IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

FACET TECHNOLOGY CORP., *Plaintiff,* v. GENERAL MOTORS LLC *Defendant*.	
GENERAL MOTORS LLC *Third-Party Plaintiff,* v. MAGNA ELECTRONICS INC., and ZF ACTIVE SAFETY AND ELECTRONICS US LLC. *Third-Party Defendants.*	Civil Action No. 2:24-cv-00035 **JURY TRIAL DEMANDED**

DEFENDANT'S MOTION TO TRANSFER VENUE
TO THE EASTERN DISTRICT OF MICHIGAN PURSUANT TO 28 U.S.C. § 1404

MOBILEYE EXHIBIT 1027
MOBILEYE v. FACET
IPR2024-01111

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Pursuant to 28 U.S.C. § 1404(a), Defendant General Motors LLC ("GM") respectfully moves to transfer this case to the Eastern District of Michigan. Plaintiff Facet Technology Corp. ("Facet") opposes this motion. Third-Party Defendants ZF Active Safety and Electronics US LLC ("ZF Active Safety") and Magna Electronics, Inc. ("Magna") do not oppose.

I. INTRODUCTION

Although Facet filed this patent infringement action in the Eastern District of Texas, neither Facet nor the facts of this case have any connection with this venue. The "center of gravity" of this case—that is, the location with the parties, the witnesses, the evidence, and the overall connection to the case—is the Eastern District of Michigan. GM's global headquarters is in Detroit. The GM employees with relevant knowledge in this case—including specific GM employees that Plaintiff, itself, has identified in its complaint—are near Detroit. The GM facilities and documents relevant to the case are also near Detroit. Third-party witnesses Plaintiff admits are relevant to this case are also near Detroit. The Third-Party Defendants are also near Detroit, and the claims against them rely on Michigan law.

Each of these connections to the Eastern District of Michigan is supported in detail by the attached declarations and evidence. While GM recognizes and appreciates this Court's experience with patent law and its ability to usher cases to trial, this case simply does not have any meaningful or specific connections to this district, and allowing this case to remain here would impose significant burdens on third party witnesses in particular. For all of these reasons, transfer is warranted.

II. FACTUAL BACKGROUND

A. Procedural Background

On January 22, 2024, Plaintiff filed its complaint asserting that GM infringes U.S. Patent Nos. 9,335,255 ("the '255 Patent") and 9,671,328 ("the '328 Patent") (collectively, the "Patents-

in-Suit"). (D.I. 1, at 1.) Plaintiff accuses GM of infringement based on lane keep assist (LKA) and lane departure warning (LDW) technology implemented by microchips provided by a company called Mobileye. (D.I. 1, ¶¶ 37, 43.) The microchips and software that implement the accused LKA and LDW are incorporated into forward looking camera modules (also known as "front camera modules" or "FCMs"). (D.I. 1, ¶ 54; Ex. B, Decl. of Darren Kahn ("Kahn Decl."), ¶¶ 3, 4.) To support its claims of infringement, Plaintiff relies on alleged communications with specific individuals at GM. (*Id.* at ¶¶ 41-42.) Plaintiff also alleges that GM had prior knowledge of the patents based on a "test project" with a company now known as DMP North America. (*Id.* at ¶ 41.)

On October 11, 2024, GM brought a third-party complaint against ZF Active Safety and Magna. (D.I. 28 ("Third-Party Cmplt.")). ZF Active Safety and Magna supply GM with the FCMs that include the chips made by Mobileye and that implement the accused technologies, and are obligated to indemnify GM with respect to Plaintiff's claims. (*Id.* at ¶¶ 20-24.)

B. The Parties

Facet is a Minnesota corporation located at 1044 Rosemary Circle, Chaska, Minnesota. (D.I. 1, ¶ 1.) Facet does not allege that it has any facilities or connections to Texas or this forum. As of the date of filing of its complaint, Facet did not appear to have any products or services—its website, which was active until late 2017 or early 2018, is now defunct—and its only assets appear to be patents. (Ex. A, Decl. of K. Poppel ("Poppel Decl."), ¶ 2-4, Exs. 1-3.)

