

PROTECTIVE ORDER MATERIAL

Message

From: Michael Keyserling [MKeyserling@n2bb.com]
on behalf of Michael Keyserling <MKeyserling@n2bb.com> [MKeyserling@n2bb.com]
Sent: 4/28/2004 10:11:28 AM
To: Milton Diaz [mdiaz@bbitv.com]
Subject: RE: Xport Proposal

Yes, let's plan to meet at the N2 Broadband booth and we can go from there. Shall we say Noon on Tuesday? We can plan to walk through the booth as well.

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

From: Milton Diaz [mailto:mdiaz@bbitv.com]
Sent: Wednesday, April 28, 2004 12:08 PM
To: Michael Keyserling
Subject: RE: Xport Proposal

That sounds great. Should I swing by the booth? And let me know a time that is good for you.

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

From: Michael Keyserling [mailto:MKeyserling@n2bb.com]
Sent: Wednesday, April 28, 2004 8:28 AM
To: Milton Diaz
Subject: RE: Xport Proposal

How about lunch on Tuesday?

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

From: Milton Diaz [mailto:mdiaz@bbitv.com]
Sent: Wednesday, April 28, 2004 11:30 AM
To: Michael Keyserling
Subject: RE: Xport Proposal

Due to schedule conflicts, I won't get to New Orleans until Monday afternoon - I land at 2:25 pm, so lunch on Monday is not possible. Let me know when you are available otherwise. And I look forward to seeing what N2 has happening at the show - congratulations on being on the floor (are you doing booth duty? If so, get some comfortable shoes :-)

mdp

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

From: Michael Keyserling [mailto:MKeyserling@n2bb.com]
Sent: Wednesday, April 28, 2004 8:20 AM
To: Milton Diaz
Subject: RE: Xport Proposal

Do you have lunch plans on Monday? We could meet at the N2 Broadband booth and go from there...

I will also be sending a note about N2 happenings at NCTA that I would like to invite you too. N2 is having our first-ever show booth and we are going to be making a splash.

BBitV EX2096
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You will get something on that later today...

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

From: Milton Diaz [mailto:mdiaz@bbitv.com]
Sent: Tuesday, April 27, 2004 1:39 PM
To: Michael Keyserling
Subject: RE: Xport Proposal

Hi Mike -

Good to hear from you. Yes, I will be at the National show next week, arriving Monday afternoon and leaving Wednesday. Things are moving along very well and we should sit down to review at the show. Do you want to schedule something once we are both there?

Look forward to seeing you,

mdp

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

From: Michael Keyserling [mailto:MKeyserling@n2bb.com]
Sent: Monday, April 26, 2004 2:01 PM
To: Milton Diaz
Subject: RE: Xport Proposal

Milton-

Hey, I wanted to send you a note to see how things are going and if there are any updates on your side. Are you going to be at NCTA next week? N2 Broadband is having a booth and we should definitely plan to touch base. I hope everything is going well on your side.

Thanks-

Mike

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

From: Michael Keyserling
Sent: Friday, March 12, 2004 1:52 PM
To: Milton Diaz
Subject: RE: Xport Proposal

Hey Milton-

I am glad that we had the opportunity to meet as well, and I appreciate the quick follow up. I will put something more formal together early next week but I wanted to get something for you to review today.

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This would be based on N2 receiving the order this quarter March 2004:

Xport Producer 300 [Quantity = 2]:

Total Price: \$143,000 [this includes a Q1 incentive that represents 20% off list pricing of \$179,500]

Initial Payment: \$40,000

Monthly Payments [11]: \$9,985

Year 2+ maintenance would be invoiced at the anniversary of shipment

Again, this would include onsite installation and training.

Let me know how this looks and I will plan to give you a call on Monday,

Mike Keyserling

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

From: Milton Diaz [mailto:mdiaz@bbitv.com]

Sent: Fri 3/12/2004 1:19 PM

To: Michael Keyserling

CC:

Subject: RE: Xport Proposal

Mike -

It was a pleasure to see you at CTAM - and thanks for the nice breakfast. Going to the St. Regis was definitely the better alternative...

I have just spoken with Glenn Yamashita, our VP of Finance. We reviewed the direction that the N2BB proposal is going, and he offered the following:

- * Monthly payments are preferred instead of a larger quarterly.
- * Perhaps the first month payment should be on the order of 20% of the proposal, with the balance spread over the remaining 11 months. I am interested in your thoughts.

I look forward to receiving your proposal. Please contact me if you have any questions or want to discuss any alternatives.

Thanks again,

mdp

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

From: Michael Keyserling [mailto:MKeyserling@n2bb.com]

Sent: Friday, January 30, 2004 11:35 AM

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To: Milton Diaz
Subject: Xport Proposal

Milton-

Attached is a proposal for the Xport product. I put together pricing for a primary and redundant system that you would house in Hawaii. If you wanted to look at having two primary workstations, let me know and I can put that together for you. There are terms for both a direct purchase and a leasing model provided in the proposal, please provide feedback as we would like to be flexible to meet your business needs. Let me know if you have any questions.

As far as the environmental figures I would like to go ahead and schedule a call with our lead product guy to discuss this further. Here is some information that I can immediately provide:

The Xport is a 3U Rack-Mountable Computer. Ideally, you would install in a mini-rack, however we do have customers that sit the equipment on desks. You could purchase a small rack that could sit in an office or cube that could house both the Xports and the input deck.

As far as input deck, you would probably want to get a rack-mountable deck that support RS-422 9-pin Protocol. You would probably want to consider 1 or 2 TV monitors, one connected to the input deck, and one connected to the Xport. You will have a third monitor to work on the Xport itself, which is included in the price, as well as keyboard, speakers, DVD-RW, etc.

One other item, you will see pricing for a DLT tape drive as well, the product comes standard with a DVD-RW, but if you still wanted to produce DLT tapes then we could offer that option to you.

If you would like to me to schedule a call to discuss the environmental requirements, let me know a time that would work on your schedule next week. Give me a call if you have any additional questions.

Thanks Milton-

Mike Keyserling

office> 678.812.6300

mobile> 404.822.5331

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

From: Milton Diaz [mailto:mdiaz@bbitv.com]
Sent: Thursday, January 29, 2004 5:56 PM
To: Michael Keyserling
Subject: RE: NDA

Michael -

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One other item: With the proposal, could you provide physical environment requirements and perhaps suggested or typical installation of the 300 system? I assume that a complete setup will include appropriate desk, input deck(s) and television monitor. Is anything else required or recommended? We are planning for new office space and want to incorporate these requirements into our planning immediately.

Thanks,

mdp

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

From: Michael Keyserling [mailto:MKeyserling@n2bb.com]
Sent: Thursday, January 29, 2004 6:50 AM
To: Milton Diaz
Subject: NDA

Milton-

It was nice meeting you yesterday. I wanted to shoot you a quick email to let you know that I fedexed the NDA to your Hawaii office yesterday. I will be sending over a proposal tomorrow for your review. It sounds like very exciting times at BBiTV, and we look forward to working together..

Michael Keyserling
N2 Broadband, Inc.

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Content-Disposition: attachment; filename="image001.jpg"

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