

Selz & Muvdi Selz, P.A.

Attorneys At Law
214 Brazilian Avenue, Suite 220
Palm Beach, FL 33480

Steven M. Selz
Liliana M. Selz

Tel: (561) 820-9409
Fax: (561) 833-9715

FAX TRANSMITTAL COVER SHEET
FAX Number: (561) 364-5502

Individual & Firm: ELIOT BERNSTEIN.

From: STEVEN M. SELZ, ESQ.

Date & Time: 6/4/03 10:00 A.M. File # _____

Total number of Pages (INCLUDING this cover sheet) 20

RE: IVIEWIT.COM

Document(s) Attached: INFORMATION ON DEPO OF RUBENSTEIN YOU REQUESTED AND COPY OF LETTER RECEIVED TODAY AS TO WHEELER DEPO.

Comments: AS DISCUSSED- NEED TO KNOW BY THIS FRIDAY WHAT YOU INTEND OR I WILL HAVE TO WITHDRAW- CAN'T AFFORD TO CONTINUE WORK WITHOUT PAYMENT.

A copy or the original of the attached document will not follow unless otherwise noted below. Copy/Original sent by:

Regular Mail Federal Express Courier

PLEASE NOTIFY US IMMEDIATELY OF ANY PROBLEMS WITH THE TRANSMISSION AT (561) 820-9409.

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS ATTORNEY PRIVILEGE AND CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE TO DELIVER IT TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THIS OFFICE WILL REIMBURSE YOU FOR ALL COSTS ASSOCIATED WITH THE RETURN OF THIS DOCUMENT. THANK YOU.

IN THE CIRCUIT COURT OF THE
15TH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY,
FLORIDA

PROSKAUER ROSE L.L.P.,
a New York limited partnership,

CA 01-04671 AB

Plaintiff,

v.

IVIEWIT.COM, INC., a Delaware
corporation, IVIEWIT HOLDINGS,
INC., a Delaware corporation, and
IVIEWIT TECHNOLOGIES, INC.,
a Delaware corporation.

Defendants.

**DEFENDANTS' MOTION TO COMPEL TAKING OF FOREIGN
DEPOSITION AND FOR APPOINTMENT OF A COMMISSIONER**

Defendants, IVIEWIT.COM, INC., IVIEWIT HOLDINGS, INC. and
IVIEWIT TECHNOLOGIES, INC., by and through their undersigned counsel, hereby
move this Court for an Order requiring Kenneth Rubenstein, Esq. as a partner of the
Plaintiff, to submit to the taking of his deposition in New York City, New York and
appointing Esquire Deposition Services in New York City, New York, as a
Commissioner for the taking of the deposition of Mr. Rubenstein and in support of
this Motion would state:

1. That based on the prior testimony of deponents to this matter and the

personal knowledge of the Defendants corporate representative, Elliot Bernstein, Kenneth Rubenstein was involved directly in the providing of services to the Defendants both prior to his employment with the Plaintiff and subsequently during his employ with the Plaintiff.

2. That Kenneth Rubenstein (“Rubenstein”) is an attorney currently employed by the Plaintiff and who works out of the Plaintiff’s New York City offices.

3. That the Defendants intend to take the deposition of Rubenstein in New York City, New York, prior to the trial of this matter due to the knowledge of Rubenstein as to the services provided by the Plaintiff to the Defendants; however, counsel for the Plaintiff has refused to make Rubenstein available as set forth in the attached Exhibit “A”.

4. That Esquire Deposition Services, located at 216 E. 4th Street, 8th Floor, New York City, New York 10017, should be appointed Commissioner to take the deposition of Rubenstein.

WHEREFORE the Defendants, move this Honorable Court for the entry of an order directing that Kenneth Rubenstein be submitted for deposition and permitting the Defendants to take the deposition of Rubenstein in New York and appointing Esquire Deposition Services, located at 216 E. 4th Street, 8th Floor, New York City, New York 10017 as Commissioner to take the deposition of Rubenstein.

I HEREBY CERTIFY that a true and correct copy of the foregoing has been provided by U.S. Mail and fax transmission this 24th day of October, 2002 to: Christopher W. Prusaski, Esq., Proskauer Rose, LLP, 2255 Glades Road, Suite 340 W, Boca Raton, FL 33431.

