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VIA ELECTRONIC MAIL TO BBerke@KRAMERLEVIN.com

October 9, 2012

Barry H. Berke
Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, New York 10036

Re: *United States Anti-Doping Agency (“USADA”) and Michael Barry*

Dear Barry:

Pursuant to our discussions, USADA understands that that your client, Michael Barry, has agreed to accept the sanction imposed upon him by USADA as explained in this letter as a result of his doping offenses for his use of the prohibited substances erythropoietin (EPO), human growth hormone (hGH) and testosterone.

This letter evidences a binding agreement between your client Michael Barry and USADA, the terms of which are outlined in this letter.

Michael has represented to USADA that he used prohibited substances or prohibited methods during 2003 through 2004 while a member of the United States Postal Service Cycling Team, and during 2005 through 2006 while on the Discovery Channel Cycling Team. He has acknowledged to USADA that he has violated the applicable rules, including the United States Anti-Doping Agency (“USADA”) Protocol for Olympic and Paralympic Movement Testing (the “Protocol”), the United States Olympic Committee (“USOC”) National Anti-Doping Policies (“USOC NADP”), USA Cycling rules regarding Medical Control and the Union Cycliste Internationale (“UCI”) Anti-Doping Rules (“UCI ADR”), all of which have adopted the World Anti-Doping Code (“Code”). We have agreed that Michael has accepted the following sanction:

- Six (6) months period of ineligibility as described by the Code, beginning on September 10, 2012, from participation in any capacity in any activity or competition authorized by, organized by or under the auspices of any signatory to the Code, any member of any signatory, or a club or other member organization of a signatory’s member organization, or in competitions authorized or organized by any professional league or any international or national-level even organization, this ineligibility includes, but is not limited to, ineligibility from participating or coaching in U.S. Olympic, Pan American Games or Paralympic Games Trials, being a member of any U.S. Olympic, Pan American Games or Paralympic Team and having access to the training facilities of the USOC Training Centers or other programs and activities of the USOC including, but not limited to benefits, grants, awards or employment

United States Anti-Doping Agency

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as set forth in Section 5 of the USOC National Anti-Doping Policies and further defined by Annex B therein;

- Disqualification of his competitive results obtained from May 13, 2003 through July 31, 2006, including forfeiture of any medals, points and prizes; and

USADA understands that Michael also acknowledges that his period of ineligibility has been reduced by USADA pursuant to Article 10.5.3 of the Code based on substantial assistance provided to USADA as outlined in his Cooperation Agreement entered into with USADA which requires that he provide truthful testimony regarding my violations of sports anti-doping rules and all violations of which he is aware. A portion of the testimony which he has provided to USADA is contained in an affidavit which Michael has provided to USADA. He has also agreed to testify in anti-doping proceedings as requested by USADA as set forth in his Cooperation Agreement.

USADA understands that Michael does not contest the above sanction determined by USADA under the applicable rules, and he has agreed to the violations and resulting sanction. USADA understands that Michael knowingly and voluntarily waives any further right to contest or challenge his violations or this sanction.

USADA understands that Michael acknowledges that USADA will communicate his acceptance of this sanction to USA Cycling, which will impose this sanction, and to the World Anti-Doping Agency ("WADA"), the UCI and the USOC and that this sanction will be publicly announced. Michael acknowledges that neither the UCI nor WADA is bound by this resolution and that either or both may appeal this resolution to the Court of Arbitration for Sport ("CAS"). In the event of an appeal, the UCI or WADA has the authority to impose any sanction it chooses in accordance with the applicable rules. Also, in the event of such an appeal Michael reserves the right to file a cross-appeal with CAS and request that the sanction be reduced or eliminated.

USADA understands that Michael acknowledges and accepts that entities other than the USOC, the UCI, and USA Cycling, will give effect to this sanction including, but not limited to, the International Olympic Committee ("IOC"), signatories to the Code, the National Collegiate Athletic Association, National Association of Intercollegiate Athletics, or any clubs, member associations or affiliates of the USOC or US Paralympics, if applicable. Michael acknowledges and accepts that it is his obligation to investigate the effect of this sanction on himself by other entities.

