

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE PATENT TRIAL AND APPEAL BOARD**

PATENT TRIAL AND APPEAL BOARD

FISERV, INC., JACK HENRY & ASSOCIATES, INC., Q2 SOFTWARE, INC.,
AMERICAN NATIONAL BANK OF TEXAS and HANMI BANK
Petitioner,

v.

MIRROR IMAGING LLC
Patent Owner.

**DECLARATION OF CRAIG MORGAN IN SUPPORT OF COVERED
BUSINESS METHOD REVIEW OF U.S. PATENTS NUMBERS 6,693,866;
7,552,118; 7,836,067; and 9,141,612**

1. I, Craig Morgan, submit this declaration in support of the Petition for Covered Business Method review requested by Jack Henry & Associates, Inc. (“JHA”) and others.

2. I am over age 21 and otherwise competent to make this declaration.

3. I have personal knowledge of the facts set forth in this declaration. My personal knowledge is based on my review of the documents referred to in this declaration and from my experience as General Counsel of JHA.

4. Other than my regular salary, I am not being compensated for this declaration. I have no personal stake in the outcome of this Covered Business Method proceeding or any related litigation or administrative proceedings.

5. I have been in-house counsel for JHA since 2004, and I became General Counsel on November 10, 2016.

6. American National Bank of Texas (“ANBTX”) is a JHA customer. JHA provides various banking products and services to ANBTX (“JHA Products”), including an e-statement platform. The JHA Products are provided under Master Software License Maintenance and Services Agreement (“Agreement”). *See* Ex. 1052.

7. The Agreement includes an indemnification provision, under which JHA is obligated to indemnify ANBTX for certain damages and losses arising

from claims that ANBTX's use of JHA Products allegedly infringes a third-party's patent. *See*, Ex. 1052, Pg. 7, Par. GEN10.1.

8. I understand that ANBTX has been sued by Mirror Imaging, LLC ("Mirror Imaging") alleging patent infringement of certain claims of U.S. Patent. Nos. 6,693,866; 7,552,118; 7,836,067; and 9,141,612 ("Asserted Patents") in the case styled *Mirror Imaging LLC v American National Bank of Texas*, Case No. 2:17-cv-00653 (filed Sept. 20, 2017 in ED Tex.). Ex. 1041, ANBTX Complaint.

9. I understand that ANBTX's online banking system has been accused of infringing certain claims of the Asserted Patents. Ex. 1041 at ¶¶ 21-58. (ANBTX Complaint). I also understand that ANBTX uses JHA Products for an e-statement service of its online banking system.

10. Pursuant to the Agreement, after Mirror Imaging filed the above complaint, ANBTX contacted JHA requesting indemnification against Mirror Imaging's claims.

11. The Agreement was in effect at the time Mirror Imaging filed the complaint and remained in effect at the time ANBTX requested indemnification from JHA for Mirror Imaging's claims.

12. In response to ANBTX's communication, JHA has agreed to the defense and indemnification of ANBTX concerning Mirror Imaging's allegations

that ANBTX's online banking system infringes certain claims of the Asserted Patents.

13. JHA and ANBTX then entered into a more formalized and specific Defense and Indemnity Agreement ("Indemnity Agreement"). Ex.1063 (ANBTX Indemnity Agmnt). This Indemnity Agreement again required JHA to fully defend and indemnify ANBTX against Mirror Imaging's claim for patent infringement alleged in the above complaint. Ex.1063 at 1-2.

14. In addition to ANBTX, other financial institutions indemnified by JHA have been sued by Mirror Imaging, LLC, ("Mirror Imaging") alleging patent infringement of certain claims of U.S. Patent. Nos. 6,693,866; 7,552,118; 7,836,067; and 9,141,612 ("Asserted Patents"). These include:

- Independent Bank Group, Inc.
- LegacyTexas Group, Inc.
- Southside Bank,
- Green Bancorp, Inc.,
- Texas Bank and Trust Company
- IBERIABANK Corporation
- City Bank

Exs. 1042-48 (Complaints).


15. All of the financial institutions listed in the paragraph above are customers of JHA and at the time they were sued by Mirror Imaging, JHA

provided JHA Products to the above customers under similar agreements as ANBTX which required JHA to indemnify and defend these financial institutions. After these financial institutions were sued by Mirror Imaging, JHA and the above financial institutions also entered into more formalized and specific Defense and Indemnity Agreements. *See* Exs. 1064-70 (Defense and Indemnity Agreements). These Indemnity Agreements again required JHA to fully defend and indemnify the above financial institutions against Mirror Imaging's claims for patent infringement alleged in the above complaints. *Id.*

16. In signing this declaration, I understand that the declaration will be filed as evidence in a contested case before the Patent Trial and Appeal Board of the United States Patent and Trademark Office.

17. I declare that all statements made herein of my knowledge are true, and that all statements made on information and belief are believed to be true, and that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code.

Dated: January 10, 2018

By: 
Name: Craig Morgan
Title: General Counsel
Jack Henry & Associates, Inc.