

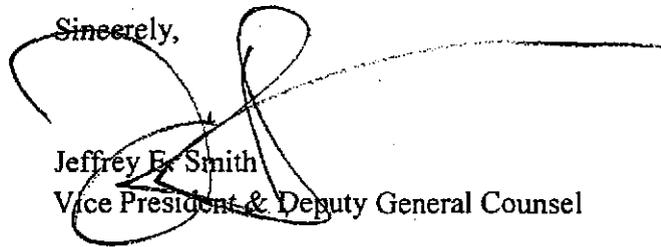
Mr. Frank Manning, President & CEO
Zoom Telephonics
October 6, 2010
Page Two

DOCSIS 2.0 modems may require device replacements in order to enjoy the full benefit and extent of their services. While Comcast has not yet designated DOCSIS 2.0 modems as "End of Life," it has scaled back its purchases of those modems significantly and increasingly deploys DOCSIS 3.0 modems to its customers. For these and other reasons Comcast has not certified new DOCSIS 2.0 modems or EMTAs for close to a year.

Contrary to what you suggested in our conversation and in your letter to me, Comcast is under no obligation to certify Zoom's or any other vendor's high speed Internet devices for use with Comcast's broadband Internet network. The provision you cited from the Telecommunications Act of 1996 clearly and solely applies to converter boxes and other equipment used to access multichannel video programming and services. That provision never has been applied to cable modem devices or services. Notwithstanding as much, Comcast has demonstrated an interest and willingness to review and certify cable modem devices from a variety of vendors for use on its network – indeed Comcast previously has certified devices from Zoom which have been authorized on Comcast's network. However, Comcast is not obligated to accept any particular devices for certification simply because a vendor determines that doing so would be in that vendor's financial interest. Consumers who wish to purchase DOCSIS 2.0 modems have a number of alternatives available to them that previously have cleared Comcast's certification process, including Zoom's existing model. The proposed principles you set forth in your letter are intended to achieve your goal of having Zoom's devices reviewed through Comcast's certification process while denying Comcast any discretion as to the management of that process or the ability to promote the use of more advanced devices on its network.

Notwithstanding these concerns, Comcast is willing to evaluate Zoom's modification to its previously approved DOCSIS 2.0 device only. We are currently evaluating the impact of such an exception to our existing device testing process and policies, and are reviewing resources required to accommodate your request. While I am not in a position to advise you regarding specific scheduling, a representative from Comcast will contact you with additional information in the next few weeks.

Sincerely,



Jeffrey E. Smith
Vice President & Deputy General Counsel

JES/srp
cc: Jason Livingood (via e-mail)

EXHIBIT 6

Hume Vance

From: Iveson, Earle [Earle_Iveson@Cable.Comcast.com]
Sent: Wednesday, September 08, 2010 1:34 PM
To: Hume Vance; Zapar, Will; Zedan, Nathan; Griffiths, Chris
Subject: RE: Help in re LED behavior

Hume,

I don't think we any other spec document for 2.0 devices other than what the CL spec calls.

I think the larger question here is whether we would go thru the Cert process on a 2.0 retail device at this point, that is something that Chris should address.

Thanks,
Earle

From: Hume Vance [mailto:humev@zoom.net]
Sent: Thursday, September 02, 2010 4:18 PM
To: Zapar, Will; Zedan, Nathan; Iveson, Earle; Griffiths, Chris
Subject: RE: Help in re LED behavior

Hi,

I'm following up on this query. The unit is an Askey device; we believe it is the same platform as the Thomson DCM425.

The device is based on the BCM3349 chipset with the BCM3421 Tuner. Do you have any particular comments about this platform or about Askey as an ODM?

We feel that the LED behavior could be improved on, and I would appreciate your comments on that as described below.

Regards,

Hume

From: Hume Vance
Sent: Tuesday, August 31, 2010 4:11 PM
To: 'Zapar, Will'; 'Zedan, Nathan'; 'Iveson, Earle'; 'Griffiths, Chris'
Subject: Help in re LED behavior

Hi Chris, Earle, Will and Nathan,

Our D2 CM will go end of life next year and we are looking at a new model to replace it. This would be a retail product, like our other CMs.

The model we are looking at has LEDs that do not conform to the recommendations in the CableLabs document CM-SP-OSSiv2.0-C01-081104.pdf, section 10.1. In particular, there is no LED activity to indicate DS synch, ranging, and registration.

Here is the LED description:

	Default Software LED Behavior
PC	No CPE connected – The LED is OFF.
	CPE connected – The LED is ON to indicate a data link is established. The LED will blink whenever data is being transferred between CPE and the modem.
Cable	When the CM is registered, the LED is ON and will remain illuminated continuously; otherwise the LED is OFF.
Send	The LED will blink whenever data is being transmitted by the modem; otherwise the LED is OFF
Receive	The LED will blink whenever data is being received by the modem; otherwise the LED is OFF
Power	Whenever the CM is powered on, the LED is ON and will remain illuminated continuously.

