

EXHIBIT X

ALSTON & BIRD LLP

One Atlantic Center
1201 West Peachtree Street
Atlanta, GA 30309-3424

404-881-7000
Fax: 404-881-7777
www.alston.com

Kamran Jivani, Esq.

Direct Dial: 404-881-4631

E-mail: kamran.jivani@alston.com

November 12, 2008

VIA E-MAIL

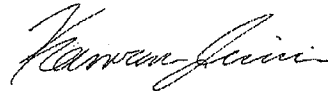
Eric Evans, Esq.
Mayer Brown, LLP
Two Palo Alto Square
3000 El Camino Real
Palo Alto, California 94306
Email: eevans@mayerbrown.com

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

Dear Eric:

It is apparent from your November 5 letter that YouTube remains unwilling to cooperate with BayTSP toward production of information sought through YouTube's subpoena. We remind you that BayTSP is a nonparty to this litigation and, as you well know, has invested substantial time and resources toward providing YouTube with responsive, non-privileged documents. We have detailed previously the process by which BayTSP has gathered and reviewed these documents, including the over 1,000 search terms used. *See, e.g.*, May 9 letter from Ellinikos to Baum; June 2 letter from Ellinikos to Baum; June 5, letter from Ellinikos to Baum (collectively attached hereto). BayTSP has collected, reviewed, and prepared for YouTube more than 500,000 documents. Though YouTube's correspondence seems to continually overlook our good faith representations, we repeat that, having spoken with Viacom, BayTSP anticipates these documents will be made available to YouTube on a rolling basis beginning November 21, 2008.

Sincerely,



Kamran Jivani
Associate

KJ:kj

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

LEGAL02/31021687v1

AKIN GUMP
STRAUSS HAUER & FELD LLP

Attorneys at Law

MARIA ELLINIKOS
415.765.9560/fax: 415.765.9501
mellinikos@akingump.com

May 9, 2008

Brandon Baum, Esq.
Josh Masur, Esq.
Mayer Brown LLP
Two Palo Alto Square, Suite 300
3000 El Camino Real
Palo Alto, California 94306-2112

Re: *Viacom International, Inc. v. YouTube, Inc.*, No. 1:07-cv-2103 (S.D.N.Y.) and
Premier League v. YouTube, No. 1:07-cv-3582

Dear Brandon:

I write in response to your letter dated May 8, 2008.

First, BayTSP agreed to produce information stored on its proprietary databases that is responsive to YouTube's subpoena; BayTSP did not agree to produce copies of its proprietary databases. The native file formats in which BayTSP will produce the responsive information it extracts from its proprietary databases will be accessible using standard applications such as Microsoft Excel, Mozilla Firefox and Notepad.

Second, the reason that we have asked you to provide search terms is because you are the ones requesting the information from BayTSP. Just as it is incumbent on YouTube to include specific document requests that identify the subject matter of the documents YouTube believes are relevant to its dispute with Viacom and wants produced by BayTSP, to ensure that the documents retrieved electronically are documents that you believe are relevant to YouTube's dispute with Viacom, you should be able to identify search terms that capture what you believe is the relevant subject matter. In any event, with your agreement that providing you with our current list of search terms will not constitute a waiver of any privilege and/or work product claims, we will be willing to give you a list of search terms we plan to use. In addition, given the volume of information to be filtered and the associated cost for processing this information, we do not see this as an iterative process.

With regard to your other requests, we are in the process of obtaining information to respond to your requests and will be better able to discuss them early next week. You should

AKIN GUMP
STRAUSS HAUER & FELD LLP

Attorneys at Law

May 9, 2008
Page 2

also be aware that given the volume of information requested we believe that the cost for providing the documents in the formats you have requested could be in the range of six figures.

