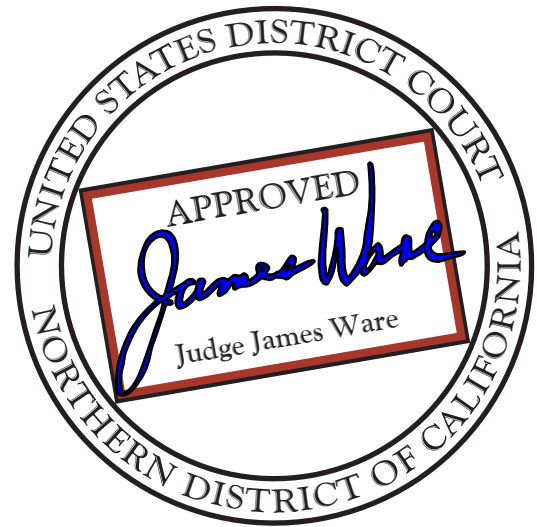


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7 *Attorneys for Plaintiffs*

8  
 9 **UNITED STATES DISTRICT COURT**  
 10 **NORTHERN DISTRICT OF CALIFORNIA**  
 11 **SAN FRANCISCO DIVISION**

12 WAYNE TALEFF, et al., )  
 )  
 13 Plaintiffs, )  
 )  
 14 v. )  
 )  
 15 SOUTHWEST AIRLINES CO., )  
 GUADALUPE HOLDINGS CORP., )  
 AIRTRAN HOLDINGS, INC., )  
 16 )  
 Defendants. )  
 17 )  
 18 )  
 19 )

CASE NO.: 3:11-cv-02179 JW

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**STIPULATION AND ~~PROPOSED~~**  
**ORDER TO EXTEND TIME TO FILE**  
**OPPOSITION AND SETTING**  
**REMAINING BRIEFING SCHEDULE**

1 Plaintiffs and Defendants stipulate as follows:

2 WHEREAS, on May 3, 2011, Plaintiffs filed a Complaint for Injunctive Relief Against  
3 Violations of Section 7 of the Clayton Antitrust Act in this Court;

4 WHEREAS, on May 9, 2011, Plaintiffs filed a notice of appeal to the Ninth Circuit from  
5 this Court's March 4, 2011, denial of the Plaintiffs' *ex parte* Motion for a Temporary Restraining  
6 Order;

7 WHEREAS, Plaintiffs filed their First Amended Complaint for Injunctive Relief Against  
8 Violations of Section 7 of the Clayton Antitrust Act ("First Amended Complaint") in this Court on  
9 May 20, 2011;

10 WHEREAS, on May 26, 2011, Plaintiffs and Defendants filed a Stipulation and [Proposed]  
11 Order Regarding Stay ("May 26<sup>th</sup> Stipulation"), which sought a stay of this Court's proceedings  
12 until the Ninth Circuit resolved Plaintiffs' appeal and issued its mandate, and also requested that  
13 the deadline for Defendants to answer or otherwise plead to the First Amended Complaint be 30  
14 days after issuance of the Ninth Circuit mandate;

15 WHEREAS, on May 27, 2011, this Court entered an order granting the parties' May 26<sup>th</sup>  
16 Stipulation;

17 WHEREAS, on June 2, 2011, the Ninth Circuit dismissed the appeal;

18 WHEREAS, on June 24, 2011, the Ninth Circuit issued its mandate;

19 WHEREAS, on July 22, 2011, Plaintiffs and Defendants filed a Stipulation and [Proposed]  
20 Order to Extend Time to File Responsive Pleading and Setting Briefing Schedule ("July 22<sup>nd</sup>  
21 Stipulation"), which sought an extension of time for Defendants to answer or otherwise plead to the  
22 First Amended Complaint, and sought a mutually agreeable briefing schedule;

23 WHEREAS, on July 27, 2011, this Court entered an order granting the parties' July 22<sup>nd</sup>  
24 Stipulation;

25 WHEREAS, on August 8, 2011, Defendants filed their Motion to Dismiss Plaintiffs' First  
26 Amended Complaint ("Motion to Dismiss") and Request for Judicial Notice in support thereof;

27 WHEREAS, a hearing on Defendants' Motion to Dismiss is set for October 31, 2011, at  
28 9:00 a.m.;

1 WHEREAS, Plaintiffs' counsel have had certain scheduling conflicts since this Court  
2 entered the order granting the parties' July 22<sup>nd</sup> Stipulation, making it burdensome for Plaintiffs to  
3 prepare and file an opposition to Defendants' Motion to Dismiss by August 29, 2011;

4 WHEREAS, the parties agree that Plaintiffs shall have until September 12, 2011, to file a  
5 response/opposition to Defendants' Motion to Dismiss and Request for Judicial Notice in support  
6 thereof;

7 WHEREAS, the parties further agree that Defendants shall have until September 28, 2011,  
8 to file a reply to Plaintiffs' response/opposition to Defendants' Motion to Dismiss and Request for  
9 Judicial Notice in support thereof;

10 NOW, THEREFORE, the parties agree as follows:

11 1. Plaintiffs shall have until September 12, 2011, to file a response/opposition  
12 to Defendants' Motion to Dismiss and Defendants' Request for Judicial Notice in support thereof.

13 2. Defendants shall have until September 28, 2011, to file a reply to Plaintiffs'  
14 responses to Defendants' Motion to Dismiss and Request for Judicial Notice.

15 3. This stipulation is without prejudice to any party seeking additional  
16 modifications of the schedule in this action via stipulation or court order.

17 **IT IS SO STIPULATED.**

18  
19 DATED: August 29, 2011

ALIOTO LAW FIRM

20  
21 By: /s/ Joseph M. Alioto

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1 I, Joseph M. Alioto, am the ECF User whose ID and password are being used to file this  
2 STIPULATION AND [PROPOSED] ORDER TO EXTEND TIME TO FILE OPPOSITION AND  
3 SETTING REMAINING BRIEFING SCHEDULE. In compliance with General Order 45, X.B., I  
4 hereby attest that each of the signatories below has concurred in this filing.

5 DATED: August 29, 2011

SKADDEN, ARPS, SLATE, MEAGHER, & FLOM  
LLP

6 By: /s/ Steven C. Sunshine

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24 **ORDER**

25 **PURSUANT TO STIPULATION, IT IS SO ORDERED.**

26 Dated: August 31, 2011

27   
28 U.S. DISTRICT COURT JUDGE  
NORTHERN DISTRICT OF CALIFORNIA