These LEDs could easily be relabeled LINK ONLINE US DS & POWER. However, note that they are in the opposite order of the preferred CableLabs orientation.

Does Comcast have a requirement for LED designation and behavior that you could share? Would Comcast be able to approve a CM with the above behavior?

I appreciate your help in this.

Thanks and regards,

Hume

Hume Vance
Director, Firmware Engineering
Zoom Telephonics, Inc.
207 South Street
Boston, MA 02111
USA
humev@zoom.com
+1 617 753-0032

Hume Vance

From: Livingood, Jason [Jason_Livingood@cable.comcast.com]
Sent: Thursday, September 09, 2010 3:34 PM
To: Frank Manning
Cc: Hume Vance; Smith, Jeff
Subject: Re: Docsis 2.0 cable modem certification by Comcast

Importance: High

Frank - Given your mention of FCC and/or legal action, I cannot be further involved in this topic (company guidelines require me to refer it to Legal). I am unfortunately this forced to refer this to our attorney for you both to discuss. His name is Jeff Smith and he is copied here.

Regards
Jason

From: Frank Manning <frankm@zoom.net<mailto:frankm@zoom.net>>
Date: Thu, 9 Sep 2010 13:58:54 -0500
To: Jason Livingood
<jason_livingood@cable.comcast.com<mailto:jason_livingood@cable.comcast.com>>
Cc: Hume Vance <humev@zoom.net<mailto:humev@zoom.net>>
Subject: Docsis 2.0 cable modem certification by Comcast

Jason, I'm writing to make sure I understand Comcast's position regarding certification of Docsis 2.0 cable modems.

Yesterday Comcast's Earle Iveson wrote to Zoom's Hume Vance:

Hume,

I don't think we any other spec document for 2.0 devices other than what the CL spec calls.

I think the larger question here is whether we would go thru the Cert process on a 2.0 retail device at this point, that is something that Chris should address.

Thanks,
Earle

Earle's suggestion that Comcast might not have a certification process for Docsis 2.0 cable modems really worries Zoom, given the importance of cable modems to Zoom's business. As you probably know, Jason, Zoom is number 2 to Motorola at retail in the USA. We currently have a Docsis 2.0 and a Docsis 3.0 cable modem at retail. However, we would like to update the Docsis 2.0 cable modem to a Broadcom-based unit with fresh firmware, and

we are also considering a Docsis 2.0 cable modem with wireless-N for retail. Of course we'd get Cablelabs certification for these units, and of course we'd want customers of Best Buy, Staples, and other retailers to be able to use these cable modems with Comcast. This means that we need a way to get them certified for use with Comcast. There seem to be only 2 ways to do that:

- 1) Comcast tests and certifies the units, similar to what they did recently for Zoom's Docsis 3.0 cable modem; or
- 2) Comcast certifies the units without testing, relying on other information including the Cablelabs certification, Broadcom firmware rev, or whatever else is available and relevant.

Our view is that Comcast must have a process for certifying these cable modems. If Comcast were to take the position that it won't certify Docsis 2.0 cable modems anymore and that uncertified cable modems cannot be used with Comcast service, Comcast would effectively be preventing any new (that is, not yet certified by Comcast) Docsis 2.0 cable modems from being offered by large retail store chains. This is especially true because Comcast is by far the largest cable service provider in the USA, and is often the only cable modem service available to a particular customer.

I feel very sure that the FCC and Congress would not accept the notion of Comcast effectively preventing any new Docsis 2.0 cable modems from being offered by national retailers like Best Buy and Staples.

As you probably know, Docsis 3.0 cable modems cost a lot more to build than Docsis 2.0 cable modems, and we haven't seen any evidence that this will change soon. This makes Comcast's policy toward Docsis 2.0 cable modems even more important.

Please confirm that Comcast will continue to certify Docsis 2.0 cable modems including ones from Zoom with a process at least as timely as the one you have for Docsis 3.0 cable modems. This confirmation is critical to Zoom's cable modem plans.

Jason, we have been impressed by the professionalism of Comcast. We want to continue to work cooperatively with Comcast. I hope to hear from you soon.

Regards,
Frank Manning
President and CEO, Zoom Telephonics

Hume Vance

From: Smith, Jeff [CORP] [Jeff_E_Smith@Comcast.com]
Sent: Thursday, October 07, 2010 2:36 PM
To: Frank Manning
Cc: Livingood, Jason; Hume Vance
Subject: RE: Your October 6 letter to Zoom

Regardless of model numbers, we are agreeing to proceed only with the device for which you are changing the current chipset (and accompanying electronics). One device.

