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10 Attorneys for Defendants
DREAMWORKS ANIMATION SKG,
11 Inc. and DW STUDIOS LLC, (formerly
known as, and erroneously sued as,
12 DREAMWORKS, LLC, aka
DREAMWORKS SKG)

13
14 SUPERIOR COURT OF THE STATE OF CALIFORNIA
15 FOR THE COUNTY OF LOS ANGELES, CENTRAL DISTRICT
16

17 TERENCE DUNN,)
18 Plaintiff,)
19 v.)
20 DREAMWORKS ANIMATION SKG,)
INC.; DREAMWORKS, LLC also known)
21 as DREAMWORKS SKG; and DOES 1)
through 20, inclusive,)
22 Defendants.)
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Case No. BC438833
Assigned to Hon. JoAnne O'Donnell, Dept.
37
DECLARATION OF CYRUS VORIS

1 I, Cyrus Voris, declare as follows:

2 1. I am a professional screenwriter with writing credits on numerous television
3 series and major motion pictures, including *Kung Fu Panda*. I developed the idea for
4 *Kung Fu Panda* with my writing partner of many years, Ethan Reiff. I make this
5 declaration to address certain claims that I am informed have been made by the plaintiff in
6 this case related to the alleged use of the plaintiff's ideas in the movie *Kung Fu Panda*.

7 2. I make this declaration based upon my own personal knowledge and belief,
8 and, if called upon to testify in this action, I would and could competently testify to the
9 matters set forth in this declaration.

10 **BACKGROUND**

11 3. I graduated in 1985 from New York University's ("NYU") Tisch School of
12 the Arts with a Bachelor's degree in Fine Arts. It was at NYU where I met my writing
13 partner, Ethan Reiff who also graduated from NYU. We have been writing together since
14 1987. Currently we both live and work in Los Angeles, California.

15 4. One of the many things that has made my partnership with Mr. Reiff work
16 over the past two decades is our mutual interest in, and love for, martial arts films and
17 Hong Kong cinema. Together, we have discussed and/or watched numerous martial arts
18 films over the years, including kung fu movies that were produced by Hong Kong's
19 famous Shaw Brothers Studios in the 1970's.

20 5. My and Mr. Reiff's knowledge of martial arts films has informed and inspired
21 our screenwriting for many projects including, *Bulletproof Monk*, *Kung Fu Panda*, and,
22 most recently, *The Karate Kid 2*, which is scheduled for release in 2013.

23 6. In early 2001 Mr. Reiff and I sold a big budget screenplay, entitled
24 *Bulletproof Monk*, which was a martial arts comedy. *Bulletproof Monk* follows a
25 mysterious monk who, after fulfilling a prophecy, is charged with protecting an ancient
26 scroll that holds the key to limitless power. So long as the monk protects the scroll he does
27 not age, and is impervious to injury. However, at the end of 60 years, the monk must pass
28 the knowledge and power of the scroll on to the next protector. As the monk is seeking his

1 successor, he encounters an unlikely heir – a young, fast-talking pickpocket named Kar.
2 After fate brings Kar and the monk together, they must team up to protect the scroll from
3 an evil force that intends to use the scroll as a means of world domination. Through this
4 journey, Kar and his love interest, Jade, fulfill the prophecy and become the new protectors
5 of the scroll and holders of its wisdom and powers.

6 7. Although *Bulletproof Monk* was not released until 2003, Mr. Reiff and I
7 gained substantial notoriety for the screenplay in 2001. The screenplay had substantial
8 exposure in the entertainment industry, as several production companies engaged in a
9 bidding war for the rights to the film. Also, in 2001, several well-recognized names
10 attached themselves to the project, including producer John Woo, martial arts star Chow
11 Yun-Fat as the titular monk, and comedic actor Sean Williams Scott as the humorous and
12 unlikely hero. Attached hereto as Exhibit “A” is a true and correct copy of a November
13 2001 Variety article about *Bulletproof Monk*, which discusses the three aforementioned
14 stars and names Ethan Reiff and myself as the writers.

