

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

ANTOR MEDIA CORPORATION,

PLAINTIFF,

V.

METACAFE, INC., ET AL.,

DEFENDANTS.

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CIVIL ACTION NO.

02:07CV-102

JURY DEMANDED

PLAINTIFF’S REPLY TO COUNTERCLAIMS OF DIGITAL PLAYGROUND, INC.

Plaintiff-Counterdefendant, Antor Media Corporation (“Antor”), replies to Defendant Digital Playground, Inc. (“Digital Playground”) as follows:

COUNTERCLAIMS

1. Antor admits that Digital Playground is a California corporation with its principal offices in Los Angeles County, California.

2. Antor admits that it is a corporation organized and existing under the laws of the State of Texas, having a principal place of business located in Plano, Texas.

3. Antor admits that Digital Playground’s counterclaims arise under Title 35 of the United States Code. Antor admits that it has asserted that Digital Playground has infringed the ‘961 Patent. Antor admits that Digital Playground asserts that the claims of the ‘961 Patent are invalid and unenforceable. Antor admits there is an actual controversy between Antor and Digital Playground as to the unenforceability and invalidity of the ‘961 Patent. Antor admits this Court has subject matter jurisdiction over Digital Playground’s counterclaims pursuant to 28 U.S.C. §§ 1331, 1338(a), 2201, and 2202. Any allegations not explicitly admitted herein are denied.

COUNT ONE
(Declaratory Judgment of Invalidity)

4. Antor admits that Digital Playground incorporates by reference Paragraphs 1-3 of its Counterclaim as if fully set forth therein. Any allegations not explicitly admitted herein are denied.

5. Denied.

6. Denied.

COUNT TWO
(Declaratory Judgment of Unenforceability)

7. Antor admits that Digital Playground incorporates by reference Paragraphs 1-6 of its Counterclaim as if fully set forth therein. Any allegations not explicitly admitted herein are denied.

8. Denied.

9. Denied.

10. Denied.

11. Denied.

PRAYER FOR RELIEF

WHEREFORE, Antor prays for judgment and requests that this Court:

- (a) Dismiss Digital Playground's counterclaims with prejudice;
- (b) Enter judgment in favor of Antor;
- (c) Award Antor its reasonable costs, expenses, and attorneys' fees; and
- (d) Grant such other and further relief as the Court may deem just and proper.

JURY DEMAND

Antor admits that Digital Playground requests a trial by a jury.

Respectfully submitted this 27th day of June, 2007.

/s/ Robert M. Chiaviello, Jr.

Robert M. Chiaviello, Jr., Attorney-in-Charge

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document was filed electronically in compliance with Local Rule CV-5(a). As such, this document was served on all counsel who are deemed to have consented to electronic service per Local Rule CV-5(a)(3)(A) on June 27, 2007.

/s/ Robert M. Chiaviello, Jr.

Robert M. Chiaviello, Jr.