UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF NEW YORK

VIACOM INTERNATIONAL INC., COMEDY PARTNERS, COUNTRY MUSIC TELEVISION, INC., PARAMOUNT PICTURES CORPORATION, Case No. 1:07-cv-02103 (LLS) and BLACK ENTERTAINMENT TELEVISION (Related Case No. 1:07-cv-03582 (LLS)) LLC, NOTICE OF MOTION FOR LEAVE TO FILE FIRST AMENDED Plaintiffs. COMPLAINT v. YOUTUBE, INC., YOUTUBE, LLC, and GOOGLE INC., Defendants.

PLEASE TAKE NOTICE that at a date and time to be determined by the Court, attorneys for Plaintiffs Viacom International Inc., Comedy Partners, Country Music Television, Inc., Paramount Pictures Corporation, and Black Entertainment Television LLC (collectively, "Plaintiffs"), shall move, before the Honorable Louis L. Stanton, United States District Judge, United States Courthouse, Room 2250, 500 Pearl Street, New York, New York, 10007, for the entry of an Order, pursuant to Rule 15(a) of the Federal Rules of Civil Procedure, granting Plaintiffs leave to file an amended complaint.

PLEASE TAKE FURTHER NOTICE that in support of this motion, Plaintiffs shall rely upon this Notice of Motion and the Memorandum of Law in Support of Notice of Motion for Leave to File First Amended Complaint submitted herewith.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I, Susan J. Kohlmann, hereby certify that on February 8, 2008 I served the foregoing **Notice of Motion for Leave to File First Amended Complaint** upon all counsel in this action action via the Court's electronic case filing system:

Respectfully submitted,

Viacom International Inc., Comedy Partners, Country Music Television, Inc., Paramount Pictures Corporation, and Black Entertainment Television LLC

s/ Susan J. Kohlmann
Attorney for Plaintiffs.