

CAREN BURBACH

QUALIFICATIONS:

Extensive and diverse experience as a General Counsel and corporate officer responsible for all legal matters, including, without limitation, litigation, intellectual property, complex transactions, employment, contract negotiations, facilities, financing, corporate matters, management of in-house staff and outside counsel, and advising executive officers and Boards of Directors.

REPRESENTATIVE EXPERIENCE:

- ❑ Lead counsel representing the business and legal interests of both Continental Airlines and System One Corporation in a complex transaction involving the formation of a joint enterprise among Continental Airlines, Electronic Data Systems Corporation (EDS) and Amadeus Global Travel Distribution, S.A. (a consortium founded by Air France, Iberia, Lufthansa and SAS) and the sale of System One's proprietary computerized reservation system, other intellectual property, global marketing rights, and related businesses. This international transaction created the world's largest travel distribution system and earned Continental approximately \$80 million in cash, an ownership interest in Amadeus valued at \$500 million, and a one-third interest in the joint enterprise.
- ❑ Managed, on behalf of Continental Airlines and System One, multi-million dollar litigation brought by Eastern Air Lines involving ownership of all of System One's intellectual property, resulting in a take-nothing verdict in favor of Continental and System One.
- ❑ Negotiated a \$2.1 billion facilities management agreement between EDS and Continental Airlines (then the largest-ever commercial facilities management contract), including complex ownership, license and marketing rights to all existing and to-be-developed intellectual property.
- ❑ Planned strategy for managing and leveraging intellectual property assets.
- ❑ Structured and negotiated the \$35 million sale of System One's Airline Services Division intellectual property, business and certain other assets to EDS.
- ❑ Negotiated the sale of certain intellectual property and related business to a German entity, retaining various rights.
- ❑ Structured and negotiated numerous domestic and international license and marketing agreements.
- ❑ Handled a broad range of employment issues, including wrongful termination claims, downsizing, restructuring, employment agreements, nondisclosure agreements and discrimination claims.
- ❑ Prevailed in negotiations with customers to eliminate the threat of class action lawsuits and numerous individual lawsuits by a large number of customers

- relating to the migration of System One's customers to the Amadeus computer reservation system.
- Managed System One's Chapter 11 proceedings and reorganization plan, successfully emerging from bankruptcy.
 - Completed two rounds of financing funded by venture capital investors, institutional investors and high net worth investors.
 - Negotiated strategic financing and equipment leasing arrangements.
 - Head of Facilities Department for System One.
 - Head of Human Resources for XTRA On-Line.

PROFESSIONAL HISTORY:

- 2004 **Golfsmith International, Inc.**
Vice President and General Counsel
 One of the largest specialty retailers of golf equipment and related accessories marketed through a multi-channel network of over 40 retail stores, catalogs and the Internet.
- 1998-2002 **XTRA On-Line Corporation**
 A technology company that developed and marketed Internet-based products and services.
- President** (2001-2002)
 - Vice President of Business Affairs, General Counsel and Secretary** (1998-2001)
- 1987-1998 **AMADEUS Global Distribution System LLC**
 The leading global distribution system providing technology products and services to the travel industry worldwide (formerly System One Corporation).
- Vice President, General Counsel and Secretary** (1994 to 1998)
 - Staff Vice President, Deputy General Counsel and Assistant Secretary** (1993-1994)
 - Senior Director, Assistant General Counsel** (1991-1993)
 - Director, Senior Attorney** (1989-1991)
 - Manager, Corporate Counsel** (1987 to 1989)
- 1986-1987 **Andrews & Kurth**
 Corporate Section
- 1985-1986 **Butler & Binion**
 Litigation Section

EDUCATION:

J.D., Baylor University School of Law, 1985

B.B.A., Texas A&M University, 1982

AFFILIATIONS AND AWARDS:

- Red Cross Volunteer Case Worker
- Co-founder and member of the Board of Directors of Greater Houston Harvest, a charity that delivers food to the hungry
- Selected by The Houston Post and Texas Executive Women as one of 10 Women On The Move
- Leadership Houston Class XI
- Recipient of Channel 11 KHOU Spirit of Texas Award