USADA understands that Michael acknowledges that his anti-doping rule violations could affect the results of any team on which he competed between May 13, 2003, through July 31, 2006, and it is also his responsibility to consider the impact (if any) of his acceptance of sanction on his team's results.



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USADA understands that Michael acknowledges and accepts that under the Protocol, his doping violations and the resulting sanction will be publicly announced, that USADA will make such announcement at a time to be determined by USADA pursuant to the Protocol, and that USADA will provide Michael reasonable notice in advance of making such notice.

Also, USADA understands that, in accordance with the Code, Protocol and the USOC NADP, Michael acknowledges that he must during the period of his ineligibility continue to comply with all requirements of the USADA Out-of-Competition testing program, which includes completing quarterly whereabouts filings and promptly updating USADA regarding any changes in his whereabouts information so that he can be tested. Michael understands that any failure to comply with his whereabouts obligations during his period of ineligibility may extend his current period of ineligibility and may subject him to a further anti-doping rule violation and additional sanctions.

At your earliest opportunity please provide Michael's current address and contact information, including Michael's email address and home and mobile telephone numbers. Upon receipt USADA will send Michael at the e-mail address provided, a user identification number and password to be used to complete the USADA Whereabouts Form in USADA's online whereabouts filing system. USADA understands that within ten (10) days of USADA sending Michael a user name and password Michael acknowledges that he will fully complete and submit USADA's online Whereabouts Filing Form. USADA understands that Michael agrees that in addition to any applicable sanctions for Whereabouts Failures provided for in the Code and the WADA International Standard for Testing his period of ineligibility for the instant anti-doping rule violation will be extended for a period of time equal to any period in which he has failed to comply with his obligation to provide whereabouts information to USADA.

Pursuant to our agreement, Michael acknowledges that if he retires during his period of ineligibility, additional time will be added to his period of ineligibility pursuant to Article 10.11 of the Code, which is incorporated into the applicable rules noted above. Michael also understands that he must also comply with the requirements of other applicable reinstatement testing rules during the period of his suspension. It is Michael's responsibility to understand and comply with additional reinstatement obligations of his International Federation, National Governing Body or the USOC, if any.

USADA understands that Michael acknowledges that USADA has proposed an amnesty program that would permit qualifying individuals in the sport of cycling who have committed anti-doping rule violations to eliminate or reduce their period of ineligibility below the period of ineligibility to which Michael has agreed. Michael acknowledges that USADA considers his cooperation sufficient to qualify for amnesty and in the event that an amnesty program is offered Michael acknowledges that USADA has agreed that notwithstanding any period of ineligibility he may have served and notwithstanding the expiration of any deadline for appealing or qualifying for amnesty that amnesty should be offered to him.



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Perhaps most importantly, Michael acknowledges that if in the event that any representation he has made to USADA or any other anti-doping organization, whether noted above or in his affidavit or in any interview given to USADA or any future representations he may make to USADA or any other anti-doping organization, are determined to be false, inaccurate or misleading, USADA may pursue any and all additional penalties, sanctions or period of ineligibility which may be applicable.

I have provided you a prior draft of this letter which I understand you and Mr. Barry have now reviewed. I further understand that Mr. Barry has agreed to, has accepted, and does not contest the terms of this letter, including the sanction described above. Accordingly, USADA will promptly provide a copy of this letter to the relevant entities including WADA, the UCI, USA Cycling and the USOC, and proceed to publicly announce Mr. Barry's sanction. This letter agreement will be publicly disclosed.

At your earliest opportunity, please provide a copy of this letter to Mr. Barry as it constitutes written verification of his acceptance of USADA's sanction and of his agreement to the terms outlined above.

Thank you for your assistance in this matter.

Kind regards,

UNITED STATES ANTI-DOPING AGENCY

A handwritten signature in black ink, appearing to read "William Bock, III", is written over the typed name.

William Bock, III
General Counsel

WB/ljm