

EXHIBIT L

Together, your library, OCLC NetLibrary and our content partners have pioneered the introduction and use of eBook and eAudiobook offerings for patrons around the globe. Today, we are pleased to say that the OCLC NetLibrary platform delivers content from over 400 content partners to more than 15,000 libraries and their patrons.

Recorded Books is one of our eAudiobook content partners. We have been in partnership with Recorded Books since 2004, and together Recorded Books and OCLC NetLibrary have delivered nearly a million eAudiobooks to patrons. Because of the number of eAudiobook Subscriptions that libraries have purchased, Recorded Books and OCLC NetLibrary have satisfied a revenue milestone that automatically extends our agreement from 2007 until 2010.

Two weeks ago, Recorded Books unexpectedly sent OCLC a letter purporting to immediately terminate our agreement. It is the judgment of our attorneys that this termination is not justified. We are in discussions with Recorded Books about this action.

Unfortunately, we understand that the Recorded Books sales force has informally told many libraries that Recorded Books has terminated its agreement with OCLC. This is incorrect. We also understand that many libraries were sent an e-mail from Recorded Books management last week stating that all upcoming eAudiobook renewals must be completed by May 18, 2007. Again, this message is incorrect. Recorded Books does not have the right to immediately terminate the agreement, and has not satisfied the agreement's provisions for termination. Consequently, there is no need to accelerate the timing of your subscription renewal.

You will not experience any change in your eAudiobook Subscription as a result of the recent communications from Recorded Books. You will receive access to Recorded Books eAudiobooks for the full term of your eAudioBook Subscription. You may renew your eAudiobook Subscription at your convenience at any time prior to its expiration. You will continue to receive new eAudiobook content as Recorded Books delivers it to NetLibrary.

OCLC's top priority is to meet the service needs of libraries. We are disappointed with the attitude Recorded Books has exhibited. It is not acceptable to us and we apologize for any inconvenience. OCLC will deliver on our commitments to libraries and we will deliver on our contractual commitments to Recorded Books.

If you have any questions, please do not hesitate to contact me or your OCLC Library Services consultant.

Sincerely,

Cathy De Rosa

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