

EXHIBIT 7

Deen, Laura K.

From: Cohen, Joseph D.
Sent: Wednesday, June 06, 2007 8:22 PM
To: 'Katherine Forrest'; Teena-Ann Sankoorikal; 'Jeffrey Korn'
Cc: Baker, Charles S.; Hellinger, Susan K.
Subject: Arista v. LW - Search Terms
Attachments: Arista v. LW - Search Terms.pdf

Katherine, Teena and Jeff: Attached is the search term list/logic that we are employing/have employed. I know that you will be sending your list in the morning. As a method of going forward, I think we should follow the following procedure. Please let me know if you agree:

- 1) Each side will review the other side's list.
- 2) If one side feels the other side should include additional terms, they should email that list of additional terms to the other side by June 15, 2007.
- 3) By June 20, 2007, each side will inform the other which of the "requested"/"suggested" terms the side will add to their search list.
- 4) Within the following week, at a time that works for all concerned, we will have a conference call to meet and confer regarding any terms on which the sides could not agree, to determine whether agreement can be reached.

Please let me know if we can agree on this procedure. Thanks.

--Joe

SEARCH TERM LIST

infring
Adam Friedman
Adam-Friedman
advertis*
agree*
Altnet
Arista
assess
Atlantic Recording
Audible Magic
block*
BMG
bootstrap
Brilliant Digital Entertainment
budget*
bulletin
bundl*
business plan
cache
Capital Records
CD Baby
ClickTillUWin
CNET
communic*
copyright*
Cydoor
design*
detect
digital rights management
distrib*
download*
Download.com
Elektra
estimat*
exchang*
feature*
Filter*
forum
FrostWire
Global Fire Registry
GnucDNA
Gnuleus
Gnutella
gnutellaforum*
Google
GWeb
Hash
host
host*
identif*
iMesh
income

SEARCH TERM LIST

install*
Interscope
iTunes
LaFace
licens*
Lime Radio
Lime Shop
LimeShop
LimeShop/TopMoxie
LionShare
market*
Mashboxx
media
MediaDefender
MediaSentry
monitor
Motown
MusicNet
option
p2pnet.net
Peer Guardian
PeerGuardian
pressplay
Priority Records
profit
project*
restrict*
revenue
Roxio
SafeNet
search*
Snocap
Sony BMG
spec
specification
specs
stock
Top Moxie
TopMoxie
TopText
Tower PR
UDP
UMG
updat*
upgrad*
upload*
Virgin Records
Warner Brothers
WeedShare

EXHIBIT 8

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GEORGE F. SCHUCH
ERIK N. TANZEL
GRAIG F. ARCELLA
TEENA-ANN V. SANKOORIKAL
ANDREW R. THOMPSON
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MELBY HEINZELMAN
S. ROBINSON KESSLING
WISLER C. FISHER
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SUDAN WEBSTER
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June 7, 2007

Arista, et al. v. Lime Wire LLC, et al.,
06 Civ. 05936 (GEL) (S.D.N.Y.)

Dear Charles and Joe:

Further to our "meet and confer" session of June 6, 2007, enclosed are our search term lists.

Sincerely,


Teena-Ann V. Sankoorikal

Charles S. Baker, Esq.
Joseph D. Cohen, Esq.
Porter & Hedges LLP
1000 Main Street, 36th Floor
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BY E-MAIL

EMI's Search Term List

Altnet
Audible Magic
Bearshare
Big Champagne
BigChampagne
Bildson
Bittorrent
Bitzi
Creative Commons
(digital w/i 7 distrib*) and music
(digital w/i 7 distrib*) and audio
file shar* w/i 25 music
filter
fingerprint*
firewall-to-firewall
Frostwire
GDF
Gnucleus
Gnutella*
Gorton
GwebCache
Hash
hostcache
host cache
iMesh
(internet w/i 7 distrib*) and music
(internet w/i 7 distrib*) and audio
Lime*
limegroup.com
limepeer.com
limewire.com
limewire.org
LW
Magnet Links
Magnetmix
(online w/i 7 distrib*) and music
(online w/i 7 distrib*) and audio
P2P
Peer to peer
RIAA w/i 25 (policy or policies or direct* or proposal* or strateg*) and (infring* or noninfring* or techn*)

SnoCap
UDP
UHC
Ultrapeer
Weedshare

Sony's Search Term List

A.D.D. Marketing
Altnet
Audible Magic
Bearshare
Big Champagne
BigChampagne
Bildson
Bittorrent
Bitzi
CDBaby
Creative Commons
(digital w/i 7 distrib*) and music
(digital w/i 7 distrib*) and audio
DRM
eDonkey
eMule
encrypt*
FastTrack
file shar* w/i 25 music
filter
fingerprint*
firewall-to-firewall
Free Peer
Frostwire
GDF
Gnucleus
Gnutella*
Gorton
Grokster
GwebCache
Hash
hostcache
host cache
iMesh
(internet w/i 7 distrib*) and music
(internet w/i 7 distrib*) and audio
iTunes w/i 25 (distrib* or pric*)
Kazaa
Lime*
limegroup.com
limepeer.com
limewire.com

limewire.org
Listen.com
LW
Magnet Links
Magnetmix
Mashbox
MediaSentry
Morpheus
MusicNet
Myspace* w/i 7 music
Napster
(online w/i 7 distrib*) and music
(online w/i 7 distrib*) and audio
Overpeer
P2P
Peer to peer
Pressplay
price w/i 7 internet
price w/i 7 online
Rhapsody w/i 7 (distrib* or pric*)
RIAA w/i 25 (licens* or sal* or discount* or pric*)
RIAA w/i 25 (policy or policies or direct* or proposal* or strateg*) and (infring* or noninfring* or techn*)
sale w/i 7 internet
sale w/i 7 online
Sharman
SnoCap
StreamCast
UDP
UHC
Ultrappeer
Weedshare
Yahoo w/i 7 music
YouTube w/i 7 music

UMG's Search Term Lists

UMG is using two search term lists; the files of certain custodians make it more appropriate to apply one list, rather than the other. For example, for any custodian whom we reasonably believe possesses data relating to defendants' First Amended Counterclaims, we will apply List B to any data between February 16, 2006, and September 25, 2006, that is collected from those custodians.

<i>UMG's Search Term List A</i>
Altnet
Audible Magic
Bearshare
Big Champagne
BigChampagne
Bildson
Bittorrent
Bitzi
Creative Commons
(digital w/i 7 distrib*) and music
(digital w/i 7 distrib*) and audio
file shar* w/i 25 music
filter
fingerprint*
firewall-to-firewall
Frostwire
GDF
Gnucleus
Gnutella*
Gorton
GwebCache
Hash
hostcache
host cache
iMesh
(internet w/i 7 distrib*) and music
(internet w/i 7 distrib*) and audio
Lime*
limegroup.com
limepeer.com
limewire.com
limewire.org
LW
Magnet Links
Magnetmix
(online w/i 7 distrib*) and music

<i>UMG's Search Term List A</i>
(online w/i 7 distrib*) and audio
P2P
Peer to peer
RIAA w/i 25 (policy or policies or direct* or proposal* or strateg*) and (infring* or noninfring* or techn*)
SnoCap
UDP
UHC
Ultrapeer
Weedshare

<i>UMG's Search Term List B</i>
A.D.D. Marketing
Altnet
Audible Magic
Bearshare
Big Champagne
BigChampagne
Bildson
Bitzi
CDBaby
(digital w/i 7 distrib*) and music
(digital w/i 7 distrib*) and audio
DRM
eDonkey
eMule
encrypt*
FastTrack
file shar* w/i 25 music
filter
fingerprint*
Free Peer
Frostwire
Gnucleus
Gnutella*
Gorton
Grokster
Hash
iMesh
(internet w/i 7 distrib*) and music
(internet w/i 7 distrib*) and audio
iTunes w/i 25 (distrib* or pric*)

