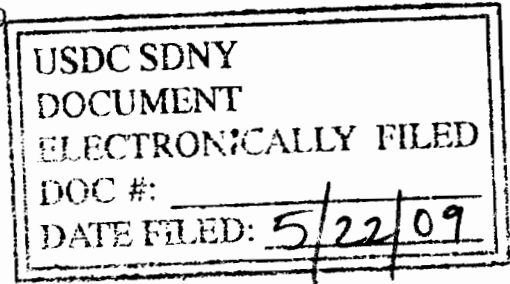


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May 20, 2009



VIA FACSIMILE

The Honorable Denny Chin
United States District Judge
U.S. Courthouse, 500 Pearl Street
New York, NY 10007-1312

Re: *The Authors Guild, Inc., et al. v. Google Inc.*, 05 Civ. 8136-DC

Dear Judge Chin:

I write on behalf of all the settling parties to inform the Court of our position on an issue raised by Your Honor's Order of April 24, 2009.

That Order states that the proposed intervenors are "free to file objections to the proposed settlement or amicus briefs . . ." (emphasis added).

Although, as a general proposition, we do not oppose the filing of amicus briefs by certain non-parties (such as the Internet Archive) who wish to comment in an amicus brief on the Settlement, we do oppose the filing of objections by persons who are not members of the Settlement Class. While the April 24 Order does not expressly state that any proposed intervenors who are not also members of the Settlement Class have standing to object, out of an abundance of caution we write now only to state our position that those persons lack such standing.

The Author's Guild et al v. Google Inc.

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We are happy to discuss this further with the Court in a status conference at the Court's convenience, if it wishes.

Respectfully yours,

My 4/24/09 order does not purport to bestow standing on any persons who do not have standing - so ORDERED,
[Signature]

cc: K.A.D. Camara (by email)
Hadrian R. Katz (by email)

USDS
5/22/09