15 **KUNG FU PANDA WAS CREATED WITHOUT USE OF ANY OF THE**
16 **PLAINTIFF’S WORKS OR IDEAS.**

17 8. Until this lawsuit was filed, I had never heard of Terence Dunn, nor have I
18 ever had contact with him. Moreover, until this lawsuit was filed I had never heard of,
19 read about or seen any representations of “Zen-Bear” or any ideas, characters or stories
20 related thereto.

21 9. As discussed below, the initial story and treatment for the film, *Kung Fu*
22 *Panda*, was created by myself and my writing partner, Ethan Reiff. The initial written
23 treatment was the result of weeks of writing and brainstorming by me and Mr. Reiff. In
24 connection with our creation of the treatment for *Kung Fu Panda*, we were given very little
25 direction by executives at DreamWorks Animation LLC (“DreamWorks”).

26 10. At our first meeting, we traveled to Glendale and met with Chris Kuser of
27 DreamWorks. Mr. Kuser told us about an idea that DreamWorks was working on for an
28 animated film involving a kung fu panda character set in China. We were given a very

1 general outline of the idea that DreamWorks was working on and we were asked to come
2 up with a pitch for their kung fu panda project. After this initial meeting, we attended
3 three separate “pitch” meetings with DreamWorks executives to discuss our story ideas for
4 the kung fu panda project.

5 11. It was only in our third and final pitch that we came up with the idea of the
6 “Furious Five” – a group of five animals who are kung fu heroes – each practicing a
7 different “animal-style” of kung fu. We were familiar with the various animal styles of
8 Kung Fu through many martial arts films and Hong Kong cinema, which often feature
9 humans practicing Kung Fu styles such as tiger style, leopard style, crane style, snake
10 style, monkey style and mantis style. The idea of combining five animals into the “Furious
11 Five” was a natural step in our development of a story which already involved Chinese
12 animals performing kung fu. Our working title was “Master P: The Kung Fu Panda.”
13 Although “Master P” was a reference to the lead character becoming Master Po or Master
14 Panda, it also could have been construed as a play on the name of a rapper known as
15 Master P.

16 12. The term “Furious Five” had other significance that was relevant to *Kung Fu*
17 *Panda*. As a result of my knowledge of Hong Kong cinema, I was aware of the Shaolin
18 Temple and the “five animals” associated with Shaolin kung fu. Indeed, several Shaw
19 Brothers kung fu movies I was aware of included references to the number five, various
20 animal styles or Shaolin. As Mr. Reiff and I initially developed the concept, we replaced
21 two of the Shaolin-affiliated animal styles in the “Furious Five” – leopard and dragon –
22 with monkey and mantis because we envisioned a leopard (who we named Tai Lung) in
23 the role of the antagonist and we had been using the plotline relating to “dragon teeth” in
24 prior pitches so we elected to not use a dragon character.

25 13. We also came up with the idea of a wise old tortoise named Oogway who
26 predicts the arrival of a kung fu savior who will defend the animals from an evil leopard.

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1 14. We also created a comedic protagonist who is “the unlikeliest hero” in the
2 animal kingdom in the form of a fat, lazy panda who is trained by the Furious Five to
3 become the savior the animals have been hoping for.

4 15. These elements, among others, were created by myself and my writing
5 partner and our treatment, including the plot and characters described therein, was the
6 basis for the film, Kung Fu Panda. Aside from the general concepts of a kung fu panda
7 who fights off attackers in the setting of China, we came up the other ideas in the treatment
8 independently by using the inspiration from our prior work and from our love of, and
9 familiarity with, martial arts films. At no time during the creation and development of
10 these ideas did anyone at DreamWorks, including without limitation Lance Young and
11 Michael Lachance, disclose to us or otherwise suggest that we include the Furious Five,
12 Oogway the tortoise, or the story element of a prophesized panda who becomes the savior
13 of a peaceful village.

