

國立清華大學 101 學年度碩士班考試入學試題

系所班組別：科法甲/科法乙

考試科目（代碼）：4102/4202 英文(含文獻評析)

共 7 頁，第 1 頁

*請在【答案卷、卡】作答

一、請將以下劃線句子翻譯成中文。(20%)

A life remembered: UI law professor 'turned it up to 11 on everything'
Tue, 12/27/2011 - 8:00am | Don Dodson, staff writer, The News-Gazette

CHAMPAIGN — Friends and colleagues of Larry Ribstein say they'll remember him as a first-rate legal scholar and original thinker who enjoyed debate and was an expert in business law.

They also recall him as a generous person who was a gifted photographer and an authority on movies and the law.

Mr. Ribstein, 65, a professor in the University of Illinois College of Law since 2002, died Saturday in Fairfax, Va.

...

Mr. Ribstein's death "came as a shock," said Bruce Smith, dean of the UI College of Law.

...

Mr. Ribstein specialized in corporate and securities law and topics such as financial regulation and white-collar crime.

"His interests were very expansive," Smith said. "He was very prominent in the world of blogging, and his ideas were shared across the nation and world."

...

UI law Professor Nuno Garoupa said Mr. Ribstein's "recent work on the death of the big law firm and the need for a complete transformation of legal education attracted a lot of attention."

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二、請將以下名詞翻譯為英文。(10%)

1. 誘因
2. 再生能源
3. 主權債務
4. 訴訟
5. 預算

三、請閱讀以下節錄之文章，並以中文回答問題:(30%)

(The Economist, Jan 17th 2012) ON JANUARY 18th a slew of prominent websites, including Wikipedia, Reddit and Mozilla, will show the world what they might look like if two bills under debate in America's Congress come into force. For twelve hours starting at 8am Eastern time (1pm GMT) the portals' pages will go black. Wikipedia will be dark for all of Wednesday Eastern time (starting at 5am GMT). Jimmy Wales, Wikipedia's founder, has already advised students in a tweet to do their homework early.

The laws in question are the Stop Online Piracy Act (SOPA), being discussed in the House of Representatives, and the Senate's Preventing Real Online Threats to Economic Creativity and Theft of Intellectual Property Act (a contrived moniker designed to yield the acronym PROTECT IP, or PIPA for short). Both are meant to curb unauthorised sharing and streaming of copyrighted content by requiring American hosting companies, advertising networks and payment processors to stop consorting with copyright infringers who distribute content abroad that can be reached from the United States. Search engines might also have to remove links to such sites. Many critics, including some of the internet's founding fathers (and mothers) and major players like Google, have been scathing about the proposals. SOPA, in particular, has come in for a lot of flak. This newspaper has argued that tougher laws against online pirates are needed, but that SOPA could hit law-abiding businesses. At

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present websites such as Wikipedia or YouTube, which rely on user-generated content, must take down offending material if copyright holders file a complaint about it. But if the material is hosted on a site overseas, American law is powerless. So SOPA would let copyright holders complain to American sites that merely carry links to pirated material abroad, and would force them to comply quickly unless they can show the complaint is dubious.

Some argue that the bill could be interpreted as forcing American sites to scour their servers for links to potential violations of copyright before even receiving a complaint, which would be a big burden for smaller sites. SOPA would also require internet service providers to block or divert traffic to offending foreign sites, in a manner that could disrupt the security of the internet's addressing system. Companies that fail to comply face fines, or even a spell in prison for their executives.

Laurence Tribe, an professor of constitutional law at Harvard Law School, frets that although SOPA's supporters say the bill targets "foreign rogue websites", its definitions are by no means limited to foreign sites, or indeed pirate sites. As such, he says, it threatens free speech in America, because the law is broad enough to allow shutting down an entire site over one offending link, posted not by the site's operator but by a user.

Several sponsors of the two bills, notably Patrick Leahy, a senator from Vermont who was active in drafting PIPA, have already admitted that the backlash from the public, businesses and pundits, including some from Barack Obama's administration, has prompted them to revise certain provisions. Both chambers are now considering an alternative bill, called the Online Protection and Enforcement of Digital Trade Act (OPEN), which focuses more explicitly on non-American websites and includes additional free-speech protections along with judicial process and oversight.

The blackout was originally planned to coincide with congressional hearings on security issues stemming from SOPA and PIPA, though these have now been postponed since it became clear that SOPA had hit a wall in the House. Many of the protesting websites see their move as another salvo in the pitched battle against what they describe as grasping copyright holders, bent on combating infringement even if it

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means staunching the free flow of other, unrelated information. They hope that the blank screens will win more converts to their cause. Perhaps. But many people will just be annoyed.

1. 請依據本文，簡短說明引發爭議法案之相關規範內容。(10%)
2. 請依據本文，說明相關法案之支持者與反對者之理由。(支持方 5%；反對方 15%。)

四、請閱讀以下文章並以英文回答問題：

Technological change: The last Kodak moment? (Economist, Copyright 2012 Economist Intelligence Unit, January 14, 2012, with certain modification.)

Lenin is said to have sneered that a capitalist will sell you the rope to hang him. The quote may be spurious, but it contains a grain of truth. Capitalists quite often invent the technology that destroys their own business. Eastman Kodak is a picture-perfect example. Kodak was the Google of its day. Founded in 1880, it was known for its pioneering technology and innovative marketing. "You press the button, we do the rest," was its slogan in 1888. By 1976 Kodak accounted for 90% of film and 85% of camera sales in America. Then came digital photography to replace film, and smartphones to replace cameras. Kodak's revenues peaked at nearly \$16 billion in 1996 and its profits at \$2.5 billion in 1999. The consensus forecast by analysts is that its revenues in 2011 were \$6.2 billion. It recently reported a third-quarter loss of \$222m, the ninth quarterly loss in three years. Its share price has fallen by nearly 90% in the past year.

For weeks, rumors have swirled around Rochester, the company town that Kodak still dominates, that unless the firm quickly sells its portfolio of intellectual property, it will go bust. Two announcements on January 10th--that it is restructuring into two business units and suing Apple and HTC over various alleged patent

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infringements--gave hope to optimists. But the restructuring could be in preparation for Chapter 11 bankruptcy.

While Kodak suffers, its long-time rival Fujifilm is doing rather well. The two firms have much in common. Both enjoyed lucrative near-monopolies of their home markets: Kodak selling film in America, Fujifilm in Japan. Both firms saw their traditional business rendered obsolete. But whereas Kodak has so far failed to adapt adequately, Fujifilm has transformed itself into a solidly profitable business, with a market capitalization, even after a rough year, of some \$12.6 billion to Kodak's \$220m. Why did these two firms fare so differently?

Its [Kodak's] culture did not help. Despite its strengths--hefty investment in research, a rigorous approach to manufacturing and good relations with its local community--Kodak had become a complacent monopolist. Fujifilm exposed this weakness by bagging the sponsorship of the 1984 Olympics in Los Angeles while Kodak dithered. The publicity helped Fujifilm's far cheaper film invade Kodak's home market. Another reason why Kodak was slow to change was that its executives "suffered from a mentality of perfect products, rather than the high-tech mindset of make it, launch it, fix it," says Rosabeth Moss Kanter of Harvard Business School, who has advised the firm. Working in a one-company town did not help, either. Kodak's bosses in Rochester seldom heard much criticism of the firm, she says. Even when Kodak decided to diversify, it took years to make its first acquisition. It created a widely admired venture-capital arm, but never made big enough bets to create breakthroughs, says Ms Kanter. Bad luck played a role, too. Kodak thought that the thousands of chemicals its researchers had created for use in film might instead be turned into drugs. But its pharmaceutical operations fizzled, and were sold in the 1990s.

Fujifilm diversified more successfully. Film is a bit like skin: both contain collagen. Just as photos fade because of oxidation, cosmetics firms would like you to think that skin is preserved with anti-oxidants. In Fujifilm's library of 200,000 chemical

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compounds, some 4,000 are related to anti-oxidants. So the company launched a line of cosmetics, called Astalift, which is sold in Asia and is being launched in Europe this year.

Fujifilm also sought new outlets for its expertise in film: for example, making optical films for LCD flat-panel screens. It has invested \$4 billion in the business since 2000. And this has paid off. In one sort of film, to expand the LCD viewing angle, Fujifilm enjoys a 100% market share.

George Fisher, who served as Kodak's boss from 1993 until 1999, decided that its expertise lay not in chemicals but in imaging. He cranked out digital cameras and offered customers the ability to post and share pictures online. A brilliant boss might have turned this idea into something like Facebook, but Mr. Fisher was not that boss. He failed to outsource much production, which might have made Kodak more nimble and creative. He struggled, too, to adapt Kodak's "razor blade" business model. Kodak sold cheap cameras and relied on customers buying lots of expensive film. (Just as Gillette makes money on the blades, not the razors.) That model obviously does not work with digital cameras. Still, Kodak did eventually build a hefty business out of digital cameras--but it lasted only a few years before camera phones scuppered it.

At Fujifilm, too, technological change sparked an internal power struggle. At first the men in the consumer-film business, who refused to see the looming crisis, prevailed. But the eventual winner was Shigetaka Komori, who chided them as "lazy" and "irresponsible" for not preparing better for the digital onslaught. Named boss incrementally between 2000 and 2003, he quickly set about overhauling the firm.

He has spent around \$9 billion on 40 companies since 2000. He slashed costs and jobs. In one 18-month stretch, he booked more than (Yen) 250 billion (\$3.3 billion) in restructuring costs for depreciation and to shed superfluous distributors, development labs, managers and researchers. "It was a painful experience," says Mr Komori. "But

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to see the situation as it was, nobody could survive. So we had to reconstruct the business model."

1. Please summarize the reasons that Kodak failed to stay atop in the market. Do not exceed 150 words. (15%)
2. Please discuss the importance of intellectual property rights to Kodak. (10%)
3. Please elaborate on how a business model of a company affects its competitiveness. (15%)