GM has its global headquarters at 300 Renaissance Center, Detroit, Michigan, 48243. (D.I. 1 at ¶ 2; Poppel Decl. at ¶ 5, Ex. 4.) GM has five vehicle assembly facilities located in Michigan, three of which are located in the Detroit Metropolitan area, with approximately 14,332 employees. (Poppel Decl. at ¶¶ 6-10, Exs. 5-9.) Overall, GM has approximately 51,000 employees, 38 facilities, and 3,121 suppliers in Michigan. (*Id.* at ¶¶ 11, Ex. 10.) The research,

design, and development of the accused LKA and LDW technology took place at or near GM's headquarters in Detroit, and the management and support of those systems also takes place in the Detroit Metropolitan area. (Poppel Decl. at ¶¶ 12, Ex. 11; Khan Decl. at ¶¶ 7, 10.) None of those activities took place in Texas. (Khan Decl. at ¶ 9.)

Third-Party Defendant Magna is headquartered in Auburn Hills, Michigan, which is in the Detroit Metropolitan area. (Poppel Decl. ¶ 13, Ex. 12.) Magna also has a facility in Holly, Michigan, and a registered office in Auburn Hills, Michigan. (Poppel Decl. ¶ 14-15, Exs. 13-14 .) Magna and its affiliates have 32 facilities and more than 10,000 employees throughout Michigan. (Poppel Decl. ¶ 16, Ex. 15.)

Third-Party Defendant ZF Active Safety has two headquarters, both of which are in the Detroit Metropolitan area: one located in Farmington Hills, Michigan, the other located in Northville, Michigan. (Poppel Decl. ¶ 17, Ex. 16.) ZF Active Safety also has two other locations in Michigan: a plant in Farmington Hills, and an engineering center in Washington, Michigan. (Poppel Decl. ¶ 17, Ex. 16.) ZF Active Safety has three facilities outside of Michigan, all of which are located in the Midwest. (Poppel Decl. ¶ 18, Ex. 17.) Additionally, the two US divisional headquarters for ZF Active Safety's group of corporate affiliates are both in the Detroit Area: the Active Safety Division is headquartered in Livonia, MI, and the Electronics and Advanced Driver Assist Systems Division is headquartered in Farmington Hills, MI. (Poppel Decl. ¶ Ex. 16.)

III. LEGAL STANDARDS

"For the convenience of parties and witnesses, in the interest of justice, a district court may transfer any civil action to any other district or division where it might have been brought or to any district or division to which all parties have consented." 28 U.S.C. § 1404(a). Section 1404(a)'s threshold inquiry is whether the case could initially have been brought in the proposed

transferee forum. *In re Volkswagen AG,* 371 F.3d 201, 203 (5th Cir. 2004) (*"Volkswagen I").* If that inquiry is satisfied, the Court considers a motion to transfer pursuant to § 1404(a) using the Fifth Circuit's non-exhaustive list of private and public interest factors. *Id.* The private interest factors include: (1) "the relative ease of access to sources of proof; (2) the availability of compulsory process to secure the attendance of witnesses; (3) the cost of attendance for willing witnesses; and (4) all other practical problems that make trial of a case easy, expeditious and inexpensive." *Id.* The public interest factors include: (1) "the administrative difficulties flowing from court congestion; (2) the local interest in having localized interests decided at home; (3) the familiarity of the forum with the law that will govern the case; and (4) the avoidance of unnecessary problems of conflict of laws." *Id.* The Fifth Circuit has made clear that, of the above factors, the private-interest factor of the convenience of witnesses is the "most important factor" in the § 1404(a) analysis. *In re Genentech,* 566 F.3d 1338, 1342 (Fed. Cir. 2009)).

