

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.,

Plaintiffs,

v.

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

Defendants.

No.: 06 CIV. 5936 (GEL)

REPLY DECLARATION OF LAWRENCE J. REINA IN SUPPORT OF NON-PARTY QTRAX, INC.’S MOTION TO QUASH SUBPOENA

LAWRENCE J. REINA, declares as follows:

1. I am of counsel to Reed Smith LLP, attorneys for QTrax, Inc. (“QTrax”), which is not a party in this action.

2. I submit this reply declaration in support of Nonparty QTrax’s Motion to Quash Defendants’ Subpoena, specifically to address two issues raised in Defendants’ opposition to this motion.

3. At page 7 of Defendants’ Memorandum of Law In Support of Opposition to Non-Party QTrax, Inc.’s Motion to Quash Defendants’ Subpoena (“Defendants’ Memo of Law”), Defendants claim that QTrax fails to show that any of the requested information has either been requested or produced by any of the Plaintiffs.

4. Defendants are being utterly disingenuous here. QTrax, not having access to the voluminous discovery that has been produced in this action to date, or the parties' discovery requests and responses, are clearly not in position to know what has been produced. However, in a telephone conversation that I had with Charles S. Baker, counsel for Defendants, on Thursday, March 20, 2008, Mr. Baker *expressly acknowledged* to me in that conversation that Defendants had gotten information in discovery from Plaintiffs concerning QTrax, though he did not specify what that information was. Mr. Baker followed up our conversation with an email communication to me later that same day, acknowledging to me that he had received unspecified information about QTrax from Plaintiffs but further expressed that Defendants "have not been successful in gathering all of the necessary evidence [concerning QTrax] from the plaintiffs."

5. Defendants also claim at page 6 of Defendants' Memorandum of Law that to "alleviate" QTrax's concerns, "Defendants have offered to QTrax to redact certain sensitive information in any such agreements or documents . . ." This is erroneous. As counsel for QTrax, in the aforementioned telephone communication I had with Defendants' counsel on March 20, no such offer was ever made in that conversation.

6. Accordingly, for the foregoing reasons, and the reasons set forth in QTrax's moving papers and reply memorandum of law, as a non-party, QTrax respectfully requests that this Court quash the Subpoena and that QTrax recover the costs of this motion.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 24th day of March, 2008.

S/ Lawrence J. Reina
Lawrence J. Reina