

# **EXHIBIT A**

**Lewis, Adam A.**

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**From:** Lewis, Adam A.  
**Sent:** Friday, July 17, 2009 9:34 AM  
**To:** 'ASpector@bergersingerman.com'  
**Cc:** 'rlevin@cravath.com'  
**Subject:** Re: APA question

Thanks, Arthur.

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**From:** Arthur J. Spector  
**To:** Lewis, Adam A.  
**Sent:** Fri Jul 17 08:00:15 2009  
**Subject:** APA question

Adam, the Debtor intends not to assume the APA. The APA is not a purchased asset. The cure cost you observed was an error that we'll correct, as I said last week. Sorry that it's taken a while to clarify this for you. We and the UnXis representatives caucused on this to be certain that we were of one mind relative to the purchased assets. We are, and the APA will not be assumed.

**Lewis, Adam A.**

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**From:** Lewis, Adam A.  
**Sent:** Friday, July 17, 2009 5:17 AM  
**To:** Arthur J. Spector  
**Cc:** Richard Levin Esq. (rlevin@cravath.com)  
**Subject:** FW: Assumed contracts

Hi, Arthur. As I have a response to file in a few days, I would appreciate a clear answer so that I have notice, however minimal, of what I have to respond to. If you are not going to clarify further, please just tell me that, at least.

Thanks

Adam

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**From:** Lewis, Adam A.  
**Sent:** Wednesday, July 15, 2009 9:20 AM  
**To:** 'Arthur J. Spector'  
**Cc:** 'Richard Levin'  
**Subject:** FW: Assumed contracts

Hi, Arthur. Please confirm whether I am right. Thanks.

Adam A. Lewis, Esq.  
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**From:** Lewis, Adam A.  
**Sent:** Monday, July 13, 2009 5:50 PM  
**To:** 'Arthur J. Spector'  
**Subject:** RE: Assumed contracts

So I take that it that the debtor intends to assume the APA, lock stock and barrel?

Adam A. Lewis, Esq.  
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7/20/2009

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**From:** Arthur J. Spector [mailto:ASpector@bergersingerman.com]  
**Sent:** Monday, July 13, 2009 5:37 PM  
**To:** Lewis, Adam A.  
**Subject:** Assumed contracts

In answer to your inquiry, the reference on the cure list to \$13,129.51, representing 95% of the SVRX Royalties, was an inadvertent error; a carry-over from a projected payables list. That item is not a cure item at all and it does not tie to anything on the schedule of to-be-assigned contracts. We will be amending the cure list to delete the referenced \$13,129.51. I hope this responds to your question, and I thank you for bringing the issue to my attention.

**Lewis, Adam A.**

---

**From:** Lewis, Adam A.  
**Sent:** Monday, July 13, 2009 5:50 PM  
**To:** 'Arthur J. Spector'  
**Subject:** RE: Assumed contracts

So I take that it that the debtor intends to assume the APA, lock stock and barrel?

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**From:** Arthur J. Spector [mailto:ASpector@bergersingerman.com]  
**Sent:** Monday, July 13, 2009 5:37 PM  
**To:** Lewis, Adam A.  
**Subject:** Assumed contracts

In answer to your inquiry, the reference on the cure list to \$13,129.51, representing 95% of the SVRX Royalties, was an inadvertent error; a carry-over from a projected payables list. That item is not a cure item at all and it does not tie to anything on the schedule of to-be-assigned contracts. We will be amending the cure list to delete the referenced \$13,129.51. I hope this responds to your question, and I thank you for bringing the issue to my attention.

**Lewis, Adam A.**

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**From:** Lewis, Adam A.  
**Sent:** Monday, July 13, 2009 5:35 PM  
**To:** 'Arthur J. Spector'  
**Subject:** RE: Assumption of Contracts

Noted. Thanks. Be it noted that even if it comes tonight and is clear, it is after hours on Monday, July 13.

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**From:** Arthur J. Spector [mailto:ASpector@bergersingerman.com]  
**Sent:** Monday, July 13, 2009 5:25 PM  
**To:** Lewis, Adam A.  
**Subject:** Re: Assumption of Contracts

I have your answer. It will be in my next email, shortly.

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**From:** Lewis, Adam A.  
**To:** Arthur J. Spector  
**Cc:** Richard Levin  
**Sent:** Mon Jul 13 20:06:50 2009  
**Subject:** RE: Assumption of Contracts

Thanks. It's hard to decide what sort of response to prepare when we don't know what we're responding to. I have to say now that it's now long past the 20th of June and even the date the debtors said in the Motion they would file their Ex A (not to mention claimed that the schedules were ready and only being copied copies on June 15). We reserve the right to object to the motion as being untimely; it was a premature when filed on the 20th-21st as it was on the 15th and still is.

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**From:** Arthur J. Spector [mailto:ASpector@bergersingerman.com]  
**Sent:** Monday, July 13, 2009 4:47 PM  
**To:** Lewis, Adam A.  
**Subject:** Re: Assumption of Contracts

I'm working on it and may have an answer for you tonight.

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**From:** Lewis, Adam A.  
**To:** Arthur J. Spector  
**Sent:** Mon Jul 13 19:44:37 2009  
**Subject:** RE: Assumption of Contracts

Arthur: do I hvae a clear answer to the question, or do I have to wade through the latest filing of Ex. A?

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**From:** Arthur J. Spector [mailto:ASpector@bergersingerman.com]  
**Sent:** Friday, July 10, 2009 12:41 PM  
**To:** Lewis, Adam A.  
**Subject:** RE: Assumption of Contracts

I am on a conference call with my team relative to your question. Stand by.

BIO



**BERGER SINGERMAN**  
attorneys at law

**Arthur J. Spector**

7/19/2009

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**From:** Lewis, Adam A. [<mailto:ALewis@mofa.com>]  
**Sent:** Thursday, July 09, 2009 8:04 PM  
**To:** Arthur J. Spector  
**Subject:** Assumption of Contracts

Arthur:

We find the referece to the Novell APA in the first part of Exhibit A (Packaged Product Related) to be ambiguous regarding whether the debtors are proposing to assume the entire APA or only some part of it somehow relating to the "UNXI SVRX Royaly collecitons Due July 15, 2009". Can you clarify, and if the latter, tell just just what?

Thanks

Adam

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