14 **MY INITIAL CONTACT WITH DREAMWORKS**

15 16. In early 2002, my screenwriting agent scheduled a meeting between myself,
16 Ethan Reiff, and Chris Kuser, an employee at DreamWorks. The purpose of the meeting
17 was to discuss the development of one or several projects with DreamWorks. Mr. Kuser
18 discussed several projects that DreamWorks was working on.

19 17. During this initial meeting we discussed our work on *Bulletproof Monk* as
20 well as Mr. Reiff’s extensive knowledge of, and experience with, China. Mr. Kuser then
21 informed me and my partner that DreamWorks was developing a kung fu panda movie
22 idea. At the conclusion of our initial meeting, Mr. Kuser offered me and Mr. Reiff an
23 opportunity to pitch an idea for the panda project. Mr. Reiff and I were interested in the
24 project and agreed to develop and pitch an idea. We set up a pitch meeting with Mr. Kuser
25 and other DreamWorks creative executives to take place on April 10, 2002.

26 **THREE SUBSEQUENT PITCH MEETINGS WITH DREAMWORKS**

- 27 • **The April 10, 2002 Pitch.**

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1 18. On or around April 10, 2002 Mr. Reiff and I pitched our first idea to
2 DreamWorks for an epic movie about pandas set in China (the “April 10 Pitch”). The
3 April 10 Pitch was recorded. I have listened to the recording and identified my voice and
4 can verify that it is a true and correct recording of the April 10 Pitch. Attached hereto as
5 Exhibit “B” is a copy of the recording of the April 10 Pitch. Also attached hereto as
6 Exhibit “C” is a copy of a transcript of the April 10 Pitch meeting. Although I did not
7 create the transcript, I have reviewed it and it appears to accurately memorialize the
8 conversation that took place during the April 10 Pitch.

9 19. Our April 10 Pitch centers around a male panda named Po Po, who lives
10 among a community of pandas in a bamboo forest in China approximately 700 to 1,000
11 years ago. His love interest is a female panda named Shin Di (or “Cindi”). There is a
12 prophecy in the animal kingdom, told by Confucius’ cricket, that, if any species is able to
13 locate the teeth of a dragon, that species will reign supreme over the animal kingdom.
14 After the evil snow leopard, Tai Lung, finds the dragon teeth, he sets off with an army of
15 leopards to conquer and consume the panda colony. In order to protect the pandas from
16 Tai Lung, Po Po sets off to find the Buddha kung fu master. During his journey, Po Po
17 first encounters an old golden-furred monkey, who happens to be the greatest kung fu
18 master of the monkey world and, possibly, the animal kingdom. After hearing about Po
19 Po’s plight, the monkey agrees to accompany and mentor Po Po in the ways of kung fu.
20 Po Po and the monkey then encounter Confucius’ cricket, who also agrees to join them on
21 their journey.

22 20. Along the way, the three of them are attacked by other animals that have
23 kung fu styles named after them – *e.g.*, the snake and the praying mantis – and, through his
24 battles with them, Po Po learns the ways of kung fu. Mr. Reiff and I independently came
25 up with the idea to have other animals performing “animal styles” of kung fu. This idea
26 was not suggested to us by anyone at DreamWorks. When Po Po finally reaches the
27 Buddha, he discovers that it is merely a stone statue, not a kung fu master. At first he is
28 confused. However, Po Po looks down into a stream at the base of the statue, sees his

1 reflection, and realizes that through his journey he has become the enlightened kung fu
2 master that he originally set out to find. Po Po then travels back to the bamboo forest
3 where he helps the pandas defeat Tai Lung and his snow leopard army and return balance
4 to the animal kingdom. Po Po (now with his adult name, Po) also gets the girl and when
5 they embrace they form the Chinese symbol of balance – Yin and Yang.

