

ALSTON & BIRD LLP

One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309-3424

404-881-7000
Fax: 404-881-7777
www.alston.com

David J. Stewart

Direct Dial: 404-881-7952

E-mail: dstewart@alston.com

October 27, 2004

Via Facsimile and UPS OVERNIGHT

David S. Stone, Esq.
Boies, Schiller & Flexner LLP
150 John F. Kennedy Parkway, 4th Floor
Short Hills, NJ 07078

**Re: *The SCO Group, Inc. v. AutoZone, Inc.*
*Civil Action No. CV-S-04-0237-RCJ-LRL***

Dear David:

Enclosed are the following documents and things that are being produced under the agreed protective order in response to your client's first requests for documents;

1. Two hard drives that contain the AutoZone store server image as of October 15, 2004 (Bates Nos. AZ 00393 and AZ 00394)
2. A DVD that contains the AutoZone RCS as it existed on October 7, 2004. (AZ 00395)
3. A CD that contains the binary image of the version of RedHat Linux AutoZone was using on its store servers in late 2002. (AZ 00399)
4. A CD that contains the binary image of the AutoZone applications run on Linux store servers as they existed in late 2002. (AZ 00398)
5. A CD that contains a list of all files on the "Wrangler" computer as of October 7, 2004. (AZ 00396)
6. A CD that contains a list of all files included on the "Vision" computer as of October 7, 2004. (AZ 00397)

Bank of America Plaza
101 South Tryon Street, Suite 4000
Charlotte, NC 28280-4000
704-444-1000
Fax: 704-444-1111

50 Park Avenue
New York, NY 10016
212-210-9400
Fax: 212-210-9444

3201 Beechleaf Court, Suite 600
Raleigh, NC 27604-1062
919-862-2200
Fax: 919-862-2280

601 Pennsylvania Avenue, N.W.
North Building, 10th Floor
Washington, DC 20004-2601
202-756-3300
Fax: 202-756-3333

This letter also serves as our response to your letter dated September 28, 2004, and to the various requests for documents contained therein. Your letter lists four specific categories of documents that it requests AutoZone produce. The first paragraph of your letter also appears to request a fifth category, namely, a copy of the image containing the applications that AutoZone is running under Linux on its store servers. For clarity of reference, we will address the store image request under paragraph number 5 below. Otherwise, we respond to the requests in your letter as they are numbered therein.

1. CD's of AutoZone's Revision Control System: We interpret this request to fall within the documents requested by Document Request No. 2, and, as set forth above, we have produced the RCS to you on DVD, subject to the removal of two programs as discussed in 2 below. This DVD is the only document we have designated "Highly Confidential" under the protective order. We have done so because it contains the source code for numerous applications that are proprietary to AutoZone. To facilitate your client's review of the disk, we are amenable to allowing one technical person at SCO to review the disk, provided that: (1) you provide us with the person's name and title in advance; (2) the person executes the Form of Nonparty Agreement and Acknowledgement to Be Bound by Protective Order, attached as Exhibit A to the Protective Order, and agrees not to disclose the DVD or its contents in any form whatsoever to any individual prohibited from having access to "Highly Confidential" information pursuant to the Protective Order; (3) you fax a copy of the signed Form of Nonparty Agreement and Acknowledgement to Be Bound by Protective Order to me before you disclose the DVD and its contents to the relevant technical person, and (4) you fax a letter to me that confirms in writing your client's agreement to be bound by and comply with the foregoing restrictions.

2. Third Party Applications: We interpret this request as being encompassed within Document Request No. 2. As you know, AutoZone does not have the source code for two of the third party applications it has used on its store servers, CompX and DcompX. However, the binaries for the programs have been produced on the disk that bears the Bates No. AZ 00398. The only other third party applications AutoZone has run in the relevant time period are Drun and Ctree. AutoZone has the source code for these programs in its RCS, but we do not believe we can produce the source code at this time. The Drun license agreement requires that we secure the copyright owner's approval prior to disclosure. We are in the process of contacting the copyright owner, and we will provide the code when/if we are authorized to do so. We have been unable to find a copy of the Ctree software license agreement, so we are in the process of contacting the copyright owner to secure approval for the production. We are unaware of whether there is any authority in the Ninth Circuit that highly confidential documents can be produced in litigation regardless of confidentiality restrictions in third party license agreements, provided there is an adequate protective order in place. If you have such authority, please forward it to me for review as it might speed up the production process.

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3. Data from the Wrangler Computer: We do not believe that the files on the Wrangler computer fall within the scope of any of your document requests. We are not agreeable to providing copies of all of the files because of the burden of doing so. You mention at the end of your letter that Mr. Greer testified that data such as the data on the Wrangler computer could be downloaded onto a CD in a matter of hours. I am not certain that Mr. Greer was testifying as to the files on the Wrangler computer when he made that statement, but, if he was, his understanding is incorrect. The Wrangler computer contains more than 60 gigabytes of data which, if copied to CD's, would fill more than 100 CD's. There is no easy way to copy the data onto CD's. Additionally, the Wrangler computer is a test computer that has never been used in a store and contains many files that have nothing to do with the conversion. Data from the computer is thus irrelevant with regard to the issues before the court at this time. As a courtesy to you, we have nevertheless produced on CD a list of the files contained on the computer. If, after reviewing this list, you determine that you need to see the object code for specific files on the computer, call me and we can discuss the issues further. (As an aside, your letter refers to "data." We have interpreted your request to be asking for copies of source or object code because the raw data on the computer would be outside the scope of your client's claims. If this understanding is incorrect, please let me know.)

4. CD's of Data from the "Vision" Computer: Our response to your request for files from the Vision computer is the same as our response to your request for data from the Wrangler computer. The Vision computer contains 40 gigabytes of data. We have therefore produced at this time only file listings from the computer.

5. Store Server Image: We interpret the store image request as being responsive to Document Request No. 2. We are producing herewith a copy of the store server image as it appeared on October 15, 2004.

I believe the foregoing covers everything in your letter. If not, please do not hesitate to call.

Very truly yours,



David J. Stewart

DJS:jl

cc: Michael P. Kenny, Esq.
James A. Harvey, Esq.
Christopher A. Riley, Esq.
Douglas L. Bridges, Esq.

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