To support a claim for transfer under § 1404(a), a movant must demonstrate that the transferee venue is "clearly more convenient" than the current District. *In re TikTok, Inc.,* 85 F.4th 352, 358 (5th Cir. 2023).; *see also In re Google LLC,* 58 F.4th 1379, 1382 (Fed. Cir. 2023). The plaintiff's choice of venue is not a factor in this analysis. *In re Volkswagen of Am., Inc.,* 545 F.3d 304, 314-15 (5th Cir. 2008) (*"Volkswagen II").* Instead, the plaintiff's choice of venue contributes to the defendant's burden in proving the transferee venue is "clearly more convenient." *Id.* at 315.

IV. ARGUMENT

A. Threshold Inquiry: This Case Could Have Been Brought in the Eastern District of Michigan

A plaintiff may file a patent infringement suit in the judicial district where the defendant resides or "where the defendant has committed acts of infringement and has a regular and

established place of business." 28 U.S.C. § 1400(b). GM's global headquarters is located in Detroit, as Facet itself recognizes in its complaint. (D.I. 1 at ¶ 2.) Thus, venue is proper in the Eastern District of Michigan, and there is no dispute that Facet could have initially brought this case in that district.[1] Therefore the threshold inquiry for transfer is met.

B. The Private Interest Factors Weigh Heavily in Favor of Transfer

The private interest factors support transfer in this case because the cost and convenience of the parties and the witnesses, the location of relevant evidence, and the availability of the compulsory process to secure witnesses all favor the Eastern District of Michigan.

1. *Private-Interest Factor One: Ease of Access to Sources of Proof*

When analyzing the relative ease of access to sources of proof, courts interpret "sources of proof" to encompass "non-witness evidence, such as documents and other physical evidence." *In re Apple Inc.*, 979 F.3d 1332, 1339 (Fed. Cir. 2020); *accord Volkswagen II*, 545 F.3d at 316. Courts in this District have held that this factor weighs in favor of transfer "when a majority of the tangible and documentary evidence is located in the transferee court's district." *Arnold v. Remington Arms Co.*, No. 6:16-cv-0074, 2017 WL 9285419, at *2 (E.D. Tex. Feb. 17, 2017) (collecting cases). "In patent infringement cases, the bulk of the relevant evidence usually comes from the accused infringer. Consequently, the place where the defendant's documents are kept weighs in favor of transfer to that location." *In re Apple*, 979 F.3d at 1340 (citing *In re Genentech*, 566 F.3d at 1345.)

GM, the accused infringer, is headquartered in Detroit and the majority of GM's documents and physical evidence relevant to this case are located in or near Detroit. Specifically, electronic documents relating to the architecture, research, design, development, manufacture,

[1] Third-Party Defendants Magna and ZF also reside in the Detroit area. (D.I. 28, ¶¶ 3-4.)

and testing of the accused FCMs are located on servers housed in GM's data centers near Detroit. (Khan Decl. at ¶ 11.) Hard copy documentation relating to the design, development, support and testing of these FCMs and the LKA and LDW features that they implement, are located at the Warren Technical Center in Warren, Michigan and GM's "Proving Ground" facility in Milford, Michigan, where the development and testing of accused technologies took place. (Khan Decl. at ¶ 10.) In short, all of GM's relevant evidence is kept in the Eastern District of Michigan, and there are no documents (hard copy or electronic) relating to the accused systems located in Texas. (Khan Decl. at ¶¶ 10-12.)

The documents of the parties that supply the accused devices, Third-Party Defendants Magna and ZF Active Safety, are also more easily accessible in the Eastern District of Michigan. Both suppliers are located in the Detroit area, and provide support for the accused FCMs out of their facilities in the Detroit area. (Khan Decl. at ¶ 13).

The sources of proof from other third parties are also located within the Eastern District of Michigan. Third-party Dynamic Map Platform North America (DMP)—which Plaintiff admits previously collaborated with Facet on the technology covered by the Patents-in-Suit—is believed to have documents relevant to the invalidity of the patents and alleged licensing negotiations, and is also located in the Detroit area. (D.I. 1 at ¶¶ 41). The University of Michigan Transportation Research Institute, where a key prior art system was developed, is located in Ann Arbor, Michigan, less than 40 miles from the U.S. District Court for the Eastern District of Michigan. (Poppel Decl. at ¶ 23, Exs. 22-23 .)

