

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO**

Civil Action No. 07-cv-00630-DME-MEH

NETQUOTE INC, a Colorado corporation,

Plaintiff,

v.

BRANDON BYRD, an internet user making use of the IP Addresses 64.136.27.226 and 64.136.26.227, and

MOSTCHOICE.COM, Inc., a Georgia corporation

Defendants.

MOTION FOR LEAVE TO AMEND COUNTERCLAIMS

Comes now, Defendant Mostchoice.com, Inc. and herein moves this Court to Grante Leave to Allow Mostchoice to Amend its Counterclaims and shows this Court the following:

I. Standard for Amending Complaint

FRCP 15(a) provides that a party may amend its complaint by leave of court, and that leave shall be freely given when justice requires. Leave may only be denied where the Court finds "undue delay, bad faith or dilatory motive on the part of the movant, repeated failure to cure deficiencies by amendments previously allowed, undue prejudice to the opposing party by virtue of allowance of the amendment, or futility of amendment." *Foman v. Davis*, 371 U.S. 178, 182, (1962) as quoted in *Spencer v. Wal-Mart Stores, Inc.*, 203 Fed. Appx. 193, 195 (10th Cir. 2006).

II. Proposed Amendments

Mostchoice filed counterclaims alleging that Netquote engaged in click fraud and, through agents, defamed Mostchoice. Netquote has moved to dismiss the complaints for failing to state a claim upon which relief can be granted and attacked the counterclaim for a lack of specific factual allegations.

Netquote moves to amend its complaint to re-state its claims for click fraud and defamation, and to include an additional claim for tortious interference. A copy of the proposed amended complaint is attached hereto as Exhibit "A."

WHEREFORE, Mostchoice prays that this Court Grant this Motion and Grant Leave to Amend its Counterclaim, and for such other and further relief deemed necessary and just by this Court.

Dated this 23rd day of July, 2007.

s/ Ryan Isenberg

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CERTIFICATE OF SERVICE

I hereby certify that on this 23rd day of July, 2007, I served the foregoing Motion for Leave to Amend Counterclaim by electronic delivery, as an attachment to an email, to the following counsel of record:

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s/ Ryan Isenberg