<i>UMG's Search Term List B</i>
Lime*
limegroup.com
limepeer.com
limewire.com
limewire.org
LW
Kazaa
Listen.com
Mashbox
MediaSentry
Morpheus
MusicNet
Myspace* w/i 7 music
Napster
(online w/i 7 distrib*) and music
(online w/i 7 distrib*) and audio
Overpeer
P2P
Peer to peer
Pressplay
price w/i 7 internet
price w/i 7 online
Rhapsody w/i 7 (distrib* or pric*)
RIAA w/i 25 (licens* or sal* or discount* or pric*)
RIAA w/i 25 (policy or policies or direct* or proposal* or strateg*) and (infring* or noninfring* or techn*)
sale w/i 7 internet
sale w/i 7 online
Sharman
SnoCap
StreamCast
Yahoo w/i 7 music
YouTube w/i 7 music
Weedshare

WMG's Search Term List

A.D.D. Marketing
Altnet
Audible Magic
Bearshare
Big Champagne
BigChampagne
Bildson
Bittorrent
Bitzi
CDBaby
Creative Commons
(digital w/i 7 distrib*) and music
(digital w/i 7 distrib*) and audio
DRM
eDonkey
eMule
encrypt*
FastTrack
file shar* w/i 25 music
filter
fingerprint*
firewall-to-firewall
Free Peer
Frostwire
GDF
Gnucleus
Gnutella*
Gorton
Grokster
GwebCache
Hash
hostcache
host cache
iMesh
(internet w/i 7 distrib*) and music
(internet w/i 7 distrib*) and audio
iTunes w/i 25 (distrib* or pric*)
Kazaa
Lime*
limegroup.com
limepeer.com
limewire.com
limewire.org

Listen.com
LW
Magnet Links
Magnetmix
Mashbox
MediaSentry
Morpheus
MusicNet
Myspace* w/i 7 music
Napster
(online w/i 7 distrib*) and music
(online w/i 7 distrib*) and audio
Overpeer
P2P
Peer to peer
Pressplay
price w/i 7 internet
price w/i 7 online
Rhapsody w/i 7 (distrib* or pric*)
RIAA w/i 25 (licens* or sal* or discount* or pric*)
RIAA w/i 25 (policy or policies or direct* or proposal* or strateg*) and (infring* or noninfring* or techn*)
sale w/i 7 internet
sale w/i 7 online
Sharman
SnoCap
StreamCast
UDP
UHC
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Yahoo w/i 7 music
YouTube w/i 7 music

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JULIE SPELLMAN SWEET
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SARKIS JEBEJIAN
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MICHAEL T. REYNOLDS
ANTONY L. RYAN
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GEORGE A. STEPHANAKIS
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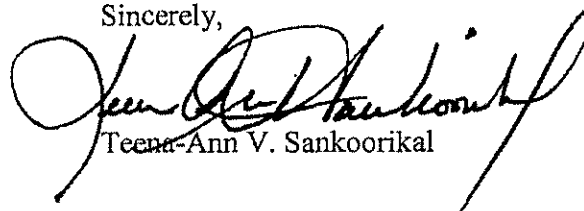
June 20, 2007

Arista, et al. v. Lime Wire LLC, et al.
06 Civ. 05936 (GEL) (S.D.N.Y.)

Dear Charles and Joe:

Enclosed is the list of terms that plaintiffs request defendants to add to their existing list of search terms. The terms, as specified, are not intended to be case specific. In addition, asterisks are to be read as infinite extenders. For the avoidance of any doubt, the use of search terms does not eviscerate defendants' obligation separately to search for and produce responsive documents from sources or locations that may reasonably contain responsive documents but for which the application of a search term list is either insufficient or not feasible.

Sincerely,



Teena-Ann V. Sankoorikal

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BY E-MAIL

Additional Search Terms

Aimster	Falco
Alan Morris	Faning
Alberto Treeves	Fanning
Alberto Treves	FastTrack
Anthony Rose	Fast Track
API	financial
Ares	fingerprint*
Audio	forc*
Audiogalaxy	forecast
authoriz*	Free
BDE	Freenet
Bear Share	Freewire
BearShare	Fres
Beatles	Friis
Bermeister	Fris
billboard	Global File Registry
BitTorrent	Gnucleus
Blubster	Gorillaz
board	Gracenote
branch	Green Day
Brilliant Digital	Griffin
Bruce Springsteen	Grokster
Burmeister	Gweb*
Cantamatrix	Gwen Stefani
capit*	hash*
CDBaby	Hemming
centralize*	Hot 100
channel	Hot100
chat	Ian Clarke
Coldplay	ifpi
commercial	illegal
Compet*	index*
control	invoice*
crawl*	Jay Z
Credence	Jay-Z
criminal	Joltid
Darrell Smith	Justin Timberlake
decentralize*	Kademlia
Destiny's Child	Kazaa*
DRM	law
eDonkey	Led Zeppelin
EMI	ledger*
eMule	legal
exclud*	M.J.G.

Madonna	Slyck
Magnetmix	Song
mandatory	Sony*
Mcaleb	Soulseek
McCaleb	spoof*
merhej	StreamCast
Michael Jackson	survey
MJG	swabby
MJG family limited partnership	Tatta
Molinaro	Top 40
monetize	Top40
monitor*	Tower Records
Morl	Track
Morle	U2
Morpheus	UDP*
Movie	UHC
Mp3	unauthoriz*
MPAA	Universal
Music	unlawful
MusicCity	unlicensed
Napster	user*
Nelly	verify
Norah Jones	version*
OpenNap	Virgin
operating plan	warez
Overnet	Warner
P2P	Weis
P2PUnited	Weiss
peer-to-peer	What's New
policy	WinMx
porn*	Xolox
promot*	Yagan
protocol	Zennstrom
publish-branch	Zenstrom
Qtrax	
Radiohead	
recognition	
recording industry	
Relatable	
reverify	
riaa	
Rosso	
Rung	
Shareaza	
Sharman	
SIMPP	

EXHIBIT 10

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June 20, 2007

009730/0001

Via E-Mail

Ms. Katherine B. Forrest
Ms. Teena-Ann V. Sankoorikal
Cravath, Swaine & Moore LLP
825 Eighth Avenue
New York, New York 10019-7475

Re: *Arista Records LLC, et al. v. Lime Wire, LLC, et al.*; Civil Action No. 06 CV
5936 (GEL); In the United States District Court, Southern District of New York

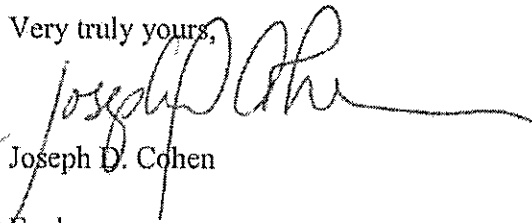
Dear Katherine and Teena:

Enclosed is the list of terms that we request Plaintiffs/Counter-Defendants add to their existing list of search terms. I note the following about this list: 1) none of these terms is intended to be case-specific; and 2) asterisks are intended to be read as infinite extenders and predecessors.

We also make the following requests: 1) each of the Plaintiffs/Counter-Defendants include all search terms from every list that you sent to us; 2) each Plaintiff/Counter-Defendant search for the names of each of the other Plaintiffs/Counter-Defendants and each of their affiliates; and 3) the search terms be run on all custodians' files.

Thank you for your attention in this matter.

