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 7 AMERICA ONLINE, INC.,
 8 NETSCAPE COMMUNICATIONS
 CORPORATION and COMPUSERVE
 INTERACTIVE SERVICES, INC.

9
 10 UNITED STATES DISTRICT COURT
 11 FOR NORTHERN DISTRICT OF CALIFORNIA
 12 SAN JOSE DIVISION

13 GOOGLE INC., a Delaware corporation,

14 Plaintiff,

15 v.

16 AMERICAN BLIND & WALLPAPER
 17 FACTORY, INC., a Delaware corporation d/b/a
 decoratetoday.com, Inc.; and DOES 1-100,
 inclusive,

18 Defendants.

19
 20 AMERICAN BLIND & WALLPAPER
 21 FACTORY, INC., a Delaware corporation d/b/a
 decoratetoday.com, Inc.,

22 Counter-Complainant,

23 v.

24 GOOGLE INC., AMERICA ONLINE, INC.,
 25 NETSCAPE COMMUNICATIONS
 CORPORATION, COMPUSERVE
 26 INTERACTIVE SERVICES, INC., ASK
 JEEVES, INC., and EARTHLINK, INC.,

27 Counter-Defendants.

Case No.: C 03-5340-JF (EAI)

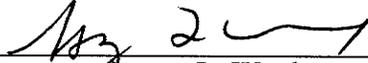
**THIRD-PARTY DEFENDANTS
 AMERICA ONLINE, INC.'S,
 NETSCAPE COMMUNICATIONS
 CORPORATION'S, AND
 COMPUSERVE INTERACTIVE
 SERVICES, INC.'S RESPONSE TO
 KELLEY DRYE & WARREN LLP'S
 ADMINISTRATIVE MOTION TO
 WITHDRAW AS COUNSEL FOR
 AMERICAN BLIND & WALLPAPER
 FACTORY, INC. WITH RESPECT TO
 THE THIRD-PARTY DEFENDANTS**

28 THIRD-PARTY DEFENDANTS AMERICA ONLINE, INC.'S, NETSCAPE COMMUNICATIONS
 CORPORATION'S, AND COMPUSERVE INTERACTIVE SERVICES, INC.'S RESPONSE TO KELLEY DRYE &
 WARREN LLP'S ADMINISTRATIVE MOTION TO WITHDRAW AS COUNSEL FOR AMERICAN BLIND &
 WALLPAPER FACTORY, INC. WITH RESPECT TO THE THIRD-PARTY DEFENDANTS:
 CASE NO. C 03-5340-JF (EAI)

Pursuant to Northern District of California Civil Local Rule 7-11, third-Party defendants America Online, Inc., Netscape Communications Corporation, and CompuServe Interactive Services, Inc. (collectively referred to herein as the "AOL Defendants") hereby respond to Kelley Drye & Warren LLP's Administrative Motion to Withdraw as Counsel for American Blind & Wallpaper Factory, Inc. with Respect to the Third-Party Defendants ("Motion to Withdraw").¹ While the AOL Defendants do not oppose the Motion to Withdraw insofar as it goes, they reserve their rights to seek further relief, including possibly filing a motion for disqualification due to the conflict of interest created by Kelley Drye & Warren LLP's continued representation of American Blind in this matter.

Dated: April 5, 2006

TAYLOR & COMPANY LAW OFFICES, INC.

By: 
Stacey L. Wexler

Attorneys for Third-Party Defendants
AMERICA ONLINE, INC.,
NETSCAPE COMMUNICATIONS
CORPORATION and COMPUSERVE
INTERACTIVE SERVICES, INC.

¹ Pursuant to the local rules, the AOL Defendants are responding on the third day following the filing of the motion on Friday, March 31, 2006.

1.

PROOF OF SERVICE

I am employed in the County of San Francisco, State of California. I am over the age of 18 and not a party to the within action. My business address is Taylor & Company Law Offices, Inc., One Ferry Building, Suite 355, San Francisco, California 94111.

On April 5, 2006, I served a true and correct copy of the document(s) described as: **THIRD-PARTY DEFENDANTS AMERICA ONLINE, INC.'S, NETSCAPE COMMUNICATIONS CORPORATION'S, AND COMPUSERVE INTERACTIVE SERVICES, INC.'S RESPONSE TO KELLEY DRYE & WARREN LLP'S ADMINISTRATIVE MOTION TO WITHDRAW AS COUNSEL FOR AMERICAN BLIND & WALLPAPER FACTORY, INC. WITH RESPECT TO THE THIRD-PARTY DEFENDANTS** on the following interested parties in this action:

Mr. David A. Rammelt
Ms. Susan J. Greenspon
Ms. Dawn M. Beery
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Counsel for Plaintiff and Counter-Defendant Google, Inc. and Third-Party Defendants Ask Jeeves, Inc. and Earthlink, Inc.

2.

THIRD-PARTY DEFENDANTS AMERICA ONLINE, INC.'S, NETSCAPE COMMUNICATIONS CORPORATION'S, AND COMPUSERVE INTERACTIVE SERVICES, INC.'S RESPONSE TO KELLEY DRYE & WARREN LLP'S ADMINISTRATIVE MOTION TO WITHDRAW AS COUNSEL FOR AMERICAN BLIND & WALLPAPER FACTORY, INC. WITH RESPECT TO THE THIRD-PARTY DEFENDANTS:
CASE NO. C 03-5340-JF (EAI)