SELZ & MUVDI SELZ, P.A.
214 Brazilian Avenue, Suite 220
Palm Beach, FL 33480
Tel: (561) 820-9409
Fax: (561) 833-9715

By: _____

STEVEN M. SELZ

FBN: 777420

IN THE CIRCUIT COURT OF THE 15TH
JUDICIAL CIRCUIT IN AND FOR PALM
BEACH COUNTY, FLORIDA

CASE NO. CA 01-04671 AB

PROSKAUER ROSE LLP, a New
York limited liability partnership,

Plaintiff,

v.

IVIEWIT.COM, INC., a Delaware corporation,
IVIEWIT HOLDINGS, INC., a Delaware
corporation, and IVIEWIT TECHNOLOGIES,
INC., a Delaware corporation,

Defendants.

**PLAINTIFF'S RESPONSE TO DEFENDANTS' MOTION TO COMPEL
TAKING OF FOREIGN DEPOSITION AND FOR THE APPOINTMENT
OF A COMMISSIONER AND MOTION FOR PROTECTIVE ORDER**

Plaintiff, Proskauer Rose LLP ("Proskauer"), responds to the Defendants' Motion to Compel Taking of Foreign Deposition and for Appointment of a Commissioner served under certificate of service dated October 24, 2002 (the "Motion") and further moves, pursuant to Rule 1.280(c) of the Florida Rules of Civil Procedure, for a the entry of a protective order as to the taking of the deposition of Kenneth Rubenstein ("Mr. Rubenstein"), and as grounds states as follows:

1. This is an action by Proskauer to collect unpaid attorney's fees from the Defendants, all former clients of Proskauer.
2. The Defendants' have not alleged, in any pleading, that Proskauer failed to properly perform the work undertaken on their behalf. Notwithstanding Defendants' failure to plead any such allegation, Defendants are now putting forth an eleventh hour attempt to turn this

matter into a malpractice case (and delay the trial of this matter set for the week of December 16, 2002) and are attempting to harass a Proskauer attorney (who lives in New Jersey and works in New York) who never billed any time to the Iviewit matter.¹

3. Specifically, Defendants are attempting to compel Mr. Rubenstein, a partner in Proskauer's New York office, to appear for a deposition. The Motion was filed because Proskauer has refused to produce Mr. Rubenstein for his deposition.

4. The Motion is misleading and misrepresents the discovery in this matter. Citing no particular deposition testimony, Defendants' motion at paragraph 1 states that prior testimony of the deponents in this matter has revealed that Rubenstein was "involved directly in the providing of services to the Defendants. . . ." Nothing could be further from the truth.

5. Contrary to the Defendants' baseless statement that Rubenstein was involved in the representation of Proskauer, Brian Utley, Defendants' former President and Chief Operating Officer, testified in his deposition as follows:

- At Elliot Bernstein's request, Rubenstein recommended another law firm to handle Defendants' patent matters (BU:70-4, 23);²
- "Rubenstein was never involved" in any of the work, and Defendants' interrogatory answers stating otherwise are a "misrepresentation." (BU:84-5, 7, 21);
- "[o]ther than referring Iviewit to [outside counsel], Rubenstein never did any work for Iviewit" (BU:121-3);

¹ Proskauer filed a motion in limine directed to the issue of whether the Defendants can put on proof of any alleged wrongdoing by Proskauer, as the defense was never pled in any of the pleadings in this matter. The motion in limine is set for hearing on November 5, 2002.

² The abbreviation "BU__" followed by a page and line number refers to the transcript of the Deposition of Brian Utley dated August 22, 2002.

- Utley never met Rubenstein (BU:121-19);
- Rubenstein had no active role with Iviewit (BU:138-11, 24);
- “Rubenstein and Mr. Wheeler, I’ll repeat, had nothing to do with the patents and therefore, I object to them being included in the question.” (BU:150-9);


Copies of the pages of the transcript of the Deposition of Brian Utley cited above are attached hereto.

6. Defendants’ eleventh-hour desire to depose Mr. Rubenstein is nothing more than a blatantly transparent attempt to harass Mr. Rubenstein, who billed no time in the Defendants’ representation. Although Defendants plan to take the deposition of Christopher Wheeler, Proskauer’s corporate representative, the Defendants’ intent to harass Rubenstein is further made clear by the fact that the Defendants have never attempted to take the deposition of any of the myriad of Proskauer attorneys who actually did provide legal services for the Defendants.

WHEREFORE, Proskauer respectfully requests that the Court deny the Defendants’ motion to compel Mr. Rubenstein’s deposition, enter a protective order consistent with this motion, and grant any further relief that is reasonable and just.