Very truly yours,


Joseph D. Cohen

Enclosure

180solutions
24/7 Media
About, Inc.
Aimster
AOL w/i 10 music
AOL Instant Messag*
Apple w/i 10 music
Audio Layer 3
Bay TSP
Bermeister, Kevin
boycott
Brilliant Digital Entertainment
Compact Disk Digital Audio Format
compete
competit*
Consumer Empowerment
copy w/i 3 file or music
copyright* w/i 25 digital*, online, on-line, Internet, or web*
Cydoor
dead end license
DEL
digital w/i 25 online or on-line, Internet, network, system, web*, copy, copying, copies or reproduc*
digital rights management
distrib* w/i 25 digital*, online, on-line, Internet, network, system, or web*
document w/i 25 destr*, shred*, eras*, or dispos*
document w/i 10 retention
download
Dyne, Mark
Ezula
File Freedom
file w/i 5 exchang*, share, sharing, copy, copying or copies
filesharing
filter*
freeloader
FreePeer
Friis, Janus
GidAmerica.com
hash
Hemming, Nicole
Hertz, Kenneth
Hummer
ICQ
illegal*

induc*
infring
iPod
iTunes
Jive Media Technologies
Kazaa
LEF Interactive
licens* w/i 25 digital, internet, web*, on-line, or online
Magnet Mix
Marke* w/i 5 share, percent*, digital & online, on-line, Internet, or web*
Mashbox*
Mestelaar
Microsmarts
monopol*
Moodlogic
MP3*
MySpace*
Napster
NetPD
New.net
Nullsoft
oligopol*
OnFlow
Oris Capital Partners
Peer-to-Peer
pirat*
pressplay
pric* & song & music & digital
Recording Industry Association of America
Real Media
Real Networks, Inc.
Rhapsody
RIAA
Roxio
Schuermann, Martin
song or music w/i 5 digital*, online, Internet, network, system, or web*
Sprinks
Strategic Advertising Services
Reelmind
Rose Group
upload
Velasquez, Mario
Vidius

Walmart.com
Webhancer
Winblad
WorldUSA.com
Yahoo!Music
YouTube*
Zennstrom

EXHIBIT 11

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FACSIMILE: 44-20-7880-1150

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MICHAEL L. SCHLER
RICHARD LEVIN
KRIS F. HEINZELMAN
B. ROBBINS KIESSLING
ROGER D. TURNER
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RORY O. MILLSON
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STEPHEN S. MADSEN
C. ALLEN PARKER
MARC S. ROSENBERG
WILLIAM B. BRANNAN
SUSAN WEBSTER
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CHRISTINE BESHAR

August 3, 2007

Arista, et al. v. Lime Wire LLC, et al.
06 Civ. 05936 (GEL) (S.D.N.Y.)

Dear Joe:

I write to memorialize the agreements we reached during Wednesday's meet and confer concerning the search terms each party will use to identify potentially responsive electronic documents, and to summarize the issues that remain outstanding. If my understanding of any of the following is incorrect, or if there are any other open items that I inadvertently left out, please let me know by August 7, 2007. Otherwise, we will assume that the only outstanding issues regarding search terms are the ones set forth below.

Proposed Additions to Defendants' Search Term List. I have prepared a list of the terms that you agreed to add to your search term list, as well as a list of the terms that you asked us to try to narrow. These lists are attached hereto as Exhibit A. In addition, you agreed to check with your clients whether you would agree to add the following terms: reverify, verify, SIMPP, UHC and WinMX.

You asked that we identify the individual document requests for which a search of the artist names on our proposed list might yield responsive documents. These requests include, but are not limited to, Request Nos. 6, 9, 11, 16, 27. Will you agree to include the artist names that we discussed yesterday on your list of search terms?

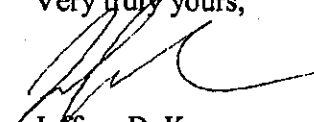
Proposed Additions to Plaintiffs' Search Term Lists. I have also prepared a list of the terms that we agreed to add to our search term list, and a list of terms that you said you would try to narrow because, as currently drafted, they are overbroad. These lists are attached hereto as Exhibit B.

In addition, there are a number of other search terms for which either you or we proposed narrowing modifications, or for which we asked that you explain how

documents obtained by searching for such terms might be relevant. I have summarized these open issues in a chart attached hereto as Exhibit C.

We are in the process of discussing the open items from our call yesterday with our clients, and plan to continue our meet and confer discussion on August 9. If you have any questions, please let me know.

Very truly yours,



Jeffrey B. Korn

Joseph Cohen, Esq.
Porter & Hedges LLP
1000 Main Street, 36th Floor
Houston, TX 77002

BY E-MAIL

Exhibit A

Additional Search Terms Agreed to by Defendants:

Aimster	Gorillaz
Alan Morris	Gracenote
Alberto Treeves	Griffin
Alberto Treves	Grokster
Anthony Rose	Gweb*
Ares	hash*
Audiogalaxy	Hemming
BDE	Hot 100
Bear Share	Hot100
BearShare	Ian Clarke
Bermeister	ifpi
billboard	Joltid
BitTorrent	Kademlia
Blubster	Kazaa*
Brilliant Digital	Magnetmix
Burmeister	mandatory
Cantamatrix	Mcaleb
Capital	McCaleb
Capitol	merhej
CDBaby	MJG family limited partnership
centralize*	Molinaro
crawl*	monetize
criminal	Morl
Darrell Smith	Morle
decentralize*	Morpheus
DRM	MusicCity
eDonkey	Napster
EMI	OpenNap
eMule	operating plan
Falco	Overnet
Faning	P2PUnited
Fanning	promot*
FastTrack	publish-branch
Fast Track	recording industry
fingerprint*	Relatable
forecast	riaa
Freenet	Rosso
Freewire	Rung
Fres	Shareaza
Friis	Sharman
Fris	Slyck
Global File Registry	Sony*

Soulseek
spoof*
StreamCast
swabby
Tatta
Top 40
Top40
Tower Records
UDP*
Universal

Virgin
warez
Warner
Weis
Weiss
What's New
Xolox
Yagan
Zennstrom
Zenstrom

Additional Search Terms Defendants Asked Plaintiffs to Narrow:

Audio
authoriz*
board
branch
channel
chat
commercial
Compet*
control
exclud*
financial
forc*
free
Gnucleus
illegal
index*
invoice*
law
ledger*
legal
M.J.G.
MJG
monitor*
Movie
Mp3
MPAA
Music
P2P
peer-to-peer
policy
porn*
protocol

recognition
Song
survey
Track
unauthoriz*
unlawful
unlicensed
user*
version*

Exhibit B

*Terms plaintiffs agreed to add:*¹

180solutions
24/7 Media
Aimster
AOL Instant Messag*
Audio Layer 3
Bay TSP
Bermeister, Kevin
boycott
Brilliant Digital Entertainment
Consumer Empowerment
Cydoor
dead end license
digital rights management
Dyne, Mark
Ezula
File Freedom
filesharing
filter*
freeloader
FreePeer
Friis, Janus
Hemming, Nicole
Hertz, Kenneth
Jive Media Technologies
LEF Interactive
licens* w/i 25 digital, internet,
web*, on-line, or online
Magnet Mix
Mashbox*
Mestelaar
Microsmarts
monopol*
Moodlogic
oligopol*

¹ All search terms on this list will be added to the search term lists used by Warner Music Group and Sony. The bolded terms on this list will be added to Universal Music Group list A, and all remaining terms will be added to Universal Music Group list B, as identified in plaintiffs' June 7, 2007 letter. EMI will only add the bolded terms to its search term list. We understand that it is defendants' position that all search terms should be included on each plaintiff's search term list.

