

EXHIBIT F

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Our File No.: 0000352152

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Via Email

Lina Somait, Esq.
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1800 Avenue of the Stars, Suite 900
Los Angeles, California 90067-4276

**Re: *Skyhook Wireless, Inc. v. Google Inc.*
Case No. 1:10-cv-11571-RWZ (D. Mass.)**

Dear Lina:

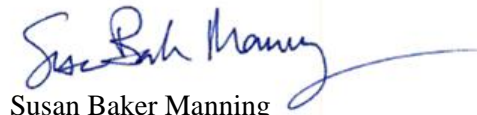
I write in response to your letter of yesterday regarding the further production of documents prior to the Court's entry of a protective order. Google is amenable to adding the sentence you suggest in paragraph 3 of your letter.

Google is not, however, willing to produce its highly sensitive documents and information absent either final entry of a protective order by the Court, or its endorsement of the stipulation we proposed yesterday. There is no reason to assume that submitting the stipulation to the Court will result in any material delay, and the stated concern that the Court might not enter the stipulation "for weeks if not months" seems like an extremely remote possibility. We are aware of no reason to believe that Judge Zobel will be anything less than prompt in dealing with such a routine matter.

As to source code, Google cannot agree to production of highly confidential source code until the Court actually enters a protective order in this action that would ensure suitable protections for that code. The need for expert analysis is highly pertinent in that non-party experts are not officers of the Court. We are not willing to allow such persons access to the code even if they agree to abide by the terms of the proposed protective order absent an actual binding order of the Court.

These limitations are more than reasonable, and Google has proposed a way forward during the pendency of the cross-motions that is sensible. We hope Skyhook will agree so that both sides can continue their rolling production of documents.

Sincerely yours,



Susan Baker Manning

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