This 25 day of October, 2002.

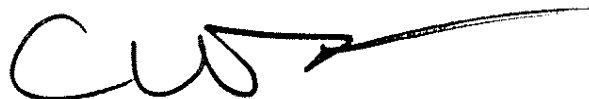
PROSKAUER ROSE LLP
2255 Glades Road, Suite 340W
Boca Raton, Florida 33431
Telephone: (561) 241-7400
Facsimile: (561) 241-7145



Matthew Triggs
Florida Bar No. 0865745
Christopher Prusaski
Florida Bar No. 0121525

CERTIFICATE OF SERVICE

I certify that on October 25, 2002, a copy of the foregoing was furnished by U.S. Mail and facsimile to Steven Selz, Esq., Selz & Muvdi Selz, P.A., 214 Brazilian Avenue, Suite 220, Palm Beach, FL 33480.



Christopher W. Prusaski

IN THE CIRCUIT COURT OF THE
FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

CASE NO. CA 01-04671 AB

PROSKAUER ROSE LLP, a New
York limited liability partnership,

Plaintiff,

-vs-

IVIEWIT.COM, INC., a Delaware corporation
IVIEWIT HOLDINGS, INC., a Delaware
corporation, and IVIEWIT TECHNOLOGIES,
INC., a Delaware corporation,

Defendants.

COPY

TELEPHONIC DEPOSITION.

The following is the telephonic
deposition of BRIAN UTLEY, VOL. I, taken before
Traci R. Sandstrom, Court Reporter, Notary
Public, pursuant to Notice of Taking Deposition,
at 5841 Cedar Lake Road, St. Louis Park,
Minnesota 55416, commencing at approximately 9:00
a.m., August 22, 2002.

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APPEARANCES:

On Behalf of the Plaintiff:

Christopher W. Prusaski, Esquire
Proskauer Rose, LLP
2255 Glades Road
Suite 340 West
Boca Raton, Florida 33431-7360
Phone No. (561) 241-7400
Email: Cprusaski@proskauer.com

On Behalf of the Defendants Via Telephone:

Steven M. Selz, Esquire
214 Brazilian Avenue
Suite 220
Palm Beach, Florida 33480
Phone No. (561) 820-9409
Email: Selzmuvei@aol.com

DEPOSITION REFERENCE INDEX

EXAMINATIONS:

By Mr. Prusaski: 4

By Mr. Selz: 91

OBJECTIONS:

By Mr. Selz: 24, 25, 27, 29, 37, 45, 64, 79, 86

By Mr. Prusaski: 116, 119, 120, 128, 136, 144,
146, 148, 150, 160, 161

P R O C E E D I N G S

1
2 Whereupon, the deposition of BRIAN
3 UTLEY, VOL. I was commenced at 9:00 a.m. as
4 follows:

5 ***

6 BRIAN UTLEY,

7 after having been first duly sworn, deposes
8 and says under oath as follows:

9 ***

10 EXAMINATION

11 By MR. PRUSASKI:

12 Q. Mr. Utley, my name is Chris
13 Prusaski, and I'm taking your deposition today in
14 the matter of Proskauer Rose versus Iviewit.com,
15 Inc., et al, which is a matter pending in Palm
16 Beach County Circuit Court.

17 Have you ever had your deposition
18 taken before?

19 A. Yes.

20 Q. How many times?

21 A. Oh, several. Probably four or five.

22 Q. Okay. The reason I'm asking is just
23 to generally give you a background of how
24 depositions, and I think you know. Briefly I'll
25 tell you that if I ask any questions which you

1 apologize for that.

2 A. Okay.

3 Q. Who is Ken Rubenstein?

4 A. Ken Rubenstein is an intellectual
5 property department head at Proskauer Rose in New
6 York, and he is the person who recommended
7 Meltzer as the patent attorneys to take care of
8 the Iviewit intellectual property matters.

9 Q. What's your background in IP?

10 A. Well, I hold a number of patents.
11 I, as general manager of a major IBM facility, an
12 intellectual property department of patent
13 attorneys reported to me. I was involved in
14 promoting IBM's intellectual property activities.
15 I sold an IBM company with intellectual property
16 attributes and a portfolio that went with the
17 company. So I've been involved in various
18 aspects of intellectual property for many years.

19 Q. Do you believe that one of the
20 reasons why you were brought into Iviewit was
21 because of your intellectual property background?