OnFlow
Oris Capital Partners
Schuermann, Martin
Rose Group
Velasquez, Mario
Vidius
Zennstrom

Terms that defendants may try to narrow:

compete
competit*
copy w/i 3 file or music
DEL
download
ICQ
Hummer
illegal*
induc*
infring*
iPod
MP3*
MySpace*
pric* & song & music & digital
Roxio
song or music w/i 5 digital*, online,
Internet, network, system, or web*
upload
Walmart.com
Winblad

Exhibit C

Term	Outstanding Issues
About, Inc.	LW to provide explanation of relevance
AOL w/i 10 music	This is too broad. LW proposed narrowing to "AOL w/i 5 music"
Apple w/i 10 music	This is too broad. LW proposed narrowing to "Apple w/i 5 music"
Compact Disk Digital Audio Format	LW to provide explanation of relevance
copyright* w/i 25 digital*, online, on-line, Internet, or web*	This is too broad. LW proposed narrowing by changing "w/i 25" to "w/i 10" or "w/i 5"
digital w/i 25 online or on-line, Internet, network, system, web*, copy, copying, copies or reproduc*	This is too broad. LW proposed narrowing by changing "w/i 25" to "w/i 15" or "w/i 10"
document w/i 25 destr*, shred* eras*, or dispos*	LW said it would consider adding this to its list if plaintiffs add it to theirs
document w/i 10 retention	LW said it would consider adding this to its list if plaintiffs add it to theirs
file w/i 5 exchange*, share, sharing, copy, copying or copies (proposed modification is to remove "copy, copying or copies")	LW will let plaintiffs know whether proposed modification is okay
distrib * w/i 25 digital*, online, on-line, Internet, network, system, or web*	This is too broad. LW proposed narrowing by changing "w/i 25" to "w/i 15" or "w/i 10"
GigAmerica.com	LW initially asked for "Gidamerica.com"
iTunes	LW is considering whether current formulation of search term already on Sony, WMG and UMG lists — i.e., itunes w/i 25 (distrib* or pric*) — is acceptable
Marke* w/i 5 share, percent*, digital & online, on-line, Internet, or web*	This is too broad. LW asked us to consider changing marke* to "market share" or "market percent" (and removing "share" and "percent" from the second part of the search string)
NetPD	LW to provide explanation of relevance
New.net	LW to provide explanation of relevance
Nullsoft	LW to provide explanation of relevance
pirat* (proposed modification: "piracy /7 digital")	LW asked plaintiffs to consider searching (pirat* or piracy) /7 (digital or music)
Real Media	LW to provide explanation of relevance

Term	Outstanding Issues
Real Networks, Inc.	LW to provide explanation of relevance
Recording Industry Association of America	This is too broad. LW asked plaintiffs to consider using full name of RIAA as an "or" connector in searches already on plaintiffs' lists for documents containing "RIAA" w/i 25 of certain other terms
Reelmind	LW to provide explanation of relevance
Rhapsody	LW is considering whether current formulation of search term already on Sony, WMG and UMG lists — i.e., Rhapsody w/i 7 (distrib* or pric*) — is acceptable
Sprinks	LW to provide explanation of relevance
Strategic Advertising Services	LW to provide explanation of relevance
Webhancer	LW to provide explanation of relevance
WorldUSA.com	LW to provide explanation of relevance
Yahoo!Music	This is too broad. LW proposed narrowing by changing it to "Yahoo!Music w/i 7 music"
YouTube*	This is too broad. LW proposed narrowing by changing it to "YouTube* w/i 7 music"

EXHIBIT 12

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CHRISTINE BESBAR

August 20, 2007

Arista, et al. v. Lime Wire LLC, et al.,
06 Civ. 05936 (GEL) (S.D.N.Y.)

Dear Charles and Joe:

I write to memorialize the understandings we reached during our August 9 meet and confer session concerning: (1) defendants' responses and objections ("Defendants' Responses") to plaintiffs' First Request for the Production of Documents and Access to Equipment and Facilities ("Plaintiffs' Requests") (Section I, below); (2) plaintiffs' responses and objections ("Plaintiffs' Responses") to defendants' First Request for the Production of Documents ("Defendants' Requests") (Section II, below); and (3) the parties' search term lists (Section III, below). As we mentioned during our meeting, neither the use of a particular search term nor an agreement to produce documents should be construed as a concession of relevance.

I. Defendants' Responses to Plaintiffs' Requests

1. With respect to our request that defendants supply the custodian of each document defendants produce in response to Plaintiffs' Requests, you agreed to confer with your client and respond. You also stated that you would not contest the authenticity of documents produced by defendants.
2. Plaintiffs' Request No. 1: You agreed to search for and produce all available source code for LimeWire's websites, including, but not limited to, filter.limewire.com and fserve1.limewire.com. You also agreed to search for and produce all server logs associated with any LimeWire website, including, but not limited to, filter.limewire.com and fserve1.limewire.com.
3. Plaintiffs' Requests Nos. 4 and 12: You agreed to search for and produce the hash database used by LimeWire's alleged filtering system.

4. Plaintiffs' Request No. 10: You agreed to search for and produce the logs, reports or data files associated with or generated by LimeWire's "crawler" program, as implemented in the "crawler" folder found in LimeWire's CVS repository, as well as any logs, reports or data files associated with any other crawler-type program that LimeWire has implemented. You stated that defendants will not produce the code associated with LimeWire's "crawler" program or any other crawler-type program.

II. Plaintiffs' Responses to Defendants' Requests

1. Defendants' Requests Nos. 17, 21, 24, 67f, 67g, 67h, 67i, 67cc, 67bbb, 78, 87, 89b-89f, 121, 137, 143, 168: We agreed to search for and produce any non-privileged responsive business plans, presentation materials and internal memoranda, including drafts thereof, discussing the marketing, selling, licensing or distribution of their copyrighted works using peer-to-peer technology or networks. You agreed that plaintiffs' current search terms are sufficient for the purposes of these Requests.
2. Defendants' Requests Nos. 28, 30, 60, 85, 104, 155, 202, 203, 213, 217, 218: We agreed to identify by Bates number in our productions documents sufficient to show the information sought, based on your representation that defendants would do the same (specifically, with regard to Plaintiffs' Requests Nos. 26, 33, 35 and 36 (with Defendants' Responses as modified by our correspondence of April 19, June 20, June 29 and July 18)). As we mentioned, we have not agreed, however, to identify every document responsive to such requests. The parties agreed that this agreement is not without prejudice to the parties' ability to contest either the sufficiency of the identification of or production of documents in response to such requests.
3. Defendants' Requests Nos. 16, 67ee, 67oo, 67ww, 67xx, 67aaa, 74a, 76, 107, 108, 117, 118, 132, 170, 173-76, 181, 182, 184, 187, 190, 195, 196, 197, 198, 215, 237: You agreed that plaintiffs' current search terms are sufficient for the purposes of these Requests.
4. Defendants' Requests Nos. 67kk, 67ll, 67mm, 209, 210, 211: You agreed to limit the documents called for by these Requests to the settlement agreement in the iMesh Litigation, the settlement agreement in the BearShare Litigation, the settlement agreement in the Grokster Litigation and documents evidencing any discussions between the RIAA and Grokster. With regard to the settlement agreements, we agreed to check whether they would produce those documents. You mentioned that the relevance of those agreements relates to potential licensing terms and filtering issues. Is there any other basis on which you believe you are entitled to those agreements? With regard to communications between the RIAA and Grokster, if any, we agree to check whether our clients would be willing to produce those documents, if any.

