

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION**

ALOFT MEDIA, LLC,

Plaintiff,

v.

GOOGLE, INC.

Defendant.

Civil Action No. 6:08-cv-440-LED

JURY TRIAL DEMANDED

PLAINTIFF’S REPLY TO COUNTERCLAIMS OF GOOGLE INC.

Plaintiff Aloft Media, LLC (“Aloft”) responds to each of the numbered paragraphs of the counterclaims of Google Inc. (“Google”), as set forth in its Answer, Affirmative Defenses, and Counterclaims to Plaintiff’s Complaint (“Answer and Counterclaims”), as follows:

THE PARTIES

1. Admitted.
2. Aloft admits that it is a Texas limited liability company with its principal place of business at 211 W. Tyler Street, Suite C-1, Longview, Texas 75601. Aloft denies the remaining allegations in paragraph 2.

JURISDICTION AND VENUE

3. Aloft admits that this Court has subject matter jurisdiction. Otherwise, denied.
4. Aloft admits that this Court has personal jurisdiction. Otherwise, denied.

FACTUAL BACKGROUND

5. Admitted.
6. Denied.

7. Aloft admits that an actual case or controversy exists for purposes of declaratory judgment jurisdiction but denies that Google's counterclaims have any merit whatsoever.

COUNT ONE

Declaratory Judgment of Non-Infringement of U.S. Patent No. 7,194,691

8. Aloft admits that Google purports to incorporate by reference paragraphs 1-7 of its Answer and Counterclaims but denies the allegations in those paragraphs unless specifically admitted herein.

9. Aloft admits that an actual case or controversy exists for purposes of s declaratory judgment jurisdiction but denies that Google's counterclaims have any merit whatsoever.

10. Aloft admits that Google contends that a judicial declaration is necessary and appropriate so that Google may ascertain its rights regarding the '691 patent but denies that Google's counterclaims have any merit whatsoever.

11. Denied.

12. Denied.

COUNT TWO

Declaratory Judgment of Invalidity of U.S. Patent No. 7,194,691

13. Aloft admits that Google purports to incorporate by reference paragraphs 1-12 of its Answer and Counterclaims but Aloft denies the allegations in those paragraphs unless specifically admitted herein.

14. Aloft admits that an actual case or controversy exists for purposes of declaratory judgment jurisdiction but denies that Google's counterclaims have any merit whatsoever.

15. Aloft admits that Google contends that a judicial declaration is necessary and appropriate so that Google may ascertain its rights regarding the '691 patent but denies that Google's counterclaims have any merit whatsoever.

16. Denied.

17. Denied.

Aloft denies that Google is entitled to any relief, and specifically denies all the allegations and prayers for relief contained in paragraphs a-i of Google's Answer and Counterclaims.

PRAYER FOR RELIEF

WHEREFORE, Plaintiff Aloft respectfully requests that this Court enter judgment denying and dismissing Google's counterclaims, and that the Court enter judgment in favor of Aloft as requested in Aloft's complaint.

DEMAND FOR JURY TRIAL

Aloft, under Rule 38 of the Federal Rules of Civil Procedure, requests a trial by jury of any issues so triable by right.

Dated: January 5, 2009

Respectfully submitted,

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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 this 5th day of January, 2009, with a copy of this document via the Court's CM/ECF system per Local Rule CV-5(a)(3). Any other counsel of record will be served by facsimile and or U.S. Mail on this same date.

/s/ Riny Piernelle
Riny Piernelle