

Signed on this 11<sup>th</sup> day of February 2004,

By:

X \_\_\_\_\_  
Eliot I. Bernstein  
President Iviewit and any/all affiliates

X \_\_\_\_\_  
Eliot I. Bernstein  
Inventor



U.S. Patent and Trademark Office  
Commissioner of Patent & Trademarks  
Thursday, February 12, 2004  
Page 8 of 8

I have read the attached reasons for change in inventor with the USPTO and approve of the changes.

By:

X \_\_\_\_\_  
Zakirul Shirajee – Inventor

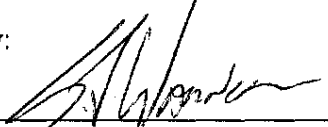
On this \_\_\_\_ day of February 2004

By:

X \_\_\_\_\_  
Jude Rosario - Inventor

On this 2nd day of <sup>MARCH</sup> ~~February~~ 2004 <sup>sw</sup>

By:

X  \_\_\_\_\_  
Stephen Warner - Assignee  
Alpine Venture Capital Partners LP



UNITED STATES PATENT AND TRADEMARK OFFICE

UNITED STATES DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office  
Address: COMMISSIONER FOR PATENTS  
P.O. Box 1450  
Alexandria, Virginia 22313-1450  
www.uspto.gov

APPLICATION NO.	FILING DATE	FIRST NAMED INVENTOR	ATTORNEY DOCKET NO.	CONFIRMATION NO.
09/630,939	08/02/2000	Eliot I. Berstein	5707P018	8688

7590 03/04/2004  
IVIEWIT HOLDINGS  
10158 STONEHENGE CIRCLE  
SUITE 801  
BOYNTON BEACH, FL 33437

EXAMINER

BRINICH, STEPHEN M

ART UNIT	PAPER NUMBER
2624	15

DATE MAILED: 03/04/2004

**RECEIVED**  
*By eliot at 0:36 am, 3/10/04*

Please find below and/or attached an Office communication concerning this application or proceeding.

The request for deferral/suspension of action under 37 CFR 1.103 has been approved.



EXHIBIT D

DEPARTMENTAL DISCIPLINARY COMMITTEE  
SUPREME COURT, APPELLATE DIVISION  
FIRST JUDICIAL DEPARTMENT  
61 BROADWAY  
NEW YORK, N.Y. 10006  
(212) 401-0800  
FAX: (212) 401-0810

PAUL J. CURRAN, ESQ.  
CHAIRMAN  
HALIBURTON FALES, 2D., ESQ.  
HON. THOMAS B. GALLIGAN  
MARTIN R. GOLD, ESQ.  
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STEPHEN L. WEINER, ESQ.  
SPECIAL COUNSEL

LAWRENCE J. BANKS  
SALLY W. BERG  
DOUGLAS W. BRANDRUP, ESQ.  
CHRISTOPHER E. CHANG, ESQ.  
ANN J. CHARTERS  
BRIAN M. COGAN, ESQ.  
DENIS F. CRONIN, ESQ.  
TELESFORO DEL VALLE JR., ESQ.  
CHARLES E. DORKEY III, ESQ.  
PAUL F. DOYLE, ESQ.  
PATRICIA FARREN, ESQ.  
MARION T. ETHEREDGE  
STEVEN N. FEINMAN, ESQ.  
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CHARLOTTE MOSES FISCHMAN, ESQ.  
BEATRICE S. FRANK, ESQ.  
MARANDA E. FRITZ, ESQ.  
WILLIAM A. GALLINA, ESQ.  
ROBERT L. HAIG, ESQ.  
RICHARD J. HOLWELL, ESQ.  
SUSAN M. KARTEN, ESQ.  
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DEBORAH E. LANS, ESQ.  
MARVIN LEFFLER  
BURTON N. LIPSHIE, ESQ.  
HENRIETTA LYLE  
MARY B. MAGUIRE  
CHARLES C. MARINO  
DOUGLASS B. MAYNARD, ESQ.  
LAWRENCE D. MCGOVERN, ESQ.  
CHARLES G. MOERDLER, ESQ.  
MATHIAS E. MONE, ESQ.  
MERCEDES A. NESFIELD  
JANE W. PARVER, ESQ.  
ANTHONY M. RADICE, ESQ.  
ANDREW W. REGAN, ESQ.  
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MICHAEL J. ROSENBERG  
REUBEN SAMUEL, ESQ.  
AUGUSTIN J. SAN FILIPPO, ESQ.  
SAMUEL W. SEYMOUR, ESQ.  
DANIEL E. SIFF, ESQ.  
MARIAN E. SILBER, ESQ.  
EUGENE P. SOUTHER, ESQ.  
JOHN L. WARDEN, ESQ.  
ERIC J. WARNER, ESQ.  
SUSAN WELSHER  
COMMITTEE MEMBERS

THOMAS J. CAHILL  
CHIEF COUNSEL  
SHERRY K. COHEN  
FIRST DEPUTY CHIEF COUNSEL

ANDRAL N. BRATTON  
DEPUTY CHIEF COUNSEL

CHRISTINE C. ANDERSON  
ROBERTA N. KOLAR  
ANGELA CHRISTMAS  
NICOLE CORRADO  
JORGE DOPICO  
MADY J. EDELSTEIN  
JEREMY S. GARBER  
NAOMI F. GOLOSTEIN  
JOSEPH J. HESTER  
JUN HWA LEE  
VITALY LIPKANSKY  
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KEVIN E.F. O'SULLIVAN  
JAMES T. SHED  
EILEEN J. SHIELDS  
JUDITH N. STEIN  
RAYMOND VALLEJO  
LA TRISHA A. WILSON  
STAFF COUNSEL

June 17, 2004

BY HAND

PERSONAL AND CONFIDENTIAL

Ronald Uzenski, Motion Clerk  
Supreme Court, Appellate Division  
First Judicial Department  
27 Madison Avenue  
New York, New York 10010


Re: Matter of Rubenstein and Joao  
Motion to Transfer

Dear Mr. Uzenski:

Please find submitted herewith an original and seven (7) copies of a Notice of Motion and Affirmation to transfer the complaints against the above referenced attorneys to another Judicial Department. The motion is returnable July 12, 2004.