5. Defendants' Request No. 161, 189, 191: You agreed to consider narrowing and/or withdrawing these Requests.
6. Defendants' Requests Nos. 169, 172, 177, 180: In connection with these Requests, we agreed to add the following search terms to plaintiffs' search term list: "NetPD", "GigAmerica.com", "Nullsoft" and "Reelmind". You agreed that plaintiffs' current search terms are sufficient for the purposes of these Requests.
7. Defendants' Requests Nos. 178, 183, 185, 186: You agreed to withdraw these Requests and to withdraw your request that plaintiffs add the terms "WorldUSA.com", "Microsmarts", "Strategic Advertising Services" and "Sprinks" to plaintiffs' search term list.
8. Defendants' Request No. 192: We agreed to check whether our clients would produce documents responsive to this Request and whether they would add the term "New.net" to plaintiffs' search term list.
9. Defendants' Requests No. 200: You agreed that plaintiffs' production to defendants of documents previously produced in the Hummer Winblad litigation fully satisfies this Request. As plaintiffs have completed its production of such documents, plaintiffs (as per the parties' previously-stated agreement) have no further obligations in response to this Request.
10. Defendants' Requests No. 214: You agreed to table discussion of this Request pending resolution of our negotiations concerning search terms.
11. Defendants' Requests Nos. 67k, 67q, 67t, 67gg, 67hh, 67nn, 67pp, 67qq, 67ss, 67tt, 67yy, 67zz, 157, 158, 159, 165, 166, 226: With regard to each of these requests, you stated that, apart from documents relating to hash-based filtering, you were seeking documents relating to audio fingerprinting technologies. Having previously agreed to produce documents relating to hash-based filtering, plaintiffs agreed to produce documents relating to audio fingerprinting technologies. You agreed that plaintiffs' current search terms are sufficient for the purposes of these Requests.
12. Defendants' Request No. 67m: We agreed to produce non-privileged documents responsive to this Request concerning the digital distribution of RIAA members' copyrighted works, insofar as the RIAA is involved in the communication. You agreed that plaintiffs' current search terms are sufficient for the purposes of this Request, as modified.

¹ You agreed that your previous request that plaintiffs search for the term "GidAmerica.com" was a typographical error and withdrew that request.

13. Defendants' Requests Nos. 98, 99, 100: With regard to each of these requests, you stated that you were seeking documents relating to hash-based filtering and audio fingerprinting technologies. Plaintiffs agreed to produce documents relating to hash-based filtering, as well as documents relating to audio fingerprinting technologies. You agreed that plaintiffs' current search terms are sufficient for the purposes of these Requests.
14. Defendants' Request No. 111: We agreed to check whether our clients would produce a list of each form in which the copyrighted works that are the subject of this lawsuit has been distributed (e.g., on CD, digitally, etc), in lieu of making available a physical copy of each copyrighted work that is the subject of this suit.
15. Defendants' Request No. 123: We agreed to conduct a reasonable search and produce copies of any responsive, historical organizational charts.
16. Defendants' Requests Nos. 146-52:
 - With respect to Request No. 146, we have verified that plaintiffs' current search term "Yahoo /7 music" captures the word "Yahoo!Music". You agreed that if the search term "Yahoo /7 musics" captured documents containing "Yahoo!Music", plaintiffs' current search terms would be sufficient for the purposes of these Requests.
 - With respect to Requests Nos. 147-50, we agreed to check whether our clients would add the following terms to plaintiffs' search term list: "Microsoft /7 music"; "Walmart.com /7 (music or licens*)"; "Apple /25 (distrib* or pric*)"; and "Rhapsody".
 - With respect to Request No. 151, we agreed to produce any responsive agreements plaintiffs may have with Napster, as well as all documents reflecting discussions about any such agreements (both before and after their execution). You agreed that plaintiffs' current search terms are sufficient for the purposes of this Request.
 - With respect to Request No. 152, you agreed to consider whether the search term "AOL /5 music" would be sufficient for the purposes of this Request. We also agreed to ask our clients whether they would be willing consider adding the term "AOL /5 music" and "AOL /10 music".
17. Defendants' Requests Nos. 671, 167, 219 and 220: We agreed to discuss further with our clients searching for responsive documents maintained by individuals employed by each of plaintiffs' record label entities.
18. Defendants' Requests Nos. 112-16 and 204-206: You agreed to table discussion of these Requests.

19. Defendants' Requests Nos. 236, 239, 240: We agreed to discuss further whether our clients would produce a list of unaffiliated companies involved in the online distribution of music in which the record companies (or their affiliates) have an equity interest, and the nature of that interest.
20. Defendants' Requests Nos. 6, 7, 23, 61: You agreed that plaintiffs' production of documents responsive to Defendants' Requests Nos. 1-5 fully satisfies these Requests.
21. Defendants' Requests Nos. 80 and 81: You agreed that plaintiffs' response to these Requests is sufficient at present and reserved your right to seek further discovery responsive to these Requests.
22. Defendants' Request No. 84: We reiterated our position that defendants' Requests do not cover discovery from the RIAA, a non-party in this litigation.
23. Defendants' Request No. 86: We confirmed that documents responsive to this Request need not be formally titled "business plan".
24. Defendants' Request No. 212: We agreed to notify you when plaintiffs who are parties to the Digital Music Antitrust Lawsuit produce documents in that litigation. However, plaintiffs' agreement to provide defendants with such notification is by no means a concession of the relevance of the documents requested in Request No. 212.
25. You agreed that our agreements with respect to subparts (a) - (bbb) of Defendants' Request No. 67 apply equally to the same subpart (a) - (bbb) lists contained in Defendants' Requests Nos. 68, 70, 71, 72, 75 and 90.

III. Search Terms

In addition to terms set forth above that we agreed to submit to our client, we agreed to seek our clients' position on the following proposed additions to plaintiffs' search term list:

- "distrib* /15 (digital*, online, on-line, internet or web*)";
- "(web* /15 (distrib* or licens*)) and (audio or music)";
- "(online /15 licens*) and (audio or music)";
- "(internet /15 licens*) and (audio or music)"; and
- "(digital /15 licens*) and (audio or music)".

You also stated that you were not yet prepared to discuss the various terms that we had asked defendants to consider narrowing during our August 1, 2007 "meet and confer" (as memorialized in Exhibit B to Mr. Korn's August 3, 2007 letter).

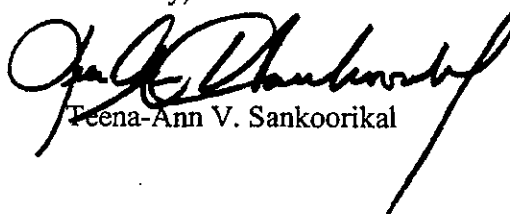
You had asked that plaintiffs consider narrowing certain proposed additions to defendants' search term list (as memorialized in Exhibit A to Mr. Korn's August 3, 2007, letter). During our August 9, 2007, "meet and confer", we informed you that your requests to modify the terms "invoice", "P2P", "peer-to-peer", "law", "legal" and "illegal" are still under review. We also agreed to withdraw the terms "financial", "ledger*", "branch", "index", "porn*", "protocol", "Gnucleus" and "version". With regard to the remainder of the terms that you asked plaintiffs to narrow, we provided you during our meeting with a list (a copy of which is attached hereto) setting forth our proposed modifications to the terms "audio", "authoriz*", "board", "channel", "chat", "commercial", "compet*", "control", "exclud*", "forc*", "free", "M.J.G", "MJG", "monitor", "movie", "MPAA", "mp3", "music", "policy", "recognition", "song", "survey", "track", "unauthoriz*", "unlawful", "unlicensed" and "user*".

Attached as Exhibit A is a revised list of terms that plaintiffs have agreed to search (including the deletion of terms, the requests for which defendants have agreed to strike). Also attached is a revised version of Exhibit C to Mr. Korn's August 3, 2007 letter, that incorporates the agreements and status of items reflected in that chart.

* * *

If my understanding of any of the above is incorrect, please let me know.