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

From: Frank Manning [mailto:frankm@zoom.net]
Sent: Thursday, October 07, 2010 12:35 PM
To: Smith, Jeff [CORP]
Cc: Livingood, Jason; Hume Vance
Subject: RE: Your October 6 letter to Zoom

Jeff, my confusion relates to your terms "modification" in you October 6 letter and "existing model" in the email below. I had already mentioned that this was a change of chipset and that we'd need to do a new CableLabs submission. We're trying to deal with the obsolescence of one chipset, and that issue has driven a change to a new unit with a Broadcom chipset. What is the issue for Comcast? If the issue is the model number, please let me know and we will consider using the same model number. We want to work with you, and I'm uncertain about what you want.

Regards,
Frank

P.S. A change in the primary cable modem chipset always requires a change in the electronics. I assumed that Comcast knew that.

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

From: Smith, Jeff [CORP] [mailto:Jeff_E_Smith@Comcast.com]
Sent: Thursday, October 07, 2010 12:02 PM
To: Frank Manning
Cc: Livingood, Jason; Hume Vance
Subject: RE: Your October 6 letter to Zoom

I was only referring to your existing model for which you are proposing a change in chipset. We currently our reviewing our processes and policies, and have made no decision with respect to any other devices.

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

From: Frank Manning [mailto:frankm@zoom.net]
Sent: Thursday, October 07, 2010 11:50 AM
To: Smith, Jeff [CORP]
Cc: Livingood, Jason; Hume Vance
Subject: Your October 6 letter to Zoom

Importance: High

Dear Jeff,

Thank you for your letter of October 6, 2010 and the insights it provides into Comcast's perspective and plans.

I want to make sure that I understand your statement: "Notwithstanding these concerns, Comcast is willing to evaluate Zoom's modification of its previously approved DOCSIS 2.0 device only." I am assuming that "modification of its previously approved DOCSIS 2.0 device only" refers to the basic DOCSIS 2.0 cable modem we've discussed, the one that uses a Broadcom chipset instead of the Conexant chipset used in our currently approved DOCSIS 2.0 model. The "Broadcom model" (our Model 5242) has similar functionality to the "Conexant model" (our model 5241), but different electronics and plastics, and Zoom needs to get CableLabs certification for this new cable modem as previously mentioned. This is the cable modem that Comcast is willing to evaluate, right? I want to make very sure about this, since it's so important to Zoom's plans.

If this works for you and Comcast, we will move quickly forward with this product; and will not move forward with a DOCSIS 2.0 cable modem with wireless capability. We hope to hear from you soon.

Thank you for your help with this.

Regards,
Frank Manning

Hume Vance

From: Baker, Norman [Norman_Baker@cable.comcast.com]
Sent: Tuesday, October 12, 2010 9:55 AM
To: Frank Manning; Hume Vance
Cc: Pearl, Richard
Subject: FW: Your October 6 letter to Zoom

Hello Zoom folks,

Attached is our Comcast Physical & Environmental (P&E) test documents and process, of which Hume is familiar. Jason Livingood has requested we engage you for a D2.0 device referenced below. Please send us some spec sheets on the device. Also, please give us a target date for the P&E and SCTE40 pretest data (as a complete package, not in pieces with different dates) and locations where the P&E and SCTE40 onsite product verification will take place and we will go from there.

Thanks,
Norm Baker

Norm Baker
NE&TO Product Engineering - Quality Assurance
Comcast Cable Communications, Inc.
1002 Cornerstone Blvd.
Downingtown, PA 19335
484-364-4138 (work)
484-354-9447 (cell)
Norman_Baker@cable.comcast.com

>
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>
>
>
>On 10/7/10 2:43 PM, "Frank Manning" <frankm@zoom.net> wrote:

>
>>Jeff, thank you for that clarification. We will go forward with that one
>>DOCSIS 2.0 cable modem product right away. That device has a Broadcom
>>chipset and accompanying electronics, and is in new and appropriate
>>plastics.

>>
>>Thank you for your cooperation and Comcast's. We appreciate it.
>>

>>Regards..Frank

>>

>>-----Original Message-----

>>From: Smith, Jeff [CORP] [mailto:Jeff_E_Smith@Comcast.com]

>>Sent: Thursday, October 07, 2010 2:36 PM

>>To: Frank Manning

>>Cc: Livingood, Jason; Hume Vance

>>Subject: RE: Your October 6 letter to Zoom

>>

>>Regardless of model numbers, we are agreeing to proceed only with the
>>device for which you are changing the current chipset (and
accompanying
>>electronics). One device.

