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AT 8:30 _____ M
WILLIAM T. WALSH
CLERK

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

AXACT (PVT.), LTD.,

Plaintiff,

v.

STUDENT NETWORK RESOURCES, INC.,
STUDENT NETWORK RESOURCES, LLC,
ROSS COHEN and JOHN DERIT,

Defendants.

Civil Action No.
3:07-cv-05491 (FLW)(TJB)

Hon. Tonianne J. Bongiovanni
United States Magistrate Judge

**PROPOSED ORDER GRANTING MOTION FOR LEAVE TO
WITHDRAW AS COUNSEL OF RECORD AND TO VOLUNTARILY
DISMISS THE COMPLAINT**

THIS MATTER having come before the Court on the motion of Dreier LLP, counsel of record for plaintiff Axact (Pvt.), Ltd. ("Axact"), for an Order (i) granting Dreier LLP leave to withdraw its appearance as counsel of record for plaintiff Axact in the above-referenced action pursuant to Local Civ. R. 102.1; and for (ii) an Order granting Dreier LLP leave to voluntarily dismiss the complaint of Axact pursuant to Fed. R. Civ. P. 41, and

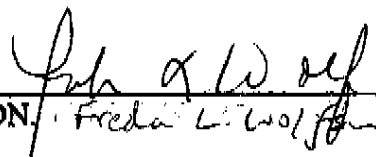
The Court having considered the papers submitted, and good cause having been shown; it is hereby

ORDERED, that Dreier LLP is granted leave to withdraw as counsel of record for Axact;
and it is further

ORDERED, that the complaint is voluntarily dismissed without prejudice pursuant to
Fed. R. Civ. P. 41; however the counterclaims of Defendants Student Network Resources, Inc.,
Student Network Resources, LLC and Ross Cohen remain pending for independent adjudication;
and it is further

ORDERED, that substitute counsel for Axact must appear in this action on or before
April 18, 2008.

Dated: April 4, _____ 2008


HON. Freda L. Wolf, U.S.D.J.