QUINN EMANUEL URQUHART & SULLIVAN, LLP Michael T. Zeller (Bar No. 196417) michaelzeller@quinnemanuel.com 865 South Figueroa Street, 10th Floor Los Angeles, California 90017-2543 Telephone: (213) 443-3000 (213) 443-3100 Facsimile: 4 Charles K. Verhoeven (Bar No. 170151) charlesverhoeven@quinnemanuel.com 50 California Street, 22nd Floor San Francisco, California 94111 Rachel Herrick Kassabian (Bar No. 191060) 7 rachelkassabian@quinnemanuel.com 555 Twin Dolphin Drive, 5th Floor 8 Redwood Shores, California 94065 Attorneys for Defendant GOOGLE INC. 10 UNITED STATES DISTRICT COURT 11 CENTRAL DISTRICT OF CALIFORNIA 12 PERFECT 10, INC., a California CASE NO. CV 04-9484 AHM (SHx) 13 corporation, GOOGLE INC.'S APPLICATION 14 Plaintiff, TO FILE UNDER SEAL GOOGLE 15 INC.'S OPPOSITION TO PERFECT 10, INC.'S MOTION FOR REVIEW VS. OF, AND OBJECTIONS TO, 16 MÁGISTRATE JUDGE GOOGLE INC., a corporation; and 17 DOES 1 through 100, inclusive, HILLMAN'S JUNE 16, 2010 ORDER DENYING PERFECT 10, INC.'S Defendants. MOTION FOR EVIDENTIARY 18 SANCTIONS AND SUPPORTING 19 **DOCUMENTS:** AND COUNTERCLAIM Hon. A. Howard Matz 20 Date: August 16, 2010 21 Time: 10:00 a.m. Crtrm.: 14 22 23 Discovery Cut-Off Date: None Set Pretrial Conference Date: None Set Trial Date: None Set 24 25 26 27

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Pursuant to Local Rule 79-5.1, the Order of the Hon. A. Howard Matz re. Protective Orders and Treatment of Confidential Information at Section I.D, and the Protective Order entered by the Court in this action (Docket No. 94), Google Inc. hereby submits this application to file under seal the following documents (the "Confidential Materials"):

- GOOGLE INC.'S OPPOSITION TO PERFECT 10, INC.'S MOTION
  FOR REVIEW OF, AND OBJECTIONS TO, MAGISTRATE JUDGE
  HILLMAN'S JUNE 16, 2010 ORDER DENYING PERFECT 10,
  INC.'S MOTION FOR EVIDENTIARY SANCTIONS,
- DECLARATION OF BRADLEY R. LOVE IN SUPPORT OF GOOGLE INC.'S OPPOSITION TO PERFECT 10, INC.'S MOTION FOR REVIEW OF, AND OBJECTIONS TO, MAGISTRATE JUDGE HILLMAN'S JUNE 16, 2010 ORDER DENYING PERFECT 10, INC.'S MOTION FOR EVIDENTIARY SANCTIONS, and EXHIBITS THERETO;

The Confidential Materials include materials that Perfect 10, Inc., Google Inc., and/or third parties have designated "Confidential" and/or "Highly Confidential" pursuant to the Protective Order. Accordingly, Google requests that the Confidential Materials be filed under seal.

DATED: July 26, 2010

QUINN EMANUEL URQUHART & SULLIVAN, LLP

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By

Michael T. Zeller

Attorneys for Defendant GOOGLE INC.