

November 2, 2005

Alton A. Martin  
Associate General Counsel  
University of Virginia  
P.O. Box 400229  
Charlottesville, VA 22904-4229

Dear Mr. Martin:

This letter constitutes a request for documents pursuant to the Virginia Freedom of Information Act (§ 2.2 -3700 et seq.), on behalf of our client Spencer Layton, a citizen of the Commonwealth of Virginia residing at 1115 N. Pitt Street #1C, Alexandria, VA 22314. Please provide him, through this office, copies of the documents described below.

Definitions and instructions

Electronic format is preferable. At your earliest convenience, please set forth an estimate of any fees that will be required. Please send documents as they become available, rather than waiting for the whole request to be completed.

The University of Virginia Patent Foundation (hereinafter "Foundation") holds intellectual property rights on many biomedical technologies. The Foundation has in many cases licensed its patented inventions to private, commercial interests. This request seeks all documents in the University of Virginia's custody responsive to the requests below, including those related to the Foundation or third parties.

The term "document" or "documents" is to be given its broadest reasonable meaning to encompass all mater subject to disclosures under the FOIA, and specifically includes all written or graphic matter, tangible items, audio or video recordings, and computer or electronic data (regardless of on what type of storage medium the data resides).

The word "license" includes Licenses, Sublicenses, Option Agreements and similar documents, however titled, and amendments and supplements thereto, to which the Foundation or the University of Virginia is a party, and specifically including all such documents regardless of their current status (whether presently operative, expired, superseded, renegotiated, amended or otherwise).

Accordingly, we note that this request encompasses documents relating to a license such as, but is not limited to, the following documents and forms: Invention Disclosure Form, Market Analysis Form, Market Results Form, 90 Day Report, Term Sheet, Negotiation Timeline, Investment Ranking Form, Investment Conversion Eligibility Form, License Agreement, Option Agreement, 90 Day Option Agreement, and Contract Execution Royalty Report.

Requested documents

1. All documents reflecting, relating to, or constituting a license – or correspondence or other communications concerning a license – between the University of Virginia Patent Foundation and Respiratory Research, Inc. or its founders or principals.
2. All documents reflecting, relating to, or constituting a Sponsored Research Agreement – or correspondence or other communications concerning a Sponsored Research Agreement—between the University of Virginia and Respiratory Research, Inc. or its founders or principals.
3. All documents reflecting, relating to, or constituting quarterly reports on the progress of the sponsored research activity and the utilization of University resources.

To the best of our knowledge and belief, the quarterly reports are in the possession of the University Vice-President and the Conflict of Interest Committee. Additional documents relating to the quarterly reports may be in the possession of the Chair of the Department of Pediatrics. Thank you for your attention to this matter. Please contact me should you have any questions.

Sincerely,

Zachary Wolfe, Esq.  
*counsel for Spencer Layton*

cc: Paul J. Forch, Esq., General Counsel