Sincerely,

/s/ Maria Ellinikos

Maria Ellinikos

AKIN GUMP
STRAUSS HAUER & FELD LLP

Attorneys at Law

MARIA ELLINIKOS
415.765.9500/fax: 415.765.9501
mellinikos@akingump.com

June 2, 2008

Brandon Baum, Esq.
Josh Masur, Esq.
Mayer Brown LLP
Two Palo Alto Square, Suite 300
3000 El Camino Real
Palo Alto, California 94306-2112

Re: *Viacom International, Inc. v. YouTube, Inc.*, No. 1:07-cv-2103 (S.D.N.Y.) and
Premier League v. YouTube, No. 1:07-cv-3582

Dear Brandon:

We are baffled by your May 30, 2008 letter. First, in your letter dated May 29, you indicated that you would move to compel compliance with the subpoena if we intended to limit our document collection and production to documents retrieved electronically upon application of our search terms. However, as we discussed and stated in our letters dated April 23 and May 2, we collected both hard copy and electronic documents and agreed to extract and produce properly requested information from BayTSP's proprietary databases that is responsive to YouTube's subpoena. As we further discussed, we intend to use the search term list to retrieve properly requested electronic documents that you believe are responsive to YouTube's subpoena. We therefore invited you to suggest additional search terms and agreed to consider adding your suggested terms to our list. Indeed, we agreed to include the terms suggested in your letter dated May 21 and modified them slightly to make them *more* inclusive. Moreover, we repeatedly informed you that we will review all hard copy and electronically retrieved documents for responsiveness, privilege and confidentiality. As you know and our communications regarding YouTube's subpoena reveal, any delay in BayTSP's document production is the result of your unwillingness to negotiate in good faith to narrow the scope of the subpoena.

Second, we do not believe it is appropriate for YouTube at this late date to renege on any of its agreements.

AKIN GUMP
STRAUSS HAUER & FELD LLP

Attorneys at Law

June 2, 2008

Page 2

Finally, your letter fails to identify the disputed issues that will be the subject of YouTube's motion to compel. Please let us know your availability to meet and confer pursuant to Local Rule 37-1(a) regarding the disputed issues.

Sincerely,

/s/ Maria Ellinikos

Maria Ellinikos

AKIN GUMP
STRAUSS HAUER & FELD LLP

Attorneys at Law

MARIA ELLINIKOS
415.765.9560/fax: 415.765.9501
mellinikos@akingump.com

June 5, 2008

Brandon Baum, Esq.
Josh Masur, Esq.
Mayer Brown LLP
Two Palo Alto Square, Suite 300
3000 El Camino Real
Palo Alto, California 94306-2112

Re: *Viacom International, Inc. v. YouTube, Inc.*, No. 1:07-cv-2103 (S.D.N.Y.) and
Premier League v. YouTube, No. 1:07-cv-3582

Dear Brandon:

I write in response to your letter dated June 4, 2008.

First, your assumption that BayTSP's production will be limited to documents matching its search terms is incorrect. While we disagree with you that doing an electronic search is insufficient to comply with our Rule 34 obligations, in this case we are using the search terms in addition to other standard document collection techniques. We have solicited terms that you think might retrieve or capture potentially relevant documents. Since you know precisely what you think is relevant to your dispute with Viacom, we thought that it was prudent for us to inquire whether you had any suggested search terms. You obviously do not. Moreover, a cursory review of our search term list reveals that we included naming and abbreviation conventions. For example, the terms BET and CMT are the abbreviations for the terms "Black Entertainment Television" and "Country Music Television", respectively.

Second, your statement that we have been engaging in meet and confers for six months is disingenuous. We reached numerous agreements during our discussions that helped to focus on the documents that you believe are relevant to your claims and defenses. In fact, the first issue about which you say you intend to move apparently only arose in the last week. As you can see by our response, it is good that you at least identified this issue so that we could explain that your understanding is wrong. Based on your correspondence and our response, we understand that this issue has been resolved.

June 5, 2008
Page 2

Finally, your statement that we agreed to produce documents in native file format is simply not correct. As my letters dated May 2 and May 9 make clear, based on the other agreements we reached, we agreed to produce properly requested responsive information stored on BayTSP's proprietary databases in native file formats accessible using standard applications such as Microsoft Excel. Indeed, YouTube requested the production of documents in the formats specified in the Amended ESI Discovery Plan but refuses to pay for the costs of producing the documents in such formats. Once we have completed our collection and review of documents, we can discuss various ways for you to inspect the documents.

Sincerely,

/s/ Maria Ellinikos

Maria Ellinikos