

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
The SCO GROUP, INC., et al.,<sup>1</sup> ) Case No. 07-11337 (KG)  
) (Jointly Administered)  
)  
Debtors. )

**DECLARATION OF JUSTIN BASARA IN SUPPORT OF MOTION (D.E. 194)**

Justin Basara says:

1. I am a director at Ocean Tomo, LLC. I am familiar with the matters set forth herein and make this declaration in support of the Debtors' *Motion for Approval of Compromise of Incipient Controversy*. (D.E. 194).

2. Ocean Tomo, LLC includes the following language in all marketing documents: "The [selling company] has agreed that the identity of all participants in the sale process described herein will be held in confidence." However, speaking about the offers generally, Ocean Tomo, LLC contacted 134 companies/entities in relation to the sale of the assets and received 8 initial offers. One offer was for an amount greater than that offered by BlackMaple, LLC and was rescinded during the subsequent diligence phase. Ocean Tomo, LLC then contacted BlackMaple, LLC's representatives, and was informed that BlackMaple, LLC was still interested in pursuing the acquisition for \$570,000 despite the potential encumbrances that caused the initial higher bidder to back away. Six additional offers were received for amounts lower than \$570,000.

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<sup>1</sup> The Debtors and the last four digits of each of the Debtors' federal tax identification numbers are as follows: (a) The SCO Group, Inc., a Delaware corporation, Fed. Tax Id. #2823; and (b) SCO Operations, Inc., a Delaware corporation, Fed. Tax ID. #7393.

3. The letter for purchase between Cattleback and BlackMaple, LLC attached hereto as Exhibit 2 is authentic.
4. Two extensions to the letter of intent were executed.
5. Ocean Tomo, LLC recommended the creation of Cattleback as a patent holding company in order to enhance the marketability and prospective sale value of the assets by disassociating them from The SCO Group, Inc. brand name and any corresponding reputational stigma.
6. The eight bids received were in these amounts: Rescinded Bid = \$1,575,000; BlackMaple bid = \$570,000; Bidder 3 = \$200,000; Bidder 4 = \$200,000; Bidder 5 = 200,000; Bidder 6 = \$150,000; Bidder 7 = \$100,000; Bidder 8 = \$25,000.
7. The original high bidder backed out after discovering, among other things, that Microsoft Corporation potentially had a license to the patent.
8. Attached as Exhibit 3 is a copy of the Assignment Agreement between Cattleback and BlackMaple, LLC.
9. This concludes my declaration.

**28 U.S.C § 1746 Declaration**

I declare under penalty of perjury that the foregoing is true and correct. Executed on the 4th day of December, 2007.

  
Justin Basara, Declarant