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>>-----Original Message-----

>>From: Frank Manning [mailto:frankm@zoom.net]

>>Sent: Thursday, October 07, 2010 12:35 PM

>>To: Smith, Jeff [CORP]

>>Cc: Livingood, Jason; Hume Vance

>>Subject: RE: Your October 6 letter to Zoom

>>

>>Jeff, my confusion relates to your terms "modification" in you October
6

>>letter and "existing model" in the email below. I had already
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>>that this was a change of chipset and that we'd need to do a new
>>CableLabs submission. We're trying to deal with the obsolescence of
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>>chipset, and that issue has driven a change to a new unit with a
>>Broadcom chipset. What is the issue for Comcast? If the issue is the
>>model number, please let me know and we will consider using the same
>>model number. We want to work with you, and I'm uncertain about what
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>>want.

>>Regards,

>>Frank

>>

>>P.S. A change in the primary cable modem chipset always requires a
>>change in the electronics. I assumed that Comcast knew that.

>>

>>-----Original Message-----

>>From: Smith, Jeff [CORP] [mailto:Jeff_E_Smith@Comcast.com]

>>Sent: Thursday, October 07, 2010 12:02 PM

>>To: Frank Manning

>>Cc: Livingood, Jason; Hume Vance

>>Subject: RE: Your October 6 letter to Zoom

>>

>>I was only referring to your existing model for which you are
proposing

>>a change in chipset. We currently our reviewing our processes and
>>policies, and have made no decision with respect to any other devices.

>>

>>-----Original Message-----

>>From: Frank Manning [mailto:frankm@zoom.net]

>>Sent: Thursday, October 07, 2010 11:50 AM

>>To: Smith, Jeff [CORP]

>>Cc: Livingood, Jason; Hume Vance

>>Subject: Your October 6 letter to Zoom

>>Importance: High

>>
>>Dear Jeff,
>> Thank you for your letter of October 6, 2010 and the insights it
>>provides into Comcast's perspective and plans.
>>I want to make sure that I understand your statement: "Notwithstanding
>>these concerns, Comcast is willing to evaluate Zoom's modification of
>>its previously approved DOCSIS 2.0 device only." I am assuming that
>>"modification of its previously approved DOCSIS 2.0 device only"
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>>similar functionality to the "Conexant model" (our model 5241); but
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>>certification for this new cable modem as previously mentioned. This
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>>the cable modem that Comcast is willing to evaluate, right? I want to
>>make very sure about this, since it's so important to Zoom's plans.
>> If this works for you and Comcast, we will move quickly forward
>>with this product; and will not move forward with a DOCSIS 2.0 cable
>>modem with wireless capability. We hope to hear from you soon.
>> Thank you for your help with this.
>>
>>Regards,
>>Frank Manning
>
>

Hume Vance

From: Livingood, Jason [Jason_Livingood@cable.comcast.com]
Sent: Tuesday, October 12, 2010 1:33 PM
To: Hume Vance
Cc: Frank Manning
Subject: Re: Question relative to Physical & Environmental Testing

Our testing/cert policies continue to evolve. We now believe it is important that all devices in the network, whether customer-purchased or Comcast-purchased should pass P&E evaluation.

Regards
Jason

From: Hume Vance <humev@zoom.net<mailto:humev@zoom.net>>
Date: Tue, 12 Oct 2010 12:30:30 -0500
To: Jason Livingood
<jason_livingood@cable.comcast.com<mailto:jason_livingood@cable.comcast.com>>
Cc: Frank Manning <frankm@zoom.net<mailto:frankm@zoom.net>>
Subject: Question relative to Physical & Environmental Testing

Dear Jason,

We are very pleased that Comcast has agreed to accept for certification testing our new D2 CM to replace our Model 5241, which is going EOL next year. The new CM is the Model 5242. We thank you for this opportunity.

As you know, our CMs are retail models. While we would be more than happy to sell our CMs directly to Comcast, our initial plan with the Model 5242 is to sell this at retail only. Last spring, when we submitted our Model 5341 D3 CM, you waived the Physical and Environment testing requirements in view of the fact that this model was to be sold at retail only. We wish to remind you of that, and to ask whether the P&E tests can be waived for the same reason relative to the Model 5242.

For reference, we anticipate receiving CableLabs certification sometime in January.

Best regards,

Hume

Hume Vance
Director, Firmware Engineering
Zoom Telephonics, Inc.
207 South Street
Boston, MA 02111
USA

humev@zoomtel.com<mailto:humev@zoomtel.com>
+1 617 753-0032

Hume Vance

From: Baker, Norman [Norman_Baker@cable.comcast.com]
Sent: Tuesday, October 12, 2010 5:49 PM
To: Hume Vance; Frank Manning
Cc: Peart, Richard; Cusson, Charles; Iveson, Earle
Subject: RE: Your October 6 letter to Zoom

Hume,

As long as the CL was completed before your execution of the test plans starts, or you did not change the device after you started to execute the test plans to be able to pass the CL cert, that should be OK.