6 21. During the April 10 Pitch, DreamWorks (Mr. Lachance and Mr. Kuser)
7 instructed me and Mr. Reiff to tighten up our idea so that it could be delivered in ten
8 minutes, to make the idea more fun for adults, and to clarify the tone – whether it be
9 dramatic or comedic. Other than the input recounted in this Declaration and the exhibits
10 attached hereto, I do not recall anyone, including without limitation Lance Young and
11 Michael Lachance, providing me or Mr. Reiff with any additional notes, comments, ideas,
12 materials or other input either before or after the April 10 Pitch. At the conclusion of the
13 April 10 Pitch, we set up a second pitch meeting for April 22, 2002.

14 • **The April 22, 2002 Pitch.**

15 22. On or around April 22, 2002 Mr. Reiff and I pitched a revised version of our
16 idea to executives at DreamWorks (Mr. Lachance, Mr. Kuser and Mr. Young) (the “April
17 22 Pitch”). The April 22 Pitch was recorded. I have listened to the recording and
18 identified my voice and can verify that it is a true and correct recording of the April 22
19 Pitch. Attached hereto as Exhibit “D” is a copy of the recording of the April 22 Pitch.
20 Also attached hereto as Exhibit “E” is a copy of a transcript of the April 22 Pitch meeting.
21 I have reviewed the transcript and it appears to accurately memorialize the conversation
22 that took place during the April 22 Pitch.

23 23. The April 22 Pitch meeting is the first time that I recall meeting with Lance
24 Young. I had previously met with only Mr. Kuser and Mr. Lachance.

25 24. The April 22 Pitch had many of the same elements as the April 10 pitch.
26 However, in our revised version, Tai Lung does not find any dragon teeth but, rather,
27 decides to raid the panda village out of pure blood lust and a desire for power. After the
28 raids begin, Shin Di, Po Po’s love interest, sends him off to find a legendary Chinese

1 warrior known for protecting the innocent, hoping he will agree to help the pandas.
2 Although Po Po is scared, he sets off to find the warrior, save the pandas, and impress Shin
3 Di. Po Po, however, is instantly captured by a traveling circus that has been assembled to
4 entertain the Chinese emperor. Fortunately, he meets an old sage monkey who happens to
5 be a kung fu master and a cricket called Confucius' cricket. They agree to help Po Po
6 escape and accompany him on his journey. Along the way, the monkey teaches Po Po
7 monkey-style kung fu. Po Po also picks up other animal styles including, for example,
8 praying mantis style, cobra style, eagle style, etc. Eventually, the trio reaches the fortress
9 of the famous warrior only to find it empty. Despairing, Po Po hears a voice coming from
10 a statue that informs him that he has become a kung fu master through his journey. Po Po
11 then looks down into a stream at the base of the statute and realizes for himself that he was
12 the hero all along. His mission complete, Po Po travels back to the panda village to stop
13 Tai Lung. With the help of his new friends, Po Po saves the village from the snow
14 leopards, but not before Tai Lung kidnaps Shin Di and escapes. Po Po then tracks down
15 Tai Lung and defeats him in a final, climactic one-on-one battle. Shin Di and Po Po (now
16 with his adult name, Po) embrace, forming the Chinese symbol of balance – Yin and Yang.

17 25. At the end of the April 22 Pitch, DreamWorks provided several comments.
18 Lance Young told us that he believed the motivation was weak for some of the characters,
19 particularly the monkey. Also, they told us that our pitch was lacking a consistent theme
20 or message. Finally, Lachance and Young told us that they felt our pitch lacked a
21 necessary twist at the end. Other than the input recounted in this Declaration and the
22 exhibits attached hereto, I do not recall anyone, including without limitation Lance Young,
23 Michael Lachance and Chris Kuser, providing me or Mr. Reiff with any additional notes,
24 comments, ideas, materials or other input either before or after the April 22 Pitch. After
25 this meeting, Ethan Reiff and I decided to revamp the story in a more dramatic way by
26 adding several characters and by increasing the comedic aspects of the pitch.

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1 themselves against the evil Tai Lung. Nevertheless, Po comes to realize that, although he
2 was unable to master the various animal styles, through his training he has discovered his
3 own panda style that draws upon the other styles and utilizes his own unique gifts. Po then
4 employs his newfound powers to defeat Tai Lung and to restore balance to the animal
5 kingdom. Our working title for the May 9 Pitch was "Master P and the Furious Five."

6 29. During the May 9 Pitch, Lance Young and Michael Lachance said that they
7 liked the pitch, although they thought that the cricket catered to a younger audience and
8 would not be embraced by adults. Shortly thereafter, they hired us to write a treatment of
9 our idea.

10 **THE JUNE 2002 FIRST TREATMENT FOR KUNG FU PANDA**

11 30. On June 28, 2002, Ethan Reiff and I wrote our first treatment of our story,
12 which we titled "Master P: Kung Fu Panda." In this version of our story we kept the same
13 story arc as our May 9 Pitch, but changed a couple of the characters. The tag line for this
14 treatment was "The Unlikeliest Hero In All Of China...Of Any Species!" Attached hereto
15 as Exhibit "H" is a true and correct copy of our June 28, 2002 treatment.

16 31. In the treatment, we replaced Confucius' cricket with Oogway the tortoise,
17 the wisest sage of the animal kingdom, and the eldest living animal in China. We also
18 substituted the eagle member of The Furious Five for a crane. As with the eagle, there is a
19 kung fu style inspired by the crane, called "crane style."

20 32. Ethan Reiff and I created the characters Tai Lung the snow leopard, Oogway
21 the tortoise, Po the panda, and the Furious Five (consisting of a tiger, a monkey, a snake, a
22 praying mantis, and a crane). The animal styles practiced by the various characters relate
23 to animal styles of kung fu, which were well known to me before I ever met with Mr.
24 Kuser, Mr. Lachance, Mr. Young or anyone at DreamWorks. We also came up with the
25 idea of having Oogway foretell the rise of Po the panda as a great kung fu warrior.
26 Additionally, it was our idea to make Po a comic character, rather than a more dramatic
27 one, by styling him as a lazy, good for nothing, reluctant hero who comes to realize his
28 own potential only at the last moment. Our inspiration was the idea of placing Adam


1 Sandler in *The Magnificent Seven*. Or playing on the savior, "Neo," character in *The*
2 *Matrix* by replacing Keanu Reaves' stoic hero with a fat, lazy panda.

3 33. At no time prior to our completion of the Exhibit H did anyone at
4 DreamWorks, including without limitation Lance Young or Michael Lachance, disclose to
5 us, give us the idea, or otherwise instruct us to have the panda character: be a "chosen one"
6 or otherwise spiritually marked; learn kung fu from other animals; interact with five
7 animal mentors; interact with other animals that are masters in their respective kung fu
8 styles; interact with a turtle; or rise from a comedic, slapstick figure to the role of an
9 unlikely hero.

10 34. After the completion of the first treatment, Ethan Reiff and I continued to
11 work on the story for Kung Fu Panda. Although we did not write the final screenplay that
12 was used for the film, we were credited with "story by" credit on the film.

13
14 I declare under penalty of perjury under the laws of the State of California that the
15 foregoing is true and correct to the best of my own personal knowledge.

16 Executed this 16th day of March, 2011 in Los Angeles, California.

17
18 
19 _____
20 CYRUS VORIS

INDEX TO EXHIBITS CITED IN CYRUS VORIS DECLARATION

Exhibit	Description	Bates Nos.
A	<i>Variety</i> article regarding film <i>Bulletproof Monk</i> , dated November 19, 2001	
B	CD containing recording of April 10, 2002 Pitch	DW 048527
C	Copy of transcript of April 10, 2002 Pitch meeting	DW 048495-526
D	CD containing recording of April 22, 2002 Pitch	DW 048528
E	Copy of transcript of April 22, 2002 Pitch meeting	DW 048477-494
F	CD containing recording of May 9, 2002 Pitch	DW 048529
G	Copy of transcript of May 9, 2002 Pitch meeting	DW 048462-476
H	Copy of June 28, 2002 treatment written by C. Voris and E. Reiff	DW 013505-512