Facet is physically located in Chaska, Minnesota, (D.I. 1, ¶ 1), which is significantly closer to Detroit than to Marshall. (Poppel Decl. at ¶ 24, Exs. 24-25.) To the extent Plaintiff has any relevant physical documents or sources of proof, they would be more easily accessible from the Eastern District of Michigan than the present forum.

Because the majority of the likely locations having relevant sources of proof are located in or near the Eastern District of Michigan in Detroit, and no known documents or evidence are in Texas, this factor weighs in favor of transfer.

2. *Private-Interest Factor Two: Availability of Compulsory Process to Secure Attendance of Unwilling Witnesses*

When applying this private-interest factor in making convenience-transfer determinations, courts are instructed to consider the availability of this compulsory process to secure the attendance of witnesses—especially nonparty witnesses. *Volkswagen II*, 545 F.3d at 316. Only witnesses who are likely to have "relevant and material information" as to the instant litigation count towards this factor. *See In re Genentech*, 566 F.3d at 1343. Transfer is favored when "more third-party witnesses reside within the transferee venue" than within the chosen forum. *Optimum Power Sols. LLC v. Apple, Inc.*, 794 F.Supp.2d 696, 701 (E.D. Tex. 2011) (citing *Volkswagen II*, 545 F.3d at 316).

Focusing on nonparty witnesses, Facet has identified Christopher Thibodeau from Livonia, Michigan (located in the Detroit Metropolitan area, approximately 20 miles from the Eastern District of Michigan's Theodor Levin U.S. Courthouse in Detroit, Michigan) in its initial disclosures as a person having "Information relevant to GM's knowledge of the Patents-in-Suit, licensing discussions between GM and Facet." (Poppel Decl. ¶ 19, Ex. 18). Facet's complaint further identifies Dynamic Map Platform North America ("DMP"), (D.I. 1 at ¶¶ 41, 60, 87), which is also located in Livonia, Michigan. (Poppel Decl. at ¶ 20-21, Exs. 20-21.) Mr. Thibodeau and DMP are subject to compulsory process in the Eastern District of Michigan, but not this forum.

In addition, GM has identified a third-party witness, Dr. David LeBlanc, with first-hand knowledge of the UMTRI prior art system. (Poppel Decl. at ¶ 21, Ex. 20.) This witness is

located in Ann Arbor, which is located approximately 40 miles from the U.S. District courthouse in Detroit, Michigan, and is also subject to compulsory process in the Eastern District of Michigan, but not this forum. (*Id.*)

On the other hand, there are no relevant and material witnesses in Texas, and there are no nonparty witnesses that would be subject to compulsory process in this forum. (*See* Poppel Decl. at ¶¶ 19, 21, Exs. 18, 20; *see also* Khan Decl. at ¶¶ 2, 5-9.) Because several third-party witnesses would be subject to compulsory process in the Eastern District of Michigan, and no witnesses would be subject to compulsory process in this venue, the second private-interest factor also weighs in favor of transfer.

3. *Private-Interest Factor Three: Cost of Attendance for Willing Witnesses*

The convenience for and cost of attendance of witnesses factor "is probably the single most important factor in transfer analysis." *In re Genentech*, 566 F.3d at 1343 (internal quotations omitted); *accord In re Apple Inc.*, 979 F.3d at 1341. As the Fifth Circuit has held, it is obviously more convenient for witnesses to testify closer to home, and additional distance means additional travel, meal, and lodging costs, as well as additional time away from the witnesses' regular employment. *Volkswagen II*, 545 F.3d at 317. "When the distance between an existing venue for trial of a matter and a proposed venue under § 1404(a) is more than 100 miles, the factor of inconvenience to witnesses increases in direct relationship to the additional distance to be traveled." *Id.* (citation omitted); *accord Techradium Inc. v. Athoc, Inc.*, No. 2:09-cv-275-TJW, 2010 WL 1752535, at *2 (E.D. Tex. Apr. 29, 2010) (citing *Volkswagen I*, 371 F.3d at 204–5). The Federal Circuit has also recently indicated that "time is a more important metric than distance." *In re Google LLC*, No. 2021-170, 2021 WL 4427899, at *4 (Fed. Cir. Sept. 27, 2021).