22 A. Yes.

23 Q. Who from Iviewit directed the firm
24 that Rubenstein recommended to do the IP work?

25 A. Before I joined the company, it was

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William, D-I-C-K, and then it looks like it's cut
off, Foley & Lardner to correct the gross
negligence uncovered in Rubenstein/Joao work.
How do you respond to that statement?

A. Well, Rubenstein was never involved
in any of that work.

Q. Is that a misrepresentation?

A. That's a misrepresentation.

Q. Were there charges by you or anyone
at Iviewit that Joao was forging and changing
patent documents and leaving inventors off
patents?

A. No.

Q. How do you respond to that
statement?

A. That it's inaccurate.

Q. Did you and Mr. Wheeler suggest
using, who's described as your friend, at Foley &
Lardner to correct gross negligence in the
Rubenstein/Joao work?

A. Well, Rubenstein, as I said, was not
involved in the work.

Q. Okay. I'm sorry, I shouldn't have
said that, but I'm reading again off the
interrogatories.

1 was doing work, Mr. Rubenstein was doing work for
2 Iviewit?

3 A. I'm not aware -- other than
4 referring Iviewit to Meltzer, Rubenstein never
5 did any work for Iviewit.

6 Q. Okay. So Rubenstein's sole role,
7 from what you understand, is he referred Iviewit
8 to the Meltzer Law Firm in New York?

9 A. Yes.

10 Q. Was he ever part of an advisory
11 board member or was he an advisory board member
12 to Iviewit? And we're talking about
13 Mr. Rubenstein.

14 A. I have never used him as an advisory
15 board member?

16 Q. Are you aware of whether or not he
17 ever attended any board meetings with the
18 directors of Iviewit?

19 A. He never attended a board meeting.
20 I've never met the man.

21 Q. In regard to meetings with Proskauer
22 Rose, did you have any meetings with Proskauer
23 Rose concerning their retainer by Iviewit?

24 A. Only in the final weeks of Iviewit's
25 presence in Boca Raton.

1 engagement agreement refers to the parent company
2 of Iviewit.

3 Q. Well, let's go to my next question
4 on this whole thing, and that is, with regard to,
5 with regard to the approval by the board of
6 directors, we've talked prior about the board of
7 directors and Ken Rubenstein, was Ken
8 Rubenstein -- you've previously stated that he
9 didn't have any role with regard to the company,
10 no active role?

11 A. That's correct.

12 Q. And I hate to bounce back and forth
13 to you about this, he was never, like, an advisor
14 or consultant or anything like that; he was just
15 someone who was Proskauer Rose's person who did
16 work on IP?

17 A. Yeah, I can't speak to the
18 discussions that may have taken place between
19 Mr. Wheeler and Mr. Rubenstein, but --

20 Q. I'm not asking you to. I'm just
21 saying from what you know because obviously this
22 deposition testimony is given on your own
23 personal knowledge.

24 A. Yes. He played no active role in
25 the company other than having directed the

1 with those issues. Are you aware of any other
2 problem, other than what you've already
3 described, with regard to the patents pending or
4 granted to Iviewit as overseen by Rubenstein,
5 Mr. Wheeler or Raymond, any other problems?

6 MR. PRUSASKI: Object to the form.
7 It assumes facts not in evidence. Go ahead and
8 answer.

9 THE WITNESS: Well, Rubenstein and
10 Mr. Wheeler, I'll repeat, had nothing to do with
11 the patents and therefore, I object to them being
12 included in the question.

13 By MR. SELZ:

14 Q. Well --

15 A. They're not relevant to the
16 question.

17 Q. There's no question -- then the way
18 you answer it is by simply saying they weren't
19 involved with any problems and that's how you can
20 answer that. I'm not telling you how to answer;
21 I'm trying to break the question down for you.
22 If you want, I'll rephrase it.

23 Are you aware of any problems
24 vis-a-vis the patents by Iviewit with regard to
25 Mr. Rubenstein, other than what you've already

IN THE CIRCUIT COURT OF THE
15TH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY,
FLORIDA

PROSKAUER ROSE L.L.P.,
a New York limited partnership,

CA 01-04671 AB

Plaintiff,

v.

IVIEWIT.COM, INC., a Delaware
corporation, IVIEWIT HOLDINGS,
INC., a Delaware corporation, and
IVIEWIT TECHNOLOGIES, INC.,
a Delaware corporation.

Defendants.