Norm Baker
NE&TO Product Engineering - Quality Assurance
Comcast Cable Communications, Inc.
1002 Cornerstone Blvd.
Downingtown, PA 19335
484-364-4138 (work)
484-354-9447 (cell)
Norman_Baker@cable.comcast.com

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

From: Hume Vance [mailto:humev@zoom.net]
Sent: Tuesday, October 12, 2010 5:01 PM
To: Baker, Norman; Frank Manning
Cc: Peart, Richard; Cusson, Charles; Iveson, Earle
Subject: RE: Your October 6 letter to Zoom

Norm,

If our data was ready before the CL certification announcement, does that mean you would wait until the CL announcement and then buffer in the 3 weeks to review the data, or would the review start when you had all the data you need?

Thanks,

Hume

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

From: Baker, Norman [mailto:Norman_Baker@cable.comcast.com]
Sent: Tuesday, October 12, 2010 3:26 PM
To: Hume Vance; Frank Manning
Cc: Peart, Richard; Cusson, Charles; Iveson, Earle
Subject: RE: Your October 6 letter to Zoom

As I said, give a target date for all the pretest data being completed as a single package and locations where the onsite will be and we will look at our schedule. We will buffer in at least 3 weeks from your date

to the date of onsite test for data review.

Norm Baker
NE&TO Product Engineering - Quality Assurance
Comcast Cable Communications, Inc.
1002 Cornerstone Blvd.
Downingtown, PA 19335
484-364-4138 (work)
484-354-9447 (cell)
Norman_Baker@cable.comcast.com

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

From: Hume Vance [mailto:humev@zoom.net]
Sent: Tuesday, October 12, 2010 2:55 PM
To: Baker, Norman; Frank Manning
Cc: Peart, Richard; Cusson, Charles; Iveson, Earle
Subject: RE: Your October 6 letter to Zoom

Thanks, Norm.

Do you have waves for your P&E and SCTE40 testing, or can testing start up whenever all the pre-requisites are in place?

Related to that, how much lead time do you need to start a test cycle? Does this vary, and if so by how much?

For reference, we anticipate receiving CableLabs certification sometime in January. CL D2 certifications are now done on a rolling basis, so we won't know for certain what the date will be until we receive the result.

Regards,

Hume

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

From: Baker, Norman [mailto:Norman_Baker@cable.comcast.com]
Sent: Tuesday, October 12, 2010 2:00 PM
To: Hume Vance; Frank Manning
Cc: Peart, Richard; Cusson, Charles; Iveson, Earle
Subject: RE: Your October 6 letter to Zoom

Hume,

Answers below.

Norm

Norm Baker
NE&TO Product Engineering - Quality Assurance
Comcast Cable Communications, Inc.
1002 Cornerstone Blvd.

Downingtown, PA 19335
484-364-4138 (work)
484-354-9447 (cell)
Norman_Baker@cable.comcast.com

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

From: Hume Vance [mailto:humev@zoom.net]
Sent: Tuesday, October 12, 2010 1:42 PM
To: Baker, Norman; Frank Manning
Cc: Peart, Richard
Subject: RE: Your October 6 letter to Zoom

Hi Norm,

Could you remind me what the schedule parameters are for your testing?

1.) Do you require CL certification before your Physical & Environmental and SCTE40 testing can proceed?

FCC, UL and CL certs should be completed as these may cause you to change the hardware.

2.) Are there any other pre-requisites before you can start testing?

We need your pretest data at least 3 weeks before we go onsite for product verification - this gives us time to review it, while working other projects, to see if it is ready for us to come onsite.

3.) Once we provide the pre-test data and any other prerequisites, how long does it take to complete your testing? Does this proceed in parallel with the DOCSIS and functional testing that takes place in Earle's labs?

We typically schedule a week onsite for P&E and if the P&E goes well another week onsite for SCTE40. After the second week / SCTE40 we will have an issues list written within 2 weeks which we need your response to within one week as to how you are going to mitigate the issues / defects we found retesting may be required. If all goes well Charlie will send out a conditional approval or approval after the issues are resolved. Ideally our test cycle should be first as it may cause you to change your hardware requiring any testing to date to have to be redone.

Norm

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

From: Baker, Norman [mailto:Norman_Baker@cable.comcast.com]
Sent: Tuesday, October 12, 2010 9:55 AM
To: Frank Manning; Hume Vance
Cc: Peart, Richard
Subject: FW: Your October 6 letter to Zoom

Hume Vance

From: Livingood, Jason [Jason_Livingood@cable.comcast.com]
Sent: Thursday, October 14, 2010 9:57 AM
To: Hume Vance; Iveson, Earle
Cc: Frank Manning; Griffiths, Chris; Smith, Jeff [CORP]
Subject: Re: Question relative to Physical & Environmental Testing

Inline

On 10/14/10 9:15 AM, "Hume Vance" <humev@zoom.net> wrote:

>Hi Earle,

>

>Would you be able to help us here? I haven't heard back from Jason.

