

Exhibit F

Holmes, Sandra

From: Kozusko, Dan
Sent: Friday, December 10, 2010 1:08 PM
To: 'Jonathan Gottlieb'
Cc: Eaton, Mary
Subject: RE: Arista Records LLC v. Lime Group LLC, et al.
Attachments: VEVO Mot. to Compel Order 11.23.10.PDF

Jonathan,

With regard to the first category of documents, we cannot be sure that we now have all of the relevant agreements from plaintiffs. If you would please provide us with a list of what of "the relevant agreements" referred to in your email are, we would happy to cross-check the agreements on that list against plaintiffs' production to ensure that we have them all.

On the second category, we would propose running search terms on the relevant custodians at My Space to identify potentially responsive documents. Of course, we are willing to work with you on both the list of search terms and appropriate custodians to include. I would note that the Magistrate Judge supervising discovery recently entered an order directing another non-party to do so in response to similar subpoena that Defendants served. A copy of that order is attached.

On the third category, we would accept the production of reports or other documents from My Space showing the amount that it has paid to plaintiffs under the agreements in category one. Again, these are the same type of documents that the Magistrate has ordered another non-party to produce.

Please let us know if this proposal is acceptable. As discovery is now set to close at the end of next month, we are looking to conclude productions from non-parties or seek appropriate relief from the Court. While we would prefer the former route, we will have no choice but to proceed with the latter, in the event that we cannot reach agreement on the scope of My Space's document production.

Dan

Dan C. Kozusko
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(212) 728-9694 (fax)
dkozusko@willkie.com

-----Original Message-----

From: Jonathan Gottlieb [mailto:Jonathan.Gottlieb@fox.com]
Sent: Tuesday, November 02, 2010 7:51 PM
To: Kozusko, Dan
Cc: Eaton, Mary
Subject: RE: Arista Records LLC v. Lime Group LLC, et al.

Hi Dan,

I understand that you have now obtained production of the relevant agreements from the plaintiffs in the matter, which moots the first category of requests to us that you have listed below.

I also understand that the Court may be considering (or perhaps re-considering) the discoverability of the two other categories of documents implicated by your request. As you know, the discovery obtainable from third parties is narrower than what is obtainable from the parties to the litigation. We therefore would expect that you would withdraw any portion of your requests to us if the Court deems that category non-discoverable from the

parties to the litigation. Conversely, if in the future the Court orders your counterparty to produce the same documents you have requested from us, I expect that you will advise us that no production of those documents from us is necessary.

Please advise if the Court issues an order addressing these subjects. Because such an order may shape or even moot your requests to us, I suggest we wait until the Court issues an order for any further discussion. If, however, you'd prefer to discuss further now, I am happy to have my assistant schedule a call.

Thank you.

From: Kozusko, Dan [mailto:dkozusko@willkie.com]
Sent: Wednesday, October 27, 2010 1:24 PM
To: Jonathan Gottlieb
Cc: Eaton, Mary; Sepi Haghghi
Subject: RE: Arista Records LLC v. Lime Group LLC, et al.

Jonathan,

I wanted to follow up on our conversation of last Friday and my subsequent email. Kindly let me how My Space intends to proceed here.

Regards,
Dan

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-----Original Message-----

From: Kozusko, Dan
Sent: Friday, October 22, 2010 7:06 PM
To: 'Jonathan Gottlieb'
Cc: Eaton, Mary; Sepi Haghghi
Subject: RE: Arista Records LLC v. Lime Group LLC, et al.

Dear Jonathan:

Thank you for discussing with me just now the subpoena that Defendants have served on My Space Inc. ("My Space"). Per your request, below are the categories of documents that defendants seek to obtain from My Space in the first instance:

1. Licensing agreements between My Space and one or more plaintiffs with regard to the Songs identified in the Subpoena.
2. Communications and documents concerning communications between My Space and plaintiffs concerning those licensing agreements, the negotiation and terms thereof, and any payments made by My Space to plaintiffs pursuant to those agreements.
3. Documents reflecting payments made by My Space to plaintiffs pursuant to those licensing agreements, how those payments were calculated, and data regarding My Space users' accessing, downloading, or viewing the Songs identified in the Subpoena, such as how many times each of those Songs was accessed.

Please let us know as soon as possible whether My Space will be producing any documents pursuant to the subpoena. In the meantime, Defendants reserve all rights with regard to the Subpoena.

Regards,

Dan

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dkozusko@willkie.com

-----Original Message-----

From: Jonathan Gottlieb [mailto:Jonathan.Gottlieb@fox.com]
Sent: Thursday, October 21, 2010 4:25 PM
To: Kozusko, Dan
Cc: Eaton, Mary; Sepi Haghghi
Subject: RE: Arista Records LLC v. Lime Group LLC, et al.