Sincerely,



Teena-Ann V. Sankoorikal

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BY E-MAIL

Modifications to Search Terms Proposed to Defendants

- audio** w/i 25 (download* or upload* or shar* or distrib* or track or permiss* or title or copy* or copies or copied or reproduc* or own*)
- authoriz*** w/i 25 (audio or music or mp3 or song or track or title or digital or online or internet or copy* or copies or copied or shar* or distrib* or or reproduc* or download* or upload* or legal or illegal)
- board** w/i 25 (digital or online or internet or music or audio or mp3 or song or track or title or unauthoriz* or authoriz* or unlicens* or licens* or permiss* or shar* or distrib* or copy* or copies or copied or download* or upload* or reproduc* or LW or limewire or Gorton or Bildson)
- channel** w/i 25 (digital or online or internet or music or audio or mp3 or song or track or title or unauthoriz* or authoriz* or unlicens* or licens* or permiss* or shar* or distrib* or copy* or copies or copied or download* or upload* or reproduc* or LW or limewire or Gorton or Bildson or IRC)
- chat** w/i 25 (digital or online or internet or music or audio or mp3 or song or track or title or unauthoriz* or authoriz* or unlicens* or licens* or permiss* or shar* or distrib* or copy* or copies or copied or download* or upload* or reproduc* or LW or limewire or Gorton or Bildson)
- commercial** w/i 25 (revenue* or fee* or audio or music or mp3 or song or track or title or digital or online or internet or shar* or distrib* or copy* or copies or copied or download or upload or reproduc*)
- compet*** w/i 25 (digital or online or internet or music or audio or track or song or mp3 or title or shar* or distrib* or copy* or copies or copied or download or upload or reproduc*)
- control** w/i 25 (digital or online or internet or music or audio or mp3 or song or track or title or unauthoriz* or authoriz* or unlicens* or licens* or permiss* or shar* or distrib* or copy* or copies or copied or download* or upload* or reproduc*)
- exclud*** w/i 25 (digital or online or internet or music or audio or mp3 or song or track or title or unauthoriz* or authoriz* or unlicens* or licens* or permiss* or shar* or distrib* or copy* or copies or copied or download* or upload* or reproduc*)
- forc*** w/i 25 (download* or upload* or shar* or distrib* or digital or online or internet or audio or music or mp3 or song or track or title or user or copy* or copies or copied reproduc* or unlicens* or licens* or unauthoriz* or authoriz* or illegal or unlawful)

free w/i 25 (audio or music or mp3 or song or track or title or digital or online or web or internet or distrib* or shar* or copy* or copies or copied or reproduc* or unlicens* or licens* or unauthoriz* or authoriz* or permiss* or legal or illegal)

.J.G. w/i 5 (trust or partnership)

MJG w/i 5 (trust or partnership)

monitor* w/i 25 (download* or upload* or shar* or distrib* or music or mp3 or song or track or title or copy* or copies or copied reproduc* or audio or digital or online or internet)

movie w/i 25 (download* or upload* or shar* or distrib* or copy* or copies or copied or reproduc* or permiss* or unlicens* or licens* or unauthoriz* or authoriz* or unlawful or track or own* or legal or illegal)

MPAA w/i 25 (download* or upload* or shar* or distrib* or copy* or copies or copied or reproduc* or permiss* or unlicens* or licens* or unauthoriz* or authoriz* or unlawful or track or own* or legal or illegal)

mp3 w/i 25 (download* or upload* or shar* or distrib* or copy* or copies or copied or reproduc* or permiss* or track or own* or legal or illegal)

music w/i 25 (download* or upload* or shar* or distrib* or copy* or copies or copied or reproduc* or permiss* or track or own* or legal or illegal)

policy w/i 25 (download* or upload* or shar* or distrib* or digital or online or internet or audio or music or mp3 or song or track or title or user or copy* or copies or copied or reproduc* or unlicens* or licens* or unauthoriz* or authoriz* or illegal or unlawful or legal)

recognition w/i 25 (song or mp3 or track or title or copyright*)

song w/i 25 (download* or upload* or shar* or distrib* or copy* or copies or copied or reproduc* or permiss* or track or own* or legal or illegal)

survey w/i 25 (use or user* or usage or customer or legal or illegal or licens* or unlicens* or authoriz* or unauthoriz* or unlawful or permiss*)

track w/i 25 (download* or upload* or shar* or distrib* or copy* or copies or copied or reproduc* or permiss* or own* or legal or illegal)

unauthoriz* w/i 25 (download* or upload* or shar* or distrib* or audio or music or mp3 or song or track or title or copy* or copies or copied or digital or online or internet or reproduc* or legal or illegal)

unlawful w/i 25 (download* or upload* or shar* or distrib* or audio or music or mp3 or song or track or title or copy* or copies or copied or digital or online or internet or reproduc* or unlicens* or licens* or unauthoriz* or authoriz*)

unlicensed w/i 25 (download* or upload* or shar* or distrib* or audio or music or mp3 or song or track or title or copy* or copies or copied or digital or online or internet or reproduc* or legal or illegal)

user* w/i 25 (download* or upload* or shar* or distrib* or music or mp3 or song or track or title or unlawful or unauthoriz* or authoriz* or unlicens* or licens* or copy* or copies or copied or free or legal or illegal)

Exhibit A

List of terms plaintiffs agreed to add, as modified by the parties' discussions at the August 9, 2007 meet and confer session:¹

180solutions
24/7 Media
Aimster
AOL Instant Messag*
Audio Layer 3
Bay TSP
Bermeister, Kevin
boycott
Brilliant Digital Entertainment
Consumer Empowerment
Cydoor
dead end license
digital rights management
Dyne, Mark
Ezula
File Freedom
filesharing
filter*
freeloader
FreePeer
Friis, Janus
GigAmerica.com
Hemming, Nicole
Hertz, Kenneth
Jive Media Technologies
LEF Interactive
licens* w/i 25 digital, internet, web*, on-line, or online
Magnet Mix
Mashbox*
Mestelaar
monopol*
Moodlogic
NetPD

¹ All search terms on this list will be added to the search term lists used by Warner Music Group and Sony. The bolded terms on this list will be added to Universal Music Group list A, and all remaining terms will be added to Universal Music Group list B, as identified in plaintiffs' June 7, 2007 letter. EMI will only add the bolded terms to its search term list. We understand that it is defendants' position that all search terms should be included on each plaintiff's search term list.

Nullsoft
oligopol*

OnFlow

Oris Capital Partners

Schuermann, Martin

“Recording Industry Association of America” w/i 25 (policy or policies or direct* or proposal* or strateg*) and (infring* or noninfring* or techn*)

“Recording Industry Association of America” w/i 25 (licens* or sal* or discount* or pric*)

Reelmind

Rose Group

Velasquez, Mario

Vidius

Zennstrom

Revised Exhibit C to Mr. Korn's August 3, 2007 Letter

Term	Description of Issue	Status
About, Inc.	LW to provide explanation of relevance	
AOL w/i 10 music	This is too broad. LW proposed narrowing to "AOL w/i 5 music"	
Apple w/i 10 music	This is too broad. LW proposed narrowing to "Apple w/i 5 music"	
Compact Disk Digital Audio Format	LW has agreed to withdraw its request that plaintiffs search for the term.	Resolved
copyright* w/i 25 digital*, online, on-line, Internet, or web*	This is too broad. LW proposed narrowing by changing "w/i 25" to "w/i 10" or "w/i 5"	
digital w/i 25 online or on-line, Internet, network, system, web*, copy, copying, copies or reproduc*	LW has proposed modifications to this term, as set forth on pages 5-6 of this letter. Plaintiffs have agreed to consider expanding its search term list to include this term.	
document w/i 25 destr*, shred* eras*, or dispos*	LW said it would add this term to its list if we add it to ours	
document w/i 10 retention	LW said it would add this term to its list if we add it to ours	
file w/i 5 exchange*, share, sharing, copy, copying or copies	Defendants have deleted the terms "copy", "copying" or "copies" from the search string but increased from "w/i 5" to "w/i 10". Plaintiffs have agreed to consider the request.	
distrib * w/i 25 digital*, online, on-line, Internet, network, system, or web*	LW has proposed modifications to this term, as set forth on pages 5-6 of this letter. Plaintiffs have agreed to consider expanding its search term list to include this term.	
GigAmerica.com	Plaintiffs have agreed to search for this term.	Resolved
iTunes	LW has agreed that the current formulation of search term already on Sony, WMG and UMG lists — i.e., itunes w/i 25 (distrib* or pric*) — is acceptable.	Resolved
Marke* w/i 5 share, percent*, digital & online, on-line, Internet, or web*	This is too broad. LW asked us to consider changing marke* to "market share" or "market percent" (and removing "share" and "percent" from the second part of the search string)	
NetPD	Plaintiffs have agreed to search for this term.	Resolved