Please note the affidavit of service upon the parties on the blueback of the original Motion.

Very truly yours,



Thomas J. Cahill

TJC/nkd

Encls:

cc: Kenneth Rubenstein, Esq.  
Raymond A. Joao, Esq.  
Eliot I. Bernstein

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SUPREME COURT OF THE STATE OF NEW YORK  
APPELLATE DIVISION : FIRST DEPARTMENT

-----X

In the Matter of an Attorney and  
Counselor-at-Law:

NOTICE OF MOTION

Departmental Disciplinary Committee  
for the First Judicial Department,

Petitioner.

-----X

PLEASE TAKE NOTICE that upon the annexed affirmation of Thomas J. Cahill, Esq., Chief Counsel to the Departmental Disciplinary Committee for the Appellate Division, First Judicial Department (the "Committee"), a motion will be submitted to this Court at the Appellate Division Courthouse, 27 Madison Avenue, New York, New York 10010, on July 12, 2004 at 10:00 A.M. or as soon thereafter as counsel can be heard, for an order granting the Committee permission to transfer the investigation and disposition of two complaints (Docket Nos. 2003.0531 and 2003.0532) to another Judicial Department for assignment to a grievance committee that this Court deems

appropriate, on the grounds that there may be an appearance of  
impropriety.

DATED: New York, New York  
June 17, 2004

Yours, etc.,

THOMAS J. CAHILL  
Chief Counsel  
Departmental Disciplinary  
Committee for the First  
Judicial Department  
61 Broadway - 2<sup>nd</sup> Floor  
New York, NY 10006  
(212) 401-0800

To: Kenneth Rubenstein, Esq.  
c/o Steven C. Krane, Esq.  
Proskauer Rose  
1585 Broadway  
New York, New York 10036

Raymond A. Joao, Esq.  
c/o John Fried, Esq.  
Fried & Epstein, LLP  
1350 Broadway, Suite 1400  
New York, New York 10018

Eliot I. Bernstein  
IVIEWIT  
10158 Stonehenge Circle  
Boynton Beach, Florida 33437

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-2-

SUPREME COURT OF THE STATE OF NEW YORK  
APPELLATE DIVISION : FIRST DEPARTMENT

-----X

In the Matter of an Attorney and  
Counselor-at-law:

AFFIRMATION

Departmental Disciplinary Committee  
for the First Judicial Department,

Petitioner.

-----X

THOMAS J. CAHILL, an attorney duly admitted to practice  
law in the State of New York, hereby affirms under the penalty  
of perjury:

1. I am Chief Counsel to the Departmental Disciplinary  
Committee for the First Judicial Department (the "Committee"),  
and I am fully familiar with the facts and circumstances  
prompting this motion.

2. This affirmation is respectfully submitted in  
support of an application to transfer the investigation of two  
complaints (Docket Nos. 2003.0531 and 2003.0532) to another  
Judicial Department for assignment to a grievance committee  
that this Court deems appropriate, on the grounds of a

potential conflict of interest and appearance of impropriety.

3. On or about February 26, 2003 Eliot I. Bernstein ("Mr. Bernstein") filed a complaint against Raymond A. Joao, Esq. and Kenneth Rubenstein, Esq., who was represented by Steven C. Krane, Esq., ("Mr. Krane") from the firm Proskauer Rose. Since the issues alleged in the complaints were being pursued in civil court, the complaints were closed pending litigation on August 29, 2003.

4. On January 15, 2004 Mr. Bernstein asked the Committee to reconsider its decision to close the complaints pending litigation.

5. Subsequently, on April 19, 2004 the Appellate Division, First Judicial Department, appointed Mr. Krane as Referee with the Committee.


On May 25, 2004 Mr. Bernstein wrote to the Committee objecting to Mr. Krane's former connection to the Committee and representation of Kenneth Rubenstein, Esq., and requesting that the Committee strike Mr. Krane's answer on behalf of his client to his February 26, 2003 complaint.

6. In order to avoid the appearance of impropriety

which could result from having the Committee determine the merits of the complaints, these matters should be transferred to another jurisdiction.

WHEREFORE, based upon the reasons set forth above, the Committee respectfully requests that this Court issue an order transferring Docket Nos. 2003.0531 and 2003.0532 to another Judicial Department for assignment to a grievance committee that this Court deems appropriate, and for such other and different relief as the Court deems just and proper.

Dated: New York, New York  
June 17, 2004

  
\_\_\_\_\_  
THOMAS J. CAHILL

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EXHIBIT E



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March 21, 2003

Lorraine Christine Hoffman, Esq.  
Assistant Staff Counsel  
The Florida Bar  
Cypress Financial Center, Suite 835  
5900 North Andrews Avenue  
Fort Lauderdale, Florida 33309

Re.: Complaint of Eliot Bernstein against Christopher Clark Wheeler, Esq.  
The Florida Bar File No. 2003-51, 109(15C)

Dear Ms. Hoffmann:

This will confirm that your office has granted a two week enlargement of time for Mr. Wheeler to submit his response to Mr. Bernstein's bar complaint. According to our calculations, Mr. Wheeler's response will now be due on or before April 7, 2003. We appreciate your accommodation in this regard.

Sincerely,



Matthew Triggs

MT/kr

cc: Mr. Eliot I. Bernstein