Any questions concerning the policy modifications can be referred to our legal counsel, Jeff Smith. The letter he sent you already indicated that these policies are in the process of changing.

>When was the policy change made to require P&E testing of all submitted devices, including CMS sold at retail?

I'm not sure why that matters.

>Is there a document that describes Comcast test policies that we could see?

It is best for you to contact Jeff Smith. I'm sure we can send you a formal letter explaining the fact that P&E testing is part of the certification process, but I'm unsure of the utility of that given that we've already explained that via email.

Jason

>

>Thanks,

>

>Hume

>

>-----Original Message-----

>From: Hume Vance

>Sent: Tuesday, October 12, 2010 5:04 PM

>To: 'Livingood, Jason'

>Cc: Frank Manning

>Subject: RE: Question relative to Physical & Environmental Testing

>

>Hi Jason,

>

>As a follow-up, we wonder when this policy modification was put in place.

>Is there a document that you could refer us to that describes Comcast
>test policies?

>
>Thanks and regards,

>
>Hume

>
>-----Original Message-----

>From: Livingood, Jason [mailto:Jason_Livingood@cable.comcast.com]

>Sent: Tuesday, October 12, 2010 1:33 PM

>To: Hume Vance

>Cc: Frank Manning

>Subject: Re: Question relative to Physical & Environmental Testing

>
>Our testing/cert policies continue to evolve. We now believe it is
>important that all devices in the network, whether customer-purchased or
>Comcast-purchased should pass P&E evaluation.

>
>Regards

>Jason

>
>
>From: Hume Vance <humev@zoom.net<mailto:humev@zoom.net>>

>Date: Tue, 12 Oct 2010 12:30:30 -0500

>To: Jason Livingood

><jason_livingood@cable.comcast.com<mailto:jason_livingood@cable.comcast.c

o
>m>>
>Cc: Frank Manning <frankm@zoom.net<mailto:frankm@zoom.net>>
>Subject: Question relative to Physical & Environmental Testing

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>Dear Jason,

>
>We are very pleased that Comcast has agreed to accept for certification
>testing our new D2 CM to replace our Model 5241, which is going EOL next
>year. The new CM is the Model 5242. We thank you for this opportunity.

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>As you know, our CMs are retail models. While we would be more than happy
>to sell our CMs directly to Comcast, our initial plan with the Model 5242
>is to sell this at retail only. Last spring, when we submitted our Model
>5341 D3 CM, you waived the Physical and Environment testing requirements
>in view of the fact that this model was to be sold at retail only. We
>wish to remind you of that, and to ask whether the P&E tests can be
>waived for the same reason relative to the Model 5242.

>
>For reference, we anticipate receiving CableLabs certification sometime
>in January.

>
>Best regards,

>
>Hume

Hume Vance

From: Iveson, Earle [Earle_Iveson@Cable.Comcast.com]
Sent: Friday, October 29, 2010 1:07 PM
To: Hume Vance
Cc: Livingood, Jason; Griffiths, Chris
Subject: RE: Specifications for Comcast certification testing

Hume,

Attached is our DOCSIS requirements documents. I hesitate to give you a detailed list of test requirements as we do not want to solely focus on the items we can test for. As you can understand there are plenty of DOCSIS specs that we would not have the ability to test for in our lab environment and would hate for you to focus your efforts on just what we can test for. Obviously, we count heavily on you building a fully DOCSIS compliant device and not just something that will pass our limited test abilities.

Here is an outline of some of the items we test for;

Software Secure Download - SSD
OSS
Provisioning - PROV
IP Performance - PERF
RF Capability - RFCAP
Stability - STAB
Dynamic Channel Change - DCC
IPv6

Thanks,
Earle

From: Hume Vance [mailto:humev@zoom.net]
Sent: Thursday, October 28, 2010 12:16 PM
To: Iveson, Earle
Cc: Livingood, Jason; Griffiths, Chris
Subject: Specifications for Comcast certification testing

Hi Earle,

Since Zoom is trying to plan regarding possible new cable modem submissions to Comcast, it would be very helpful if we could see the specification documents that you test against. We would like to know ahead of time what the complete set is of your requirements, to help assure that we not submit a cable modem that fails your requirements.

Our first interest is what the requirements are for a DOCSIS 2.0 CM. You may be aware that Jeff Smith agreed that Comcast would be willing to test a Zoom D2 model to replace our current model.

If there is separate documentation that covers D3 CMs, we would like to see that, as well, in anticipation of further C3 submissions.

