

DAVIS WRIGHT TREMAINE LLP

Joseph E. Addiego III (CA State Bar No. 169522)
 DAVIS WRIGHT TREMAINE LLP
 505 Montgomery Street, Suite 800
 San Francisco, California 94111
 Telephone: (415) 276-6500
 Facsimile: (415) 276-6599
 Email: joeaddiego@dwt.com

William E. Wallace III (Pro Hac Vice Application Pending)
 Stephen M. Nickelsburg (Pro Hac Vice Application Pending)
 Roni E. Bergoffen (Pro Hac Vice Application Pending)
 CLIFFORD CHANCE US LLP
 2001 K Street, N.W.
 Washington, D.C. 20006
 Telephone: (202) 912-5045
 Facsimile: (202) 912-6000
 Email: William.Wallace@CliffordChance.com

Attorneys for Plaintiff
 BE IN, INC., a New York corporation

IN THE UNITED STATES DISTRICT COURT
 THE NORTHERN DISTRICT OF CALIFORNIA

SAN JOSE DIVISION

BE IN, INC.,)	Case No. CV12-03373-LHK
)	
Plaintiff,)	
)	
v.)	STIPULATED ADMINISTRATIVE
)	MOTION TO FILE DOCUMENT UNDER
)	SEAL PURSUANT TO LOCAL RULE
)	79-5
GOOGLE, INC., a California corporation,)	
RICHARD ROBINSON, and DOES 1 through)	
3, inclusive,)	Hearing Date: January 3, 2013
)	Hearing Time: 1:30 p.m.
Defendants.)	Courtroom: 8, 4 th Floor
)	Judge: Hon. Lucy H. Koh
)	

MEMORANDUM OF POINTS AND AUTHORITIES AND STIPULATION

Plaintiff Be In, Inc. and Defendant Google Inc. hereby request that the Court permit Be In to file under seal one document that is attached to the Declaration of Ha-Thanh Nguyen ("Nguyen Declaration"), which is filed in connection with Be In, Inc.'s Opposition to Defendant's Motion to Dismiss (attached hereto as Roni E. Bergoffen Declaration Exhibit A ("Bergoffen Declaration")).

Case No. CV-12-03373-LHK

Stipulated Administrative Motion to File Document Under Seal

DWT 20417637v1 0096269-000001

Exhibit A to the Bergoffen and Nguyen Declarations: The "Exhibit A" attached to the Bergoffen and Nguyen Declarations constitute the deposit Be In, Inc. submitted to the United States Copyright Office as part of its June 2012 application for a U.S. copyright registration. Plaintiff Be In asserts that the Copyright Office keeps deposits submitted in connection with copyright registrations confidential, and will not release copies to third parties, other than parties to a litigation involving the application or pursuant to a court order. *See Circular 6, Obtaining Access to and Copies of Copyright Office Records and Deposits*, U.S. Copyright Office (09/2011), available at <http://www.copyright.gov/circs/circ06.pdf>.

Civil Local Rule 79-5(a) authorizes the sealing of documents that are privileged or protectable as a trade secret or otherwise entitled to protection under the law. Plaintiff Be In, Inc. asserts that Exhibit A contains confidential information, that would cause it competitive harm if it were made public. Defendant Google stipulates to filing this document under seal.

Pursuant to Civil Local Rule 7-11, the parties therefore stipulate that Exhibit A to the Bergoffen and Nguyen Declarations should be sealed in its entirety, and respectfully request that the Court enter an order granting this stipulated sealing request.

Dated: September 25, 2012

/s/ Joseph E. Addiego III
 Joseph E. Addiego III
 DAVIS WRIGHT TREMAINE LLP
 William E. Wallace III (*pro hac vice application pending*)
 CLIFFORD CHANCE US LLP

Attorneys for Plaintiff
 Be In, Inc.

Dated: September 25, 2012

/s/ Colleen Bal
 Colleen Bal
 Charles Tait Graves
 WILSON SONSINI GOODRICH & ROSATI

Attorneys for Defendants
 Google Inc. and Richard Robinson

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ATTESTATION PURSUANT TO GENERAL ORDER 45

I, Joseph E. Addiego III, hereby attest that concurrences in the filing of this document have been obtained from each of the signatories.

/s/ Joseph E. Addiego III
Joseph E. Addiego III