Term	Description of Issue	Status
New.net	Plaintiffs have agreed to consider expanding its search term list to include this term.	
Nullsoft	Plaintiffs have agreed to search for this term.	Resolved
(pirat* or piracy) w/i 7 digital	Defendants have agreed that this search term is sufficient for its purposes.	Resolved
Real Media	Plaintiffs have agreed to consider expanding its search term list to include this term.	
Real Networks, Inc.	Plaintiffs have agreed to consider expanding its search term list to include this term.	
Recording Industry Association of America	LW asked us to consider using full name of RIAA as an "or" connector in searches already on our list for documents containing "RIAA" w/i 25 of certain other terms. Plaintiffs agreed to this request.	Resolved
Reelmind	Plaintiffs have agreed to search for this term.	Resolved
Rhapsody	LW has asked that plaintiffs search for the standalone term "Rhapsody", rather than "Rhapsody w/i7 (distrib* or pric*)". Plaintiffs have agreed to consider this modification.	
Sprinks	LW has agreed to withdraw its request that plaintiffs search for the term.	Resolved
Strategic Advertising Services	LW has agreed to withdraw its request that plaintiffs search for the term.	Resolved
Webhancer	LW to provide explanation of relevance	
WorldUSA.com	LW has agreed to withdraw its request that plaintiffs search for the term.	Resolved
Yahoo!Music	This issue has been resolved, as set forth in Item No. 16 of this letter.	Resolved
YouTube*	This is too broad. LW has agreed that the term "YouTube* w/i 7 music" is sufficient.	Resolved

EXHIBIT 13

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CHRISTINE BESHAR

August 23, 2007

Arista, et al. v. Lime Wire LLC, et al.,
06 Civ. 05936 (GEL) (S.D.N.Y.)

Dear Joe and Susan:

I write to memorialize the understandings we reached during our August 22 meet and confer session.

I. Defendants' Responses to Plaintiffs' Requests

You agreed to confer with Charles regarding defendants' positions concerning Plaintiffs' Requests Nos. 33, 39 and 40 and to provide responses to the issues we raised with regard to those Requests during our session on Tuesday, August 28, 2007.¹

II. Non-Party Productions

You represented that you are in possession of responsive documents from David and Christine Nicponski, and stated that after you consult with Charles, you would let us know the date by which we can expect to receive those documents. You also agreed to confer with Charles regarding the status of any production by We Get It, Inc. and to provide us with a timeframe within which we would receive a production, if any, from that third party.

¹ As in our previous correspondence of April 19, June 20, June 29 and July 18, we use herein the numbering of Plaintiffs' Requests contained in Defendants' Responses, although, as we have noted, several of those Requests are misnumbered.

III. Search Terms

You agreed to search for the following artist names: Beatles, Bruce Springsteen, Coldplay, Destiny's Child, Gorillaz, Green Day, Gwen Stefani, Jay Z, Jay-Z, Justin Timberlake, Led Zeppelin, Madonna, Michael Jackson, Nelly, Norah Jones, Radiohead and U2.

You stated that you are consulting with Charles as to whether defendants will add the following search terms discussed in Jeff Korn's August 3, 2007 letter: reverify, verify, SIMPP, UHC and WinMX. In addition, you stated that you are consulting with Charles regarding defendants' proposed additions to plaintiffs' search terms that you agreed to try and narrow (as listed on Exhibit B to Mr. Korn's August 3 letter).

* * *

If my understanding of any of the above is incorrect, please let me know.

Sincerely,

Handwritten signature of Teena-Ann V. Sankoorikal in black ink, with the initials 'cmt' written at the end of the signature.

Teena-Ann V. Sankoorikal

Joseph D. Cohen, Esq.
Porter & Hedges LLP
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Susan K. Hellinger
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Houston, TX 77002

BY E-MAIL

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RICHARD HALL
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DANIEL SLIFKIN
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RONALD CAMI
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CHRISTINE BESHAR

September 3, 2007

Arista, et al. v. Lime Wire LLC, et al.
06 Civ. 05936 (GEL) (S.D.N.Y.)

Dear Charles and Joe:

I write to memorialize the understandings we reached during our August 28 "meet and confer" session.

I. Defendants' Responses to Plaintiffs' Requests

We discussed defendants' positions concerning Plaintiffs' Requests Nos. 33, 39 and 40.¹ With regard to Plaintiffs' Request No. 33, you indicated that you would produce documents sufficient to show the ownership interest in Lime Group LLC. With regard to Plaintiffs' Request No. 39, you have provided us with an example of a "chargeback" (which is to be treated as confidential), which we will review for the purposes of future discovery discussions, if any, on this topic. With regard to Plaintiffs' Request No. 40, you indicated that defendants maintain salary records for their employees and also documentation relating to stock option plans in which certain employees may have participated. Based on that representation, we will consider what documents, if any, we seek in response to this Request. You also indicated that you would inquire and provide a description as to bounties paid to individuals who developed aspects of the LimeWire System/Service.

¹ As in our previous correspondence of April 19, June 20, June 29 and July 18, we use herein the numbering of Plaintiffs' Requests contained in Defendants' Responses, although, as we have noted, several of those Responses are misnumbered.

II. Non-Party Productions

With regard to documents from David and Christine Nicponski, you indicated that any responsive documents would be produced by September 5, 2007. With regard to a production by We Get It, Inc., you informed us that the entirety of this production is being withheld on the basis of privilege and that you would provide us with a privilege log in due course.

III. Search Terms

You once again confirmed your agreement to search for the following artist names: Beatles, Bruce Springsteen, Coldplay, Destiny's Child, Gorillaz, Green Day, Gwen Stefani, Jay Z, Jay-Z, Justin Timberlake, Led Zeppelin, Madonna, Michael Jackson, Nelly, Norah Jones, Radiohead and U2.

You agreed to search for the terms "reverify", "SIMPP", "UHC" and "WinMX". We agreed to consider providing connectors for the term "verify". With regard to the terms that plaintiffs asked defendants to narrow (as listed on Exhibit B to Mr. Korn's August 3, 2007 letter), we are considering defendants' proposals (as attached to Mr. Baker's August 29, 2007 email). With regard to the proposed modifications to certain of plaintiffs' proposed additional search terms, we are considering defendants' responses (as attached to Mr. Baker's August 29, 2007 email) to plaintiffs' proposed modifications (a copy of which was attached to my August 20, 2007 letter).

With regard to plaintiffs' request that defendants search for the terms "law", "legal" and "illegal", you agreed to search for the terms "legal" and "illegal", so long as we propose connectors for the term "law". We are considering that request.

With regard to the terms "P2P" and "peer to peer", you agreed that Lime Group would search for these two terms without connectors. With regard to Lime Wire, we agreed to propose connectors for these two terms.

