

ORIGINAL

Stanton, J.
USDC SDNY
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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

VIACOM INTERNATIONAL INC.,)
COMEDY PARTNERS,)
COUNTRY MUSIC TELEVISION, INC.,)
PARAMOUNT PICTURES CORPORATION,)
and BLACK ENTERTAINMENT TELEVISION)
LLC,)
Plaintiffs,)
v.)
YOUTUBE, INC., YOUTUBE, LLC, and)
GOOGLE INC.,)
Defendants.)

Civil Action No. 07-CV-2103
Judge Stanton

**STIPULATION REGARDING
JUNE 23, 2008 ORDER &
VIACOM'S DISCOVERY
OBLIGATIONS**

Civil Action No. 07-CV-3582
Judge Stanton

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APR 30 2009 9:00 AM

WHEREAS, the parties to the above-referenced action seek to define certain of the Viacom Plaintiffs' production obligations with respect to Court's June 23, 2008 Order ("Order") and YouTube's requests for production in this matter;

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel of record:

1. Viacom shall produce the documents and electronically stored information responsive to YouTube's requests for production from each of its subsidiaries and affiliates, including those it previously had excluded. Such production shall be subject to Viacom's responses and objections to YouTube's requests for production, agreements with YouTube concerning those responses and objections, or as otherwise ordered by the Court.

2. At this time, Viacom shall not be required to search for and produce documents for the entities identified in Exhibit J to YouTube's March 20, 2009 letter to the Court, subject to each parties' reservation of rights in the event that YouTube should seek documents from such entities.

3. At its sole election, Viacom shall (i) provide a log listing the documents produced from each previously excluded subsidiary or affiliate by Bates number on an entity-by-entity basis, with such a log to be produced concurrently with any production containing documents from a previously excluded subsidiary or affiliate; or (ii) employ

unique entity-specific Bates numbers for the documents it produces from the previously excluded subsidiaries and affiliates.

AGREED and STIPULATED

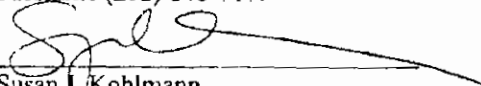
April 28, 2009

*Attorney for Viacom International Inc.,
Comedy Partners, Country Music Television,
Inc., Paramount Pictures Corporation, and
Black Entertainment Television, LLC*

By: _____

Stuart J. Baskin
SHERMAN & STERLING LLP
599 Lexington Avenue
New York, NY 10022
Telephone (212) 848-4000
Facsimile (212) 848-7179

By: _____

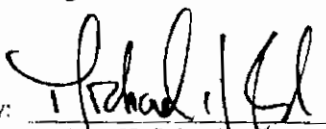

Susan J. Kohlmann
JENNER & BLOCK LLP
919 Third Avenue
New York, NY 10022-3908
Telephone: (212) 891-1690
Facsimile: (202) 891-1699

AGREED and STIPULATED

April 28, 2009

*Attorney for YouTube, Inc., YouTube, LLC
and Google Inc.*

By: _____


Andrew H. Schapiro
A. John P. Mancini
Matthew Ingber
Brian Willen
MAYER BROWN LLP
1675 Broadway
New York, NY 10019
Telephone: (212) 506-2500
Facsimile: (212) 262-1910

David H. Kramer
Maura L. Rees
Michael H. Rubin
Bart E. Volkmer
WILSON SONSINI GOODRICH &
ROSATI
PROFESSIONAL CORPORATION
650 Page Mill Road
Palo Alto, CA 94304
(650) 493-9300

SO ORDERED:

Louis L. Stanton
U.S.D.J.
4/29/09