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SUPREME COURT OF THE STATE OF NEW YORK  
NEW YORK COUNTY: COMMERCIAL DIVISION

|                            |   |                          |
|----------------------------|---|--------------------------|
| -----                      | : |                          |
|                            | : |                          |
| VOOM HD HOLDINGS, LLC,     | : | Index No. 600292/08      |
|                            | : |                          |
| Plaintiff,                 | : | IAS Part 56              |
|                            | : |                          |
| -against-                  | : | Hon. Richard B. Lowe III |
|                            | : |                          |
| ECHOSTAR SATELLITE L.L.C., | : |                          |
|                            | : | <u>STIPULATION AND</u>   |
| Defendant.                 | : | <u>PROPOSED ORDER</u>    |
| -----                      | : |                          |

**E-FILE**

WHEREAS, on September 10, 2008, the Court granted the parties' joint request for an extension of the discovery deadlines ("September Order") set forth in the Preliminary Conference Order entered May 19, 2008;

WHEREAS, the parties have been mindful of the discovery deadlines set forth in the September Order and have engaged diligently in the meet-and-confer process to address each other's discovery requests and related discovery issues;

WHEREAS, the parties have made a good faith effort to gather and review documents and electronically stored data responsive to each other's discovery requests with each party having deployed large teams of attorneys to gather and review such documents;

WHEREAS, the volume of documents—including an enormous amount of electronically stored data—to be gathered and reviewed in order to fully respond to each party's discovery requests far exceeded the parties' expectations;

WHEREAS, the parties have nonetheless worked diligently to complete their respective document productions, such that Plaintiff has already produced more than 500,000 pages of documents and Defendant has already produced more than 100,000 pages of documents to date;

WHEREAS, the parties continue to work expeditiously and are in the process of finalizing their respective "clean-up" productions in response to each other's outstanding document demands and compiling their respective privilege logs; and

WHEREAS, the parties believe that a modest extension of the deadlines set forth in the September Order is necessary in order to provide each party with a full and fair opportunity to develop its case or defense;

WHEREAS, the parties each contemplate taking a large number of depositions, a number of which will be outside of New York;

WHEREAS, with respect to all outstanding document requests as of January 1, 2009, the parties believe, for the foregoing reasons, that it is necessary to extend the discovery deadlines for completion of document productions and commencement of depositions to March 13, 2009, and to extend the remainder of the existing discovery deadlines, as set forth in the September Order, by approximately 120 days;

WHEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel, that subject to the Court's approval, the existing September Order shall be modified as set forth on Exhibit A. Except as otherwise noted, the Preliminary Conference Order entered May 19, 2008, as modified by the September Order, shall remain the same.

*compliance conference on 9/3/09 at 2:30 pm.*

Dated: February 24, 2009

AKIN GUMP STRAUSS HAUER & FELD LLP

MORRISON & FOERSTER LLP

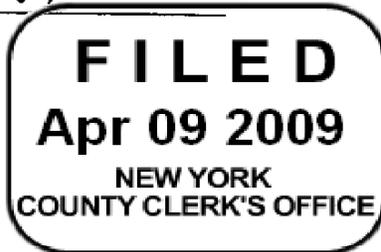
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*Attorneys for Defendant  
EchoStar Satellite L.L.C. (n/k/a  
DISH Network L.L.C.)*

Dated: 4/9/09



SO ORDERED:

RICHARD B. LOWE III  
Hon. Richard B. Lowe III  
New York Supreme Court Justice

**EXHIBIT A**

|  | <u>Existing Deadline</u>      | <u>Modified Deadline</u>   |
|--|-------------------------------|----------------------------|
| 1. Complete document production in response to outstanding discovery demands | November 28, 2008             | March 13, 2009             |
| 2. Completion of Defendant's privilege log                                   | February 13, 2009             | March 13, 2009             |
| 3. Completion of Plaintiff's privilege log                                   | February 27, 2009             | March 13, 2009             |
| 4. Depositions shall begin on or after:                                      | November 28, 2008             | March 13, 2009             |
| 5. Depositions shall end by:   | August 21, 2009               | December 18, 2009          |
| 6. Initial expert reports shall be provided by:                              | June 12, 2009                 | October 9, 2009            |
| 7. Rebuttal expert reports shall be exchanged by:                            | July 10, 2009                 | November 6, 2009           |
| 8. Depositions of experts shall be completed by:                             | August 21, 2009               | December 18, 2009          |
| 9. End date for all disclosure   | August 21, 2009               | December 18, 2009          |
| 10. Compliance Conference  | October 23, 2009 at 2:30 p.m. | April 9, 2009 at 2:30 p.m. |
| 11. Note of Issue  | September 18, 2009            | January 15, 2010           |

**AKIN GUMP  
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Attorneys at Law

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February 24, 2009

**VIA ELECTRONIC FILING AND HAND DELIVERY**

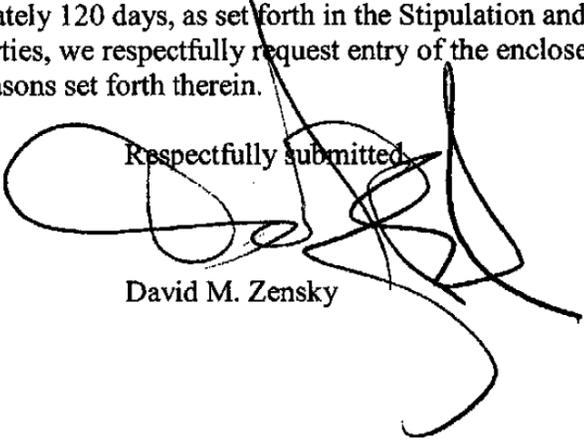
Hon. Richard B. Lowe III  
New York State Supreme Court Justice  
100 Centre Street, Room 1735  
New York, NY 10013

Re: *VOOM HD Holdings LLC v. EchoStar Satellite L.L.C.*  
Supreme Court, County of New York, Index No. 600292/08

Dear Justice Lowe:

We represent Plaintiff VOOM HD Holdings LLC in the above-referenced action. Enclosed please find a joint Stipulation and Proposed Order executed by counsel for both parties to extend the discovery deadlines set forth in the Preliminary Conference Order entered on May 19, 2008, as modified by the Court's Order dated September 10, 2008. While the parties have been mindful of the discovery deadlines, as further explained in the joint Stipulation, the volume of documents to be gathered and reviewed has far exceeded the parties' expectations. Accordingly, despite the parties' vigorous efforts to comply with the schedule, we believe that it has become necessary to extend the existing discovery deadlines by approximately 120 days, as set forth in the Stipulation and Proposed Order. Accordingly, on behalf of both parties, we respectfully request entry of the enclosed joint Stipulation and Proposed Order for the reasons set forth therein.

Respectfully submitted,

  
David M. Zensky

cc: Charles L. Kerr, Esq. (via e-mail)  
Richard B. Zabel, Esq.