Regards,

Hume

Hume Vance
Director, Firmware Engineering
Zoom Telephonics, Inc.
207 South Street
Boston, MA 02111
USA
humev@zoomtel.com
+1 617 753-0032

EXHIBIT 7

From: Jason Livingood [jason_livingood@cable.comcast.com]
Sent: Monday, February 22, 2010 4:42 PM
To: Hume Vance; Chris Griffiths
Cc: Frank Manning; Tom Hanson; Paul Prohodski; David Don
Subject: Re: Zoom Telephonics upcoming DOCSIS 3.0 CM

Hume -

I know you and Chris have already spoken. This test bottleneck affects not just Zoom but any other device manufacturer as well. It is relatively new for us to see so many new DOCSIS devices coming to retail. While this is great, it poses some short-term logistical challenges.

As we saw this coming we budgeted for and are making lab investments to expand our testing capacity, which should be available soon (and we have also reorganized our lab test organization to better suit this). I am also charged with developing a fair process for all vendors like yourself, that could be shared publicly, with test interval commitments and so on. I suspect we may need to try to get your device tested before all of that is finalized.

Thanks for your continued patience and we will be in touch soon. While you are out, it would be helpful for you to designate a good day-to-day operational contact at Zoom that we can work with as we move ahead.

Regards,
Jason

Jason Livingood
Executive Director
Internet Systems Engineering
National Engineering & Technical Operations
Comcast Cable Communications
215-286-7813
jason_livingood@cable.comcast.com

On 2/22/10 3:28 PM, "Hume Vance" <humev@zoom.net> wrote:

> Hi Chris,
>
> I want to emphasize that it's urgent for us to get through your testing in
> time for product getting onto retail shelves.
>
> Can we count on a fast turnaround time? We really need your help with this.
> Thank you.
>
> Hume
>
> -----Original Message-----
> From: Hume Vance
> Sent: Monday, February 22, 2010 2:35 PM
> To: 'Griffiths, Chris'
> Cc: Frank Manning; Jason Livingood; Tom Hanson; Paul Prohodski
> Subject: RE: Zoom Telephonics upcoming DOCSIS 3.0 CM
>
> Hi Chris,
>
> Thanks for your call a little while ago. I appreciate your explanation that
> Comcast has had to halt all testing of new devices while you work through some
> issues in your lab.

>
> Follow-up questions: once you have worked through those issues, how soon can
> we expect you will be able to start testing our product? Is it true that your
> testing runs roughly 4-6 weeks from start to finish?

>
> As I mentioned in our call, I am copying two colleagues on this email. I will
> be out for about ten days starting this coming Thursday. Please copy Tom and
> Paul on any emails that you send. They will make sure to respond in my
> absence.

>
> Thanks,

>
> Hume

>
> -----Original Message-----

> From: Griffiths, Chris [mailto:Chris_Griffiths@Cable.Comcast.com]

> Sent: Monday, February 22, 2010 1:30 PM

> To: Hume Vance

> Cc: Frank Manning; Jason Livingood

> Subject: Re: Zoom Telephonics upcoming DOCSIS 3.0 CM

>
> I am well aware of our conversations so far and have communicated to
> you as I have had updates. We are on hold for all new devices not
> currently in testing as we work through our internal processes. I
> understand you have your own processes and timelines and ask for your
> patience in this matter.

>
> Thanks

>
> ---

> Chris Griffiths

> Comcast

>
> On Feb 22, 2010, at 1:23 PM, "Hume Vance" <humev@zoom.net> wrote:

>
>> Hi Chris,

>>
>> I'm very surprised and disappointed by the email you sent today. In
>> that email you said: "We are on hold for testing your devices at
>> this time as we work through our testing processes. I will be back
>> in touch if and when we decide to certify your device on the Comcast
>> network."

>>
>> As you know, Comcast is by far the largest cable service provider in
>> the country. And as you probably know, the US Congress and the FCC
>> have made it very clear that they want to encourage consumer choice
>> in Internet-access equipment. They do not want this equipment area
>> monopolized by anyone, and they do not want it effectively
>> controlled by the largest cable service provider in the country.
>> There has to be a process whereby equipment is certified for use on
>> the Comcast network. We understand that Cablelabs certification is
>> part of that process. Comcast has chosen to require additional
>> testing, and we are attempting to get that testing done. This is
>> urgent for us, as we have commitments from both Best Buy and Staples
>> to carry our DOCSIS 3.0 cable modem soon. We can't live with the
>> idea that you may decide not to test our device for certification.
>> And frankly, we don't think that the FCC would live with it either.

>>
>> Your email quoted above suggests some obvious questions:

>> 1) You say you are on hold for testing our devices at this time.

>> Are you on hold for testing all other cable modems?

>> 2) You say that you will be back in touch "if and when we decide

>> to certify your device on the Comcast network." Who is "we"? Who

>> at Comcast makes that decision?

