

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

REDBOX AUTOMATED RETAIL, LLC	)	
	)	
Plaintiff,	)	
	)	Civil Action No. CV-00592-RBK
vs.	)	
	)	<b><u>JURY TRIAL DEMANDED</u></b>
TWENTIETH CENTURY FOX HOME	)	
ENTERTAINMENT, LLC	)	
	)	
Defendant.	)	

**DECLARATION OF J MITCHELL LOWE**

1. My name is J Mitchell Lowe. I am President of Redbox Automated Retail, LLC (“Redbox”), a Delaware corporation with its principal place of business at One Tower Lane, Suite 1200, Oakbrook Terrace, Illinois 60181. Redbox maintains its executive offices at Oakbrook Terrace and its documents are maintained there. I am familiar with the facts set forth in this Declaration based on my personal knowledge or my review of business records.

2. Redbox is the nation’s leading, low-cost alternative for consumers to rent DVDs for home entertainment. Redbox rents and sells digital video disks (“DVDs”) to consumers through innovative, consumer-friendly means: automated, self-service kiosks located at various retail outlets.

3. Redbox does business in each of the contiguous 48 states, the District of Columbia and Puerto Rico. Approximately 50% of Redbox’s kiosks are located east of the Mississippi, although Texas has the most Redbox kiosks (2,667).

4. Ingram Entertainment, Inc. (“Ingram”) and Video Product Distribution (“VPD”) are wholesale distributors of DVDs. Ingram has distribution centers in Maryland, Illinois, and Oregon. VPD has distribution centers in Georgia, Oklahoma, Ohio, and Sacramento, California.

On information and belief, Best Buy is a Minnesota corporation with its principal place of business in Richfield, Minnesota, and Wal-Mart is a Delaware corporation with its principal place of business in Bentonville, Arkansas.

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I certify under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief, subject only to inadvertent error. Executed on October 28, 2009.

  
J MITCHELL LOWE