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*Attorneys for Defendants McGraw-Hill Global
Education Holdings, LLC and
McGraw-Hill School Education Holdings, LLC*

15 **UNITED STATES DISTRICT COURT**
16 **NORTHERN DISTRICT OF CALIFORNIA**

17 VIESTI ASSOCIATES, INC.,
18)
19 Plaintiff,
20 v.
21 MCGRAW-HILL GLOBAL EDUCATION
22 HOLDINGS, LLC and MCGRAW-HILL
23 SCHOOL EDUCATION HOLDINGS,
24 LLC
25 Defendants.

Case No. 3:16-cv-07315-RS

**NOTICE OF FILING THE FIRST
AMENDED COMPLAINT**

and

**STIPULATION AND ~~[PROPOSED]~~
ORDER REGARDING FILING THE FIRST
AMENDED COMPLAINT AND PENDING
MOTIONS**

25 PLEASE TAKE NOTICE, pursuant to Fed. R. Civ. Pro. 15(a)(1)(B) and by today's filing of
26 the First Amended Complaint ("FAC"), that Plaintiff Viesti Associates, Inc. ("Viesti") amends its
27 Complaint (Doc. 1) as a matter of course because Defendants McGraw-Hill Global Education
28

1 Holdings, LLC (“MHGEH”) and McGraw-Hill School Education Holdings, LLC (“MHSEH”) have
2 not filed an answer, but rather filed a motion to dismiss the Complaint on January 26, 2017 pursuant
3 to Fed. R. Civ. Pro. 12(b)(6) (Doc. 17).

4 Although not required by Fed. R. Civ. Pro. 15(a)(1)(B), Defendant MHGEH has provided
5 written consent to the filing of the FAC. (Because the FAC deletes Defendant MHSEH from this
6 case, MHSEH takes no position.)

7 THE PARTIES STIPULATE that the Defendant MHGEH waives notice and service of the
8 amended complaint.

9 THE PARTIES FURTHER STIPULATE that the removal of MHSEH as defendant is
10 without prejudice and that Viesti and MHSEH each bear their own costs and attorney’s fees related to
11 the filing of the FAC.

12 THE PARTIES FURTHER STIPULATE that two motions filed by Defendants MHGEH
13 and MHSEH (Motion to Transfer (Doc. 16) and Motion to Dismiss (Doc. 17)) remain pending before
14 the Court (albeit with MHSEH to be removed from the action).

15 WHEREFORE, the parties respectfully request entry of the Proposed Order below.

16 DATED: February 2, 2017

17 *s/ Alex Rice Kerr*
18 Alex Rice Kerr
19 Harmon & Seidman LLC
20 *Attorneys for Plaintiff Viesti Associates, Inc.*

21 *s/ Christopher P. Beall*
22 Christopher P. Beall
23 Fox Rothschild LLP
24 *Attorneys for Defendants McGraw-Hill Global Education*
25 *Holdings, LLC and McGraw-Hill School Education Holdings,*
26 *LLC*

27 ~~PROPOSED~~ ORDER

28 PURSUANT TO STIPULATION, IT IS SO ORDERED.

DATED: 2/2/17



Hon. Richard Seeborg
United States District Judge

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CERTIFICATE OF CONCURRENCE IN FILING

Pursuant to Local Rule 5-1(i)(3), I hereby certify that concurrence in the filing of the foregoing Stipulation has been obtained from each of the other signatories.

s/ Alex Rice Kerr
Alex Rice Kerr

CERTIFICATE OF SERVICE

I hereby certify that on February 2, 2017, I caused a true and correct copy of the foregoing pleading to be filed via the cm/ecf system, which will serve a notice of electronic filing to all counsel of record.

s/ Alex Rice Kerr
Alex Rice Kerr