IV. Plaintiffs' August 20, 2007 Letter

Defendants' Responses to Plaintiffs' Requests

1. With regard to our request that defendants provide the custodian of each document defendants produce in response to Plaintiffs' Document Requests, you agreed that you would confer with your client and provide a response by September 7, 2007.
2. You agreed with our characterization.
3. You agreed with our characterization.
4. You agreed with our characterization.

Plaintiffs' Responses to Defendants' Requests

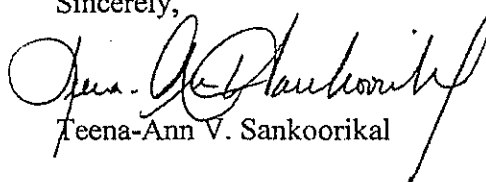
With regard to the statement in plaintiffs' August 20, 2007 letter that defendants had agreed that plaintiffs' current search terms were sufficient for the purposes of certain requests (as identified in that letter), you raised the concern that such an agreement does not relieve plaintiffs of the obligation to search additional custodians, if plaintiffs are aware of custodians who would possess additional documents responsive to defendants' document requests. (I expressed a similar concern.) I stated that, at this time, we are not aware of any such additional custodians. You made similar representations about your production efforts.

1. You agreed with our characterization.
2. You agreed with our characterization.

* * *

If my understanding of any of the above is incorrect, please let me know.

Sincerely,



Teena-Ann V. Sankoorikal

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September 13, 2007

Arista, et al. v. Lime Wire LLC, et al.,
06 Civ. 05936 (GEL) (S.D.N.Y.)

Dear Charles and Joe:

I write to memorialize the understandings we reached during our September 6 and 10 "meet and confer" sessions.

I. Defendants' Responses to Plaintiffs' Requests

Non-Party Productions

With regard to documents from David and Christine Nicponski, you indicated that any responsive documents would be produced to us this week. We have, in fact, received that production.

IV. Plaintiffs' August 20, 2007 Letter

Plaintiffs' Responses to Defendants' Requests¹

3. Defendants' Requests Nos. 16, 67ee, 67oo, 67ww, 67xx, 67aaa, 74a, 76, 107, 108, 117, 118, 132, 170, 173-76, 181, 182, 184, 187, 190, 195, 196, 197, 198, 215, 237: You agreed with our characterization with regard to Requests Nos. 16, 67ee, 67oo, 67ww, 67xx, 67aaa, 74a, 76a – 76l, 76n – 76p, 107, 108, 117, 118, 170, 173-76, 181, 182, 184, 187, 190, 195, 196, 197, 198, 215, 237. With regard to Requests No. 76m, we had initially agreed to search for "Myspace.com /7 music". You asked that we search for

¹ We use the lettering found in that letter herein.

“Myspace.com /7 infringing”, which we stated was overly broad, among other problems. We agreed to inquire as to whether our clients would be willing to expand our proposed search term “Myspace.com w/i 7 music” to include, for instance, “song”, “mp3” and “audio”. With regard to Requests No. 132, you indicated that you would respond as to whether plaintiffs’ current search terms are sufficient for these purposes.

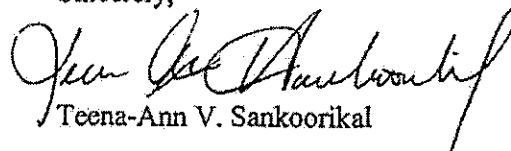
4. Defendants’ Requests Nos. 67kk, 67ll, 67mm, 209, 210, 211: You stated on the call that in addition to the settlement agreement in the iMesh Litigation, the settlement agreement in the BearShare Litigation and the settlement agreement in the Grokster Litigation, you also seek any communications about these litigations between plaintiffs or the RIAA and these entities. We agreed to check whether plaintiffs would produce those documents.
5. Defendants’ Requests No. 161, 189, 191: You agreed to withdraw Requests Nos. 161 and 189. With regard to Requests No. 191, you stated that you would consider the search for “Webhancer and LimeWire” as sufficient for the purposes of identifying documents responsive to Requests No. 191. We will agree to that term.
6. Defendants’ Requests Nos. 169, 172, 177, 180: You agreed with our characterization.
7. Defendants’ Requests Nos. 178, 183, 185, 186: You agreed with our characterization.
8. Defendants’ Request No. 192: We have agreed to search for the term “New.net”, which you agreed resolved any issues with regard to this Request.
10. Defendants’ Requests No. 214: You agreed with our characterization.
11. Defendants’ Requests Nos. 67k, 67q, 67t, 67gg, 67hh, 67nn, 67pp, 67qq, 67ss, 67tt, 67yy, 67zz, 157, 158, 159, 165, 166, 226: You agreed with our characterization.
12. Defendants’ Request No. 67m: You agreed with our characterization.
13. Defendants’ Requests Nos. 98, 99, 100: You agreed with our characterization.
- 16a. You agreed with our characterization.
- 16c. You agreed with our characterization.

22. Defendants' Request No. 84: You agreed with our characterization.
23. Defendants' Request No. 86: You agreed with our characterization.
24. Defendants' Request No. 212: You agreed with our characterization.
25. You agreed with our characterization.

* * *

If my understanding of any of the above is incorrect, please let me know.

Sincerely,


Teena-Ann V. Sankoorikal

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BY E-MAIL

EXHIBIT 16

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

ARISTA RECORDS LLC; ATLANTIC RECORDING CORPORATION; BMG MUSIC; CAPITOL RECORDS, INC.; ELEKTRA ENTERTAINMENT GROUP INC.; INTERSCOPE RECORDS; LAFACE RECORDS LLC; MOTOWN RECORD COMPANY, L.P.; PRIORITY RECORDS LLC; SONY BMG MUSIC ENTERTAINMENT; UMG RECORDINGS, INC.; VIRGIN RECORDS AMERICA, INC.; and WARNER BROS. RECORDS INC.,

Plaintiffs/Counterclaim Defendants,

v.

06 Civ. 05936 (GEL)

LIME GROUP LLC; MARK GORTON; and GREG BILDSON,

Defendants,

and

LIME WIRE LLC,

Defendant/Counterclaim Plaintiff.

[PROPOSED] AMENDED CIVIL CASE MANAGEMENT PLAN

IT IS HEREBY ORDERED, that the following deadlines in the Court's October 11, 2006 Civil Case Management Plan and the June 18, 2007 Stipulated and Amended Civil Case Management Plan are amended as follows:

"4. All fact discovery is to be completed by 6/20/08. Interim deadlines set below may be extended by the parties on consent without application to the Court, provided the parties can still meet the discovery completion date ordered by the Court."

"C. Fact Depositions to be completed by 6/20/08."

"D. Experts, if any, are to be designated by 6/27/08, and experts'

reports exchanged no later than 6/27/08. **Rebuttal reports, if any, exchanged no later than 7/18/08**. Experts may be deposed, but such depositions must occur after 6/20/08 and no later than 8/01/08.”

“E. Requests to Admit, if any, are to be served no later than 5/20/08.”

“5. Dispositive motions are to be served and filed by 8/29/08.¹

Answering papers are to be served and filed by 9/30/08.

Reply papers are to be served and filed by 10/14/08.”

* * *

All other provisions of the October 11, 2006 Civil Case Management Plan shall remain the same.

IT IS SO ORDERED:

DATED: _____

Hon. Gerard E. Lynch
UNITED STATES DISTRICT COURT

¹ The parties, however, may move for summary judgment at any time prior to August 29, 2008. In such an event, answering papers are to be served and filed within 30 days after the service of any opening summary judgment papers, and any reply papers are to be served and filed within 15 days after the service of any answering papers.