**ORDER ON DEFENDANTS' MOTION TO APPOINT FOREIGN
COMMISSIONER AND TO COMPEL DEPOSITION OF KENNETH
RUBENSTEIN**

This matter coming before the Court on the Defendants' Motion to Appoint Foreign Commissioner and to Compel the Taking of Deposition as to Kenneth Rubenstein, Esq. and the Court having heard argument of counsel for both Plaintiff and Defendants and otherwise being advised in the premises and having considered the grounds for the Motion and considered applicable law, it is FOUND,

ORDERED AND ADJUDGED as follows:

1. Defendants' Motion for Appointment of Foreign Commissioner and to

compel the taking of the deposition of Kenneth Rubenstein, Esq. is hereby granted.

2. Esquire Deposition Services, located at 216 E. 4th Street, 8th Floor, New York City, New York 10017, is hereby appointed Commissioner to take the deposition of Kenneth Rubenstein, Esq. in this matter, which deposition is to be conducted telephonically at a mutually convenient date for the parties prior to November 15, 2002, *ON AN OTHERWISE AGREED BY THE PARTIES.*

DONE AND ORDERED at West Palm Beach, Palm Beach County, Florida this *31st* day of October, 2002.


CIRCUIT COURT JUDGE

Copies to:

Steven M. Selz, Esq.
214 Brazilian Ave., #220
Palm Beach, FL 33480

Christopher W. Prusaski, Esq.
Proskauer Rose, LLP
2255 Glades Road, Suite 340 W
Boca Raton, FL 33431

J

2255 Glades Road
Suite 340 West
Boca Raton, FL 33431-7360
Telephone 561.241.7400
Elsewhere in Florida
800.432.7746
Fax 561.241.7145

NEW YORK
LOS ANGELES
WASHINGTON
NEWARK
PARIS

PROSKAUER ROSE LLP

Christopher W. Prusaski
Attorney at Law

Direct Dial 561.995.4767
cprusaski@proskauer.com

June 2, 2003


Mr. Kenneth A. Schanzer
Ken Schanzer & Associates, Inc.
209 N. 20th Avenue
Hollywood, FL 33020

Re: Proskauer Rose LLP v. Iviewit.com, Inc., et al.
Case No. CA 01-04671 AB

Dear Mr. Schanzer:

Please find enclosed an Errata Sheet executed by Christopher C. Wheeler for the transcript of his deposition taken on November 21, 2002.

Sincerely,



Christopher Prusaski

CWP:km

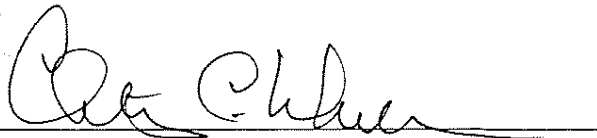
Enclosure

cc: Steven Selz, Esq. (w/enclosure)

I, **Christopher C. Wheeler**, do hereby declare under the penalties of perjury that the foregoing testimony is true and correct (with the exception of the following changes listed below):

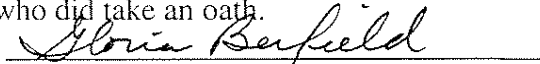
ERRATA SHEET


<u>PAGE</u>	<u>LINE</u>	<u>CORRECTION</u>	<u>REASON</u>
40	11	Were not pixilated and which were not distorted.	error in transcription
70	23	Rick Rochon.	spelling
71	7	Cris Brandon.	full name
96	16-17	Should be "many" of the confidentiality agreements.	clarification
118-119	23-1	There was also a matter of giving advice regarding a credit card account guaranteed by Mr. Utley that was unrelated to Iviewit and billed separately to Mr. Utley.	additional recollection
124	11-18	I do not have a recollection of when companies were formed without reviewing the exact history of each company.	clarification
135	3	Eliot should be Utley.	typo
197	15	Reference to J. Zammas is incorrect, although I do not, at this time, recall who I referenced.	typo
205	19-21	From that standpoint, it is my understanding that the patent work had not been completed regarding the video product, but that I did not know if the copyright and trademark work had or had not been completed regarding the video product.	clarification



Christopher C. Wheeler

Sworn to and subscribed before me this 2ND day of JUNE ~~May~~, 2003 by Christopher C. Wheeler, who is personally known to me and who did take an oath.


 Notary Public -- State of Florida
 My commission expires:

 Gloria Berfield
 MY COMMISSION # DD179765 EXPIRES
 February 21, 2007
 BONDED THRU TROY FAIN INSURANCE, INC