Mr. Kozusko,

Apologies for the delayed response. My calendar has been very full this week. I'm copying my assistant to see whether she can find a time tomorrow or next week when we can discuss your subpoena.

As I am sure Ms. Eaton related to you, we believe that (a) your subpoena is unduly burdensome on its face; and (b) client is not entitled to obtain documents equally obtainable from parties to the litigation. If you have a narrowing of your subpoena in mind that does not impose an undue burden on MySpace and that seeks discoverable, relevant documents uniquely in MySpace's possession, we are of course willing to discuss such a resolution.

Very truly yours,
Jonathan Gottlieb

From: Kozusko, Dan [mailto:dkozusko@willkie.com]
Sent: Sunday, October 17, 2010 3:44 PM
To: Jonathan Gottlieb
Cc: Eaton, Mary
Subject: Arista Records LLC v. Lime Group LLC, et al.

Dear Mr. Gottlieb:

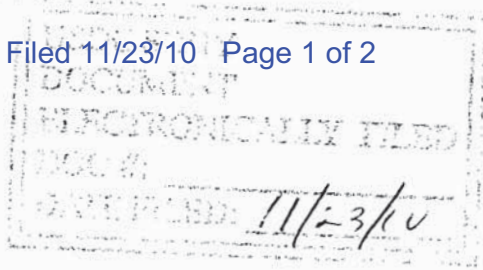
I write concerning the subpoena that defendants recently served on MySpace Music in connection with the above-captioned matter. As I am sure you recall, we agreed to put the production of documents in response to the subpoena on hold until the Court ruled on plaintiffs' objections to defendants' subpoenas, including the subpoena served on your client. Attached is a decision issued by the Court on Friday afternoon upholding the subpoenas in their entirety. Accordingly, we would like to discuss with you as soon as possible the timing of your document production. Of course, we are willing to discuss the scope of that production so as to minimize any undue burden on your client, while ensuring that defendants receive the requested documents and information expeditiously, so that we can avoid any costly motion practice.

Please let us know when you are available to discuss this issue. Thank you.

Very truly yours,
Dan Kozusko

<<Discovery Order.pdf>>
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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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| ARISTA RECORDS LLS, et al., | : | |
| | : | |
| Plaintiffs, | : | 06 Civ. 5936 (KMW)(DF) |
| | : | |
| -against- | : | ORDER |
| | : | |
| LIME GROUP LLC, et al., | : | |
| | : | |
| Defendants. | : | |
| -----X | : | |

DEBRA FREEMAN, United States Magistrate Judge:

Before the Court is Defendants’ application for an order compelling non-party VEVO, LLC (“VEVO”) to produce documents in response to a subpoena served on VEVO by Defendants. Having reviewed Defendants’ and VEVO’s submissions to the Court, the Court finds that VEVO’s proposal to produce certain documents, as set forth in its correspondence with Defendants, strikes an appropriate balance between Defendants’ need to obtain relevant documents and the burden to VEVO. Accordingly, it is hereby ORDERED that VEVO produce:

1. All signed contracts, licenses, or other agreements between VEVO and any plaintiff in this case, concerning the use, publication, display, or broadcast of any material to which any plaintiff owns, holds, claims, or otherwise maintains a copyright, including supplements, modifications, and amendments, but not including drafts, except to the extent that drafts are attached to the communications separately ordered to be produced, as set forth in paragraph 3(b) below.
2. All monthly summary reports and monthly detailed “XML” reports submitted by VEVO to any plaintiff, showing amounts paid by VEVO pursuant to any such signed contract, license or agreement between VEVO and any plaintiff in this case.

3. All documents contained in the files of (1) Rio Caraeff, (2) Fred Santarpia, (3) Alan Price, (4) Julie Lee, and (5) Alexander Kisch (collectively, the “Custodians”):
- a. referring to “LimeWire”; or
 - b. consisting of communications with the following individuals: David Weinberg, Jaunique Sealy, Michael Mulein, Wendy Nussbaum, Zach Horowitz, Charles Ciongoli, David Ring, Mark Eisenberg, Michael Paul, Jeff Walker, Chris Bonavia, Jonathan Glass, Bobby Sherman, Dennis Kooker, Thomas Hesse, Amy Lauren, Mark Pilbe, Elio Leoni-Sceti, Chris Kennedy, and Enrico Del Prete, and containing any of the following terms: licens*, royalt*, agreement, contract, “label fees,” and “revenue share.”

Dated: New York, New York
November 23, 2010

SO ORDERED



DEBRA FREEMAN
United States Magistrate Judge

Copies to:

all parties (via ECF)

Cynthia Richman, Esq.
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1050 Connecticut Avenue, N.W.
Washington, DC 20063-5304