UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK	
MARVEL WORLDWIDE, INC., MARVEL CHARACTERS, INC. and MVL RIGHTS, LLC, Plaintiffs,	X : : : : : : : : :
- against-	: :
LISA R. KIRBY, BARBARA J. KIRBY, NEAL L. KIRBY and SUSAN N. KIRBY,	: :
Defendants.	.: x Civil Action No. 10 Civ. 141 (CM) (KNF)
LISA R. KIRBY, BARBARA J. KIRBY, NEAL L. KIRBY and SUSAN N. KIRBY,	: : :
Counterclaimants,	: :
- against-	· : ·
MARVEL ENTERTAINMENT, INC., MARVEL WORLDWIDE, INC., MARVEL CHARACTERS, INC., MVL RIGHTS, LLC, THE WALT DISNEY COMPANY, and DOES 1 through 10,	: : : :
Counterclaim-Defendants.	: x

DECLARATION OF JODI A. KLEINICK IN SUPPORT OF PLAINTIFFS' AND COUNTERCLAIM-DEFENDANTS' MOTION TO STRIKE DEFENDANTS' JURY DEMAND

I, Jodi A. Kleinick, declare under penalty of perjury as follows:

I am a partner of Paul, Hastings, Janofsky & Walker LLP and am duly admitted to practice in the State of New York and before this Court. Together with the law firms Weil,
 Gotshal & Manges LLP and Haynes and Boone, LLP, I am counsel to Plaintiffs and

Counterclaim-Defendants Marvel Worldwide, Inc., Marvel Characters, Inc., MVL Rights, LLC, Marvel Entertainment, LLC (sued herein as Marvel Entertainment, Inc.) and The Walt Disney Company in this action.

- 2. Annexed hereto as Exhibit 1 is a true and correct copy of one of the 45 termination notices served by Defendants (the "Termination Notices") in September 2009, in which Defendants contend that Kirby transferred his rights in certain works to Marvel's predecessor-in-interest in 1972, and purport to terminate the alleged grant pursuant to section 304(c) of the Copyright Act of 1976.
- 3. Annexed hereto as Exhibit 2 is a true and correct copy of a transcript of a hearing before the Honorable Richard Conway Casey, District Judge, dated March 14, 2003 in *Marvel Characters, Inc. v. Simon*, Case No. 00 Civ. 1393 (RCC) (S.D.N.Y.).
- 4. Annexed hereto as Exhibit 3 is a true and correct copy of a mandate issued by the United States Court of Appeals for the Second Circuit, dated August 20, 2003 in *Marvel Characters, Inc. v. Simon*, Case No. 00-CV-1393 (RCC).

I declare under penalty of perjury that the foregoing facts are true and correct. This declaration was executed on the 28th day of January, 2011 in New York, New York.

/s/ Jodi A. Kleinick