

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

MINERVA INDUSTRIES, INC.,

Plaintiff,

v.

MOTOROLA, INC., et al.

Defendants.

Civil Action No: 2-07 CV-229

**The Honorable T. John Ward
United States District Judge**

AND RELATED COUNTERCLAIMS.

**MINERVA INDUSTRIES, INC.'S REPLY
TO DEFENDANTS' COUNTERCLAIMS**

Plaintiff Minerva Industries, Inc. files this Reply to the Counterclaims of Kyocera Wireless Corp.; LG Electronics MobileComm U.S.A., Inc.; Motorola, Inc.; Nokia, Inc.; Samsung Telecommunications America LLC; Alltel Communications, Inc.; Alltel Communications of Texarkana, Inc.; Alltel Communications Wireless, Inc.; Alltel Wireless of Texarkana, LLC; AT&T Mobility, LLC; Dobson Cellular Systems, Inc.; Helio, Inc.; HELIO LLC; MetroPCS, Inc.; MetroPCS Texas, LLC; MetroPCS Wireless, Inc.; T-Mobile USA, Inc.; TracFone Wireless, Inc.; and Virgin Mobile USA, LP (collectively, "Defendants") and alleges as follows:

PARTIES

1. Plaintiff Minerva Industries, Inc. ("Minerva") admits the allegations in paragraph 1 of Defendants' Counterclaims ("Counterclaims").
2. Minerva admits the allegations in paragraph 2 of the Counterclaims.
3. Minerva admits the allegations in paragraph 3 of the Counterclaims.
4. Minerva admits the allegations in paragraph 4 of the Counterclaims.
5. Minerva admits the allegations in paragraph 5 of the Counterclaims.
6. Minerva admits the allegations in paragraph 6 of the Counterclaims.

7. Minerva admits the allegations in paragraph 7 of the Counterclaims.
8. Minerva admits the allegations in paragraph 8 of the Counterclaims.
9. Minerva admits the allegations in paragraph 9 of the Counterclaims.
10. Minerva admits the allegations in paragraph 10 of the Counterclaims.
11. Minerva admits the allegations in paragraph 11 of the Counterclaims.
12. Minerva admits the allegations in paragraph 12 of the Counterclaims.
13. Minerva admits the allegations in paragraph 13 of the Counterclaims.
14. Minerva admits the allegations in paragraph 14 of the Counterclaims.
15. Minerva admits the allegations in paragraph 15 of the Counterclaims.
16. Minerva admits the allegations in paragraph 16 of the Counterclaims.
17. Minerva admits the allegations in paragraph 17 of the Counterclaims.
18. Minerva admits the allegations in paragraph 18 of the Counterclaims.
19. Minerva admits the allegations in paragraph 19 of the Counterclaims.
20. Minerva admits the allegations in paragraph 20 of the Counterclaims.

JURISDICTION AND VENUE

21. Minerva admits the allegations in paragraph 21 of the Counterclaims.
22. Minerva admits the allegations in paragraph 22 of the Counterclaims.

DECLARATORY JUDGMENT

23. Minerva repeats and incorporates by reference the allegations contained in paragraphs 1 through 22 above as if fully set forth herein.

24. Minerva denies the allegations in paragraph 24 of the Counterclaims.
25. Minerva denies the allegations in paragraph 25 of the Counterclaims.
26. Minerva admits the allegations in paragraph 26 of the Counterclaims.

ATTORNEYS' FEES AND COSTS

27. Minerva repeats and incorporates by reference the allegations contained in paragraphs 1 through 26 above as if fully set forth herein.

28. Minerva denies the allegations in paragraph 28 of the Counterclaims.

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that all counsel of record who are deemed to have consented to electronic service are being served with a copy of this document via the Court's CM/ECF system per Local Rule CV-5(a)(3) on January 25, 2008. Any other counsel of record will be served via First Class U.S. Mail on this same date.

By: /s/ Marc A. Fenster