With respect to willing party witnesses, the most relevant party witnesses in this case will undoubtedly be from GM and the suppliers of the accused modules. *See, e.g.*, *Realtime Data*,

LLC v. Fujitsu Am., Inc., No. 6:16-CV-01035, 2017 WL 772699, at *4 (E.D. Tex. Feb. 28, 2017) ("[T]he location of [patent owner]'s documents and witnesses is afforded less weight than the location of [accused infringer]'s documents and witnesses.") (citing *In re Genentech*, 566 F.3d at 1345). In this case, the relevant GM and supplier witnesses are located in the greater Detroit Metropolitan area within the Eastern District of Michigan.

GM's employees with specific information relevant to the accused modules and the accused LKA and LDW technology are mostly located in Detroit, Michigan, and work out of GM's Warren Technical Center in Warren, Michigan. (Khan Decl. at ¶¶ 5-7.) These employees are Darren Khan, Engineering Group Manager for the SDV Sensing and Perception System Design Group, and Alok Fuloria, a Technical Specialist in the ADAS Systems and Architecture Group who focuses on FCMs. (Khan Decl. at ¶¶ 5, 6.) Both employees are located in the Detroit Metropolitan area within the Eastern District of Michigan. (*Id.*) There are no individuals residing in Texas who were or are involved in GM's research, design, development, or support for GM's accused LKA and LDW technology. (Khan Decl. at ¶ 7.)

Two other notable GM employees, Mary L. Mayer and David S. Willoughby, are also located within the Eastern District of Michigan. Plaintiff cannot dispute that these two witnesses are relevant to the transfer analysis—Plaintiff identified both GM employees in its complaint, (D.I. 1 ¶¶ 41-42), and further identified them in its initial disclosures as having specific information relevant to this suit, namely "[i]nformation relevant to Facet's notice of infringement and GM's response," and "[i]nformation relevant to GM's knowledge of the Patents-in-Suit, [and] licensing discussions between GM and Facet." (Poppel Decl. at ¶ 19, Ex. 18.)

The witnesses for the Third-Party Defendants, ZF Active Safety and Magna, are also relevant to the transfer analysis. *Volkswagen I*, 371 F.3d at205 (concluding it was error for the district court not to consider the convenience of the third-party defendants in denying a motion to

transfer); *see also Berg Corp. v. C. Norris Mg., LLC*, No. JKB-19-00043, 2020 U.S. Dist. LEXIS 7634 (D. Md. Jan. 15, 2020)("the district judge is not limited to considering the convenience of the original parties, but should consider the convenience of those later joined as well.") (quoting 15 C. WRIGHT & A. MILLER, FEDERAL PRACTICE AND PROCEDURE § 3849 (4th ed.)). As noted above, ZF Active Safety and Magna supply the accused devices, and the individuals who provide support to GM for these devices are located within the Eastern District of Michigan near Detroit. (Khan Decl. at ¶¶ 13-15.)

For all of these expected witnesses—each of which is located in or near Detroit—traveling the short distance to the federal courthouse in the Eastern District of Michigan would be far more convenient and less costly than traveling to this forum. (*See, e.g.*, Khan Decl. at ¶ 8.) At the same time, requiring that these witnesses travel to Marshall, Texas for this case would be burdensome and would disrupt their professional and personal lives. (*See, e.g.*, *Id.*)

Because the vast majority of relevant witnesses reside in or near the Eastern District of Michigan—and no known relevant witnesses reside in this forum—the "most important" factor of the convenience of witnesses weighs heavily in favor of transfer.

