

B O I E S , S C H I L L E R & F L E X N E R L L P

5301 Wisconsin Avenue N.W. * Washington, DC 20015-2015 * PH 202.237.2727 * FAX 202.237.6131

December 22, 2008

VIA EMAIL jet@hogefenton.com and US MAIL

James E. Towery
Hoge, Fenton, Jones & Appel
60 South Market Street
Suite 1400
San Jose, CA 95113-2396

RE: Facebook v. ConnectU

Dear Mr. Towery:

Our firm will stipulate to the proposed substitution of counsel for ConnectU, Inc. if The Facebook, Inc. and ConnectU, Inc. agree to completely indemnify BSF from any liabilities arising from or relating to such substitution. If not, we will accept the offer, made in your December 16 letter, for you to petition the Ninth Circuit for substitution, and will cooperate in any efforts to have your motion heard expeditiously. We are as interested as you are in resolving this matter promptly but need to ensure that the legal rights of the Founders are appropriately protected. In this regard, please confirm that ConnectU will not take any actions to interfere with the pending appeal.

Thank you.

Very truly yours,



D. Michael Underhill

DMU/tle