

EXHIBIT W

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VIA E-MAIL

Eric Evans, Esq.
Mayer Brown, LLP
Two Palo Alto Square
3000 El Camino Real
Palo Alto, California 94306
Email: eevans@mayerbrown.com

Re: *Viacom International, Inc., et al. v. YouTube, Inc., et al.*, CV 08-08211

Dear Eric:

We are disappointed in YouTube's refusal to withdraw what we understand to be an unnecessary motion. BayTSP has worked diligently in good faith to provide the documents the parties agreed would be produced in response to YouTube's subpoena. Indeed, BayTSP and YouTube spent over seven months negotiating a plan for the production of documents. Further, as you know, BayTSP has responded to each of YouTube's status requests and has continually apprised YouTube of its progress. As stated in my October 24 letter, we anticipate that Viacom will be able to complete its review of some of the over half-million documents and that these documents will be made available to YouTube on a rolling basis beginning November 21, 2008.

In your October 28 letter, YouTube requests that BayTSP again set forth "a detailed statement of what it intends to produce" and withhold. YouTube's request is cumulative of the extended negotiations to reach an agreement as to what BayTSP would be producing. BayTSP will produce for review the documents it has agreed to produce. By way of background, BayTSP has collected and processed a data set of over one million documents. This data set was then searched for documents concerning "Viacom-related entities" (a scope requested by YouTube) using a list of over 1,000 search terms, the development of which YouTube refused to meaningfully contribute despite BayTSP's repeated request. BayTSP then reviewed these documents for privilege and excluded documents as appropriate. Finally, we have removed clearly non-responsive documents from the result set, including documents related to personal visits to websites, sensitive information regarding personal bank accounts, and documents containing personal phone numbers, etc. It is this responsive, non-privileged set of "Viacom-related entity" documents that BayTSP intends to produce. In addition to the foregoing, BayTSP will

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also produce database records and documents sufficient to show operations of its databases and CAP software.

We again request that YouTube remove its moot and premature motion to compel, which serves no purpose other than to divert third-party BayTSP's resources away from furthering efforts toward production of responsive documents.

Sincerely,



Kamran Jivani
Associate

KJ:kj

cc: Brandon Baum, Esq.
Steve Hemminger, Esq.

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