>>
>> We have been in communication since January 15, when I sent an email
>> introducing myself and letting you know that Zoom has a DOCSIS 3.0

>> cable modem. I said we wanted to submit our cable modem for testing
>> and certification in Comcast's labs.
>>
>> I followed up on Jan. 21 with more details about the Hitron product
>> on which our design is based, and I explained that our product would
>> be placed at retail in Best Buy. We need to ship high volumes to
>> Best Buy in April.
>>
>> On February 9 I sent a brief email touching base and following up on
>> an email from Norm Baker. Norm had advised me that you would be
>> getting in touch relative to scheduling Comcast testing for our
>> product.
>>
>> On February 10 you responded with two emails. The first email
>> invited us to submit our product to Comcast's test labs. A second
>> email retracted that invitation pending internal Comcast discussions.
>>
>> I responded with an email later that day, requesting a call so that
>> we could understand your process better.
>>
>> I followed up with a call the next day (Feb. 11) that went to
>> voicemail. You responded either later that day or the next with a
>> voicemail to me. I returned that call, and gave you my cell phone
>> number to call in case I wasn't at my desk when you called back.
>>
>> I left two or three other phone messages over the subsequent week
>> and again this morning. I appreciate finally getting your email
>> response below. However, we really need to have a definite plan for
>> testing now, one consistent with our required ship date to Best Buy.
>>
>> We are trying very hard to be cooperative. However, we feel that
>> you and Comcast have a responsibility to cooperate with us. A good
>> start is for Comcast to provide a reasonable schedule for
>> certification, one consistent with our needs and the needs of Best
>> Buy.
>>
>> I hope to hear from you soon.
>>
>> Sincerely,
>>
>> Hume Vance
>> Director of Firmware Engineering, Zoom Telephonics
>>
>> cc: Frank Manning, Zoom Telephonics President and CEO
>>
>>
>>
>> -----Original Message-----
>> From: Griffiths, Chris [mailto:Chris_Griffiths@Cable.Comcast.com]
>> Sent: Monday, February 22, 2010 12:03 PM
>> To: Hume Vance
>> Cc: Chandrashekar, Sumi; Iveson, Earle; Baker, Norman
>> Subject: Re: Zoom Telephonics upcoming DOCSIS 3.0 CM
>>
>> We are on hold for testing your devices at this time as we work
>> through our
>> testing processes. I will be back in touch if and when we decide to
>> certify
>> your device on the Comcast network.
>>
>> Thanks
>>
>>
>> On 2/22/10 9:23 AM, "Hume Vance" <humev@zoom.net> wrote:
>>
>>> Hi Chris,

>>>
>>> I'm checking to make sure you have received the several voice mails
>>> I left for
>>> you over the last week and a half.
>>>
>>> Do you make the final decision on what CMs to test in your labs? If
>>> not you,
>>> to whom should I be directing our inquiries? We at Zoom need to
>>> understand
>>> what we need to do in order to get our DOCSIS 3.0 CM into your lab.
>>>
>>> As I have mentioned before, our CM is scheduled to go into 2500 or
>>> so retail
>>> outlets in mid-April. Zoom certainly doesn't want to subject our
>>> customers to
>>> the confusion that would ensue if these CMs could not be attached
>>> to Comcast
>>> service, and I imagine Comcast wouldn't want that to happen, either.
>>>
>>> Regards,
>>>
>>> Hume
>>>
>>>
>>> Hume Vance
>>> Director, Firmware Engineering
>>> Zoom Telephonics, Inc.
>>> 207 South Street
>>> Boston, MA 02111
>>> USA
>>> humev@zoom.com
>>> +1 617 753-0032w
>>> +1 617 895-6979c
>>>
>>>
>>> -----Original Message-----
>>> From: Iveson, Earle [mailto:Earle_Iveson@Cable.Comcast.com]
>>> Sent: Thursday, January 21, 2010 5:24 PM
>>> To: Hume Vance; Griffiths, Chris; Baker, Norman
>>> Cc: Chandrashekar, Sumi
>>> Subject: RE: Zoom Telephonics upcoming DOCSIS 3.0 CM
>>>
>>> I think it's Chris G. on this thread..
>>>
>>> Chris if you are not the right guy, any ideas??
>>>
>>> Thanks,
>>> Earle
>>>
>>>
>>> -----Original Message-----
>>> From: Hume Vance [mailto:humev@zoom.net]
>>> Sent: Thursday, January 21, 2010 3:43 PM
>>> To: Iveson, Earle; Griffiths, Chris; Baker, Norman
>>> Cc: Chandrashekar, Sumi
>>> Subject: RE: Zoom Telephonics upcoming DOCSIS 3.0 CM
>>>
>>> Hi Earle,
>>>
>>> Do you know the answer to the below? If not, who should I be
>>> directing
>>> my questions to?
>>>
>>> Thanks,
>>>
>>> Hume
>>>