4. *Private-Interest Factor Four: All Other Practical Problems*

The fourth private-interest factor includes "all other practical problems that make trial of a case easy, expeditious and inexpensive." *Volkswagen II*, 545 F.3d at 315 (quoting *Volkswagen I*, 371 F.3d at 203). This factor is a "'Catch-All' Factor," *ExpressJet Airlines, Inc. v. RBC Cap. Mkts. Corp.*, No. H-09-992, 2009 WL 2244468, at *9 (S.D. Tex. July 27, 2009), comprising all practical considerations "rationally based on judicial economy," *i.e.*, the efficient application of judicial resources. *Uniloc United States v. Apple Inc.*, No. 2:17-CV-00258-JRG, 2017 U.S. Dist. LEXIS 232721, at *31 (E.D. Tex. Dec. 22, 2017). For example, "the existence of duplicative suits involving the same or similar issues may create practical difficulties that will weigh heavily

in favor or against transfer." *Id.* (citation omitted). But "the mere co-pendency of infringement suits in a particular district" does not automatically tip the transfer balance in one direction or the other. *In re Netscout Sys., Inc.*, No. 2021-173, 2021 WL 4771756, at *5 (Fed. Cir. Oct. 13, 2021).

Neither forum has specific experience that would affect the transfer analysis. The Patents-in-Suit have been asserted by Plaintiff in three other litigations—two in this forum,[2] and one in another forum—but all of these case were filed *after* the present case, rendering them irrelevant because the transfer analysis must be based on "the situation which existed when suit was instituted." *In re HP Inc.*, 826 F. App'x 899, 903 (Fed. Cir. 2020) (internal quotations omitted); *see also In re Netscout Sys., Inc.*, 2021 WL 4771756 at *4 (citing Federal Circuit cases and finding district courts should not rely "on considerations of judicial economy arising after the filing of the lawsuit or the transfer motion").

Lastly, transferring this case to the Eastern District of Michigan would not significantly implicate issues of judicial economy because this case is still in its infancy. Discovery is at an early stage for Facet and GM. While the parties have exchanged their initial disclosures and initial patent contentions, they have not engaged in any further discovery. Furthermore, the third-party pleadings are still in progress—while one third-party defendant recently filed its answer to GM's third-party complaint, the other third-party defendant is yet to answer.

[2] The two subsequently-filed cases in this forum are *Facet Technology Corp. v. Mobileye Global Inc.*, No. 24-cv-00058 (filed Jan. 26, 2024), and *Facet Technology Corp. v. Here Global BV*, No. 24-cv-00269 (filed Apr. 22, 2024). Even if the two subsequent cases in this forum could be considered as part of the analysis—and to be clear, they cannot—the Court has not performed any substantive analysis of the Patents-in-Suit in either of these cases. (Poppel Decl. at ¶ 25.)

Because there are no earlier-filed suits involving the Patents-in-Suit, and because of the relatively early stage of this case, there are no "judicial economy" issues that would weigh against transfer. As a result, the fourth private-interest factor of "other practical problems" is neutral.

C. The Weight of the Public Interest Factors Favors Transfer

Turning to the public interest factors, the "local interest" factor weighs heavily in favor of transfer, while the remaining factors are neutral.

1. *Public-Interest Factor One: Court Congestion*

The next public-interest factor concerns the "speed with which a case can come to trial and be resolved." *Deep Green Wireless LLC v. Ooma*, Inc., 2:16-cv-0604, 2017 WL 679643, at *6 (E.D. Tex. Feb. 21, 2017) (quoting *In re Genentech*, 566 F.3d at 1347). "Generally, this factor favors a district that can bring a case to trial faster." *Ho Keung Tse v. Blockbuster, LLC*, No. 4:12-CV-328, 2013 WL 949844, at *5 (E.D. Tex. Jan. 17, 2013), report and recommendation adopted, No. 4:12-cv-328, 2013 WL 942496 (E.D. Tex. Mar. 8, 2013). However, as recognized by the Federal Circuit, this factor is "the most speculative" and "case-disposition statistics may not always tell the whole story." *In re Genentech*, 566 F.3d at 1347. As a result, when "relevant factors weigh in favor of transfer and others are neutral, then the speed of the transferee district court should not alone outweigh all of those other factors." *Id*.

From September 30, 2023 to September 30, 2024, the unweighted civil filings per judgeship in this forum were 449, compared to just 230 in the Eastern District of Michigan. (Poppel Decl. at ¶ 22, Ex. 21). More significantly, the weighted filings per judgeship in this forum were 788, while in the Eastern District of Michigan they were less than half at only 277. (*Id*.) These figures indicate that the Eastern District of Michigan has a substantially lower caseload per judge and that it may be better positioned to efficiently handle this case.

On the other hand, GM recognizes that the median time for filing to trial for civil cases is faster in this forum than the Eastern District of Michigan. (Poppel Decl. at ¶ 22, Ex. 21.) However, the Federal Circuit has made clear that "the prospective speed with which [a] case might be brought to trial" is not "of particular significance" in the analysis and is not "important enough to be assigned significant weight in the transfer analysis." *In re Samsung Elecs. Co.*, 2 F.4th 1371, 1380-1381 (Fed. Cir. 2021); *see also In re Apple*, 979 F.3d at 1344 ("[A] court's general ability to set a fast-paced schedule is not particularly relevant to this factor."). Thus, while this factor may weigh against transfer, it should not be given significant weight—especially in this case where all other factors favor stay or are neutral.

2. *Public-Interest Factor Two: Deciding Local Interests at Home*

The court must consider local interest in the litigation, because "jury duty is a burden that ought not be imposed upon the people of a community which has no relation to the litigation." *Volkswagen I*, 371 F.3d at 206 (citation omitted). GM's Global Headquarters is in Detroit, Michigan. (Poppel Decl. ¶ 5, Ex. 4.) GM's Global Technical Center and the Proving Grounds, where the development and testing of the accused systems took place are located just outside of Detroit. (Poppel Decl. ¶ 12, Ex. 11; Khan Decl. at ¶¶ 7, 10) GM has numerous other facilities and employees in the Eastern District of Michigan. (*Id.*, ¶¶ 6-10, Exs. 5-9.) All told, GM has nearly 51,000 employees, 38 facilities, and almost 3,000 suppliers in Michigan, with a majority of these within the Detroit Metropolitan area. (*Id.*, ¶¶ 11, Ex. 10.) Because of GM's prominence in Detroit and the surrounding communities and its recognized role as a leader in the Detroit-based U.S. automotive industry, and because the Third-Party Defendants that supply the accused devices are located near Detroit, the Eastern District of Michigan has an obvious connection to this case and a strong interest in adjudicating the dispute. *See In re Hoffmann-La Roche Inc.*, 587 F.3d 1333, 1336 (Fed. Cir. 2009); *Voxpath RS, LLC v. LG Electronics U.S.A., Inc.*, 2012 WL

194370, at *7 (E.D. Tex. Jan. 23, 2012) (fact that multiple parties were headquartered or had a substantial office in transferee forum and none were headquartered or developed the accused products in the original forum favored transfer); *Adams v. Experian Info. Servs.*, No. 4:21-CV-069-SDJ, 2021 U.S. Dist. LEXIS 202319, at *6 (E.D. Tex. Oct. 20, 2021) ("There is little doubt that a district has a local interest in the disposition of any case involving a resident corporate party."). The Eastern District of Michigan's local interest is particularly strong because Facet's patent infringement accusation necessarily "calls into question the work and reputation of several individuals residing in or near that district and who presumably conduct business in that community," including all the named GM and vendor employees that work and reside there. *In re Hoffmann-La Roche*, 587 F.3d at 1336. Similarly, Michigan has a stronger interest in addressing GM's third-party claims for indemnification and breach of contract because those claims involve disputes between residents of that state.

Accordingly, the "local interest" public-interest factor weighs in favor of transfer.

3. *Public-Interest Factor Three: Familiarity of the Forum with the Governing Law of the Case*

In addition to claims of patent infringement,[3] the Third Party Complaint in this case involves state UCC claims that require the application of Michigan law. (D.I. 28, ¶¶ 43-49 (asserting breach of Michigan Uniform Commercial Code-Sales § 440.2312.) This case further requires adjudication of GM's breach of contract claim, which also requires the application of Michigan state law (*Id.* at ¶¶ 28-35; Nollen Decl. ¶ 5.) Whereas the Eastern District of Michigan

[3] Both the Eastern District of Texas and the Eastern District of Michigan routinely handle patent cases and are equally capable of applying the law to the patent claims. *See, e.g.*, *Odom v. Microsoft Corp.*, 596 F.Supp.2d 995, 1003-04 (E.D. Tex. 2009) ("both this Court and the District of Oregon are equally capable of applying patent law."); *see also Zoltar Satellite Sys., Inc. v. LG Elecs. Mobile Commc'ns Co.*, 402 F.Supp.2d 731, 737-38 (E.D. Tex. 2005). As a result, it is the state law claims, not the patent law claims, that are determinative in analyzing this factor.

routinely handles breach of contract claims and other claims involving application of Michigan state and common law, such claims are far less common in this forum. Therefore, Michigan is presumed to have greater familiarity with the Michigan state law claims in this case. *See, e.g.*, *Berenson v. Nat'l Fin. Servs.*, LLC, 319 F. Supp. 2d 1, 5 (D.D.C. 2004) ("[c]learly, this Court's Massachusetts colleagues have greater familiarity with Massachusetts law and therefore superior capability to accurately apply Massachusetts law than would this Court.") As a result, the Eastern District of Michigan is the forum that is more experienced with the law that governs GM's Michigan UCC claim and its breach of contract claim, and therefore the "familiarity with governing law" public-interest factor favors transfer.

4. *Public Interest Factor Four: Avoidance of Unnecessary Problems of Conflict of Laws or in the Application of Foreign Law*

Although this case involves state claims (in addition to federal patent claims), there are no apparent conflicts of laws that would create unnecessary problems. There is also no foreign law implicated. Accordingly, this last public-interest factors is neutral.

V. CONCLUSION

In view of the foregoing, a majority of the private and public interest factors favor transfer to the Eastern District of Michigan—including the critical factors of the convenience of witnesses, and the availability of compulsory process. The only factor that possibly weighs against transfer—court congestion and time to trial—is one that the Federal Circuit stated is not "of particular significance" in the analysis and is not "important enough to be assigned significant weight in the transfer analysis." Thus, the Eastern District of Michigan is a clearly more convenient forum for resolving the present disputes, and therefore GM respectfully requests that the Court grant the present motion and transfer this case to that forum.

Dated: December 13, 2024

By: *__/s/ Michael J. Word_____*

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CERTIFICATE OF SERVICE

The undersigned certifies that the foregoing document was filed electronically in compliance with Local Rule CV-5(a). As such, this notice was served on all counsel who have consented to electronic service, Local Rule CV-5(a)(3)(A), on December 13, 2024.

Dated: December 13, 2024

/s/ Michael J. Word
Michael J. Word

CERTIFICATE OF CONFERENCE

I certify that Defendant General Motors LLC has complied with the requirements of Local Rule CV-7(h). This motion is not opposed by Third-Party Defendants ZF Active Safety and Electronics US LLC and Magna Electronics, Inc., but is opposed by Plaintiff Facet Technology Corp. Counsel for Defendant General Motors LLC and counsel for Plaintiff Facet Technology Corp. held a meet and confer to discuss the instant motion on a teleconference held December 12, 2024, attended by lead counsel for both parties. The parties were not able to come to agreement on the above motion, and as such, the meet and confer process ended in an impasse.

Dated: December 13, 2024

/s/ Michael J. Word
Michael J. Word