

**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 First Amended 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. Admitted.

**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 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.

### **COUNT THREE**

#### **Declaratory Judgment of Non-Infringement of U.S. Patent No. 7,117,443**

18. Aloft admits that Google purports to incorporate by reference paragraphs 1-17 of its Answer and Counterclaims but denies the allegations in those paragraphs unless specifically admitted herein.

19. 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.

20. Aloft admits that Google contends that a judicial declaration is necessary and appropriate so that Google may ascertain its rights regarding the '443 patent but denies that Google's counterclaims have any merit whatsoever.

21. Denied.

22. Denied.

### **COUNT FOUR**

#### **Declaratory Judgment of Invalidity of U.S. Patent No. 7,117,443**

23. Aloft admits that Google purports to incorporate by reference paragraphs 1-22 of its Answer and Counterclaims, but Aloft denies the allegations in those paragraphs unless specifically admitted herein.

24. 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.

25. Aloft admits that Google contends that a judicial declaration is necessary and appropriate so that Google may ascertain its rights regarding the '443 patent but denies that Google's counterclaims have any merit whatsoever.

26. