

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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

Plaintiffs,

v.

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

Defendants.

06 Civ. 05936 (KMW)
ECF CASE

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

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Date: February 24, 2011

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

Pursuant to the Amended Protective Order entered in this action on January 6, 2011, Plaintiffs hereby move this Court to place under seal, until further order of this Court, the following document:

- Plaintiffs' Reply In Support Of Objections to Magistrate Judge Freeman's Order Compelling the Production of Plaintiffs' Internal Communications "Referring to LimeWire" (unredacted, confidential version)

On January 6, 2011, the Court entered an Amended Stipulation and Protective Order (the "Amended Protective Order"), concerning information produced in discovery, a copy of which is on file with the Court (Dkt. 400). The above-referenced document contains material that has been designated by the parties as either Confidential or Confidential-Attorney's Eyes Only under the Amended Protective Order. Paragraph 15 of the Amended 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.

Plaintiffs are simultaneously electronically filing a version of this document that narrowly redacts only that material the Protective Order requires Plaintiffs to keep confidential. In the case of this document, some of the material Plaintiffs have redacted is their own confidential information, which reflects separate Plaintiff record companies' communications with their distributors or licensees. Under the Protective Order and by agreement of Plaintiffs, Plaintiffs cannot share such internal, confidential communications amongst each other, because to do so could cause competitive harm. Releasing each companies' individual communications with third parties into the public record could also cause competitive harm to those third parties, as it could reveal competitively sensitive information about the negotiating positions of each Plaintiff and that third party to the broader market.

Plaintiffs have also redacted quoted portions of two documents designated confidential by third parties who may so designate such material as confidential under the Amended Protective Order. Because the third parties have so designated these documents, Plaintiffs have redacted the quoted portions to comply with the Protective Order.

For the foregoing reasons, Plaintiffs request that this unredacted document be filed under seal. Plaintiffs will include this Motion in the Letter Your Honor directed the parties to submit by March 11 collecting all of the requests for under seal treatment that have been filed since January 14.

Dated: February 24, 2011

Respectfully submitted

/s/ Melinda E. LeMoine

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