UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC
RECORDING CORPORATION; BMG
MUSIC; CAPITOL RECORDS, INC.;
ELEKTRA ENTERTAINMENT GROUP
INC.; INTERSCOPE RECORDS; LAFACE
RECORDS LLC; MOTOWN RECORD
COMPANY, L.P.; PRIORITY RECORDS
LLC; SONY BMG MUSIC
ENTERTAINMENT; UMG RECORDINGS,
INC.; VIRGIN RECORDS AMERICA, INC.;
and WARNER BROS. RECORDS INC.,

06 Civ. 05936 (KMW) ECF CASE

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC; MARK GORTON; GREG BILDSON; and M.J.G. LIME WIRE FAMILY LIMITED PARTNERSHIP,

Defendants.

PLAINTIFFS' NOTICE OF MOTION AND MOTION TO FILE CONFIDENTIAL MATERIAL UNDER SEAL

Glenn D. Pomerantz (pro hac vice) Kelly M. Klaus (pro hac vice) Jonathan H. Blavin (pro hac vice) Munger, Tolles & Olson LLP 355 South Grand Avenue Los Angeles, CA 90071 (213) 683-9100

Attorneys for Plaintiffs

Date: June 7, 2010

NOTICE TO THE COURT, DEFENDANTS AND THEIR COUNSEL OF RECORD:

Pursuant to the Protective Order entered in this action on March 8, 2007, Plaintiffs hereby move

this Court to place under seal, until further order of this Court, the following documents:

Ehibits 4-5 attached to the Declaration of Kelly M. Klaus in support of

Plaintiffs' Motion for a Permanent Injunction

Declaration of Professor Ellis Horowitz ("Horowitz Decl.) and exhibits

thereto in support of Plaintiffs' Motion for a Permanent Injunction

On motion of the parties, the Court entered a Stipulated Protective Order (the "Protective

Order") on March 8, 2007, concerning information produced in discovery, a copy of which is on

file with the Court (Dkt. 21). The above-referenced documents attached as Exhibits to the Klaus

Declaration and as Exhibits to the Horowitz Declaration have been designated by the parties as

either Confidential or Confidential-Attorney's Eyes Only under the Protective Order. Further,

the Horowitz Declaration discusses information that has been designated Confidential or

Confidential-Attorney's Eyes Only.

Paragraph 14 of the Protective Order requires a party submitting Confidential or

Confidential-Attorney's Eyes Only material to the Court to file such material under seal to

protect it from disclosure. Accordingly, Plaintiffs respectfully request that the foregoing

documents be maintained under seal until further order of this court...

Dated: June 7, 2010

Los Angeles, CA

Respectfully submitted

/s/ Kelly M. Klaus

Kelly M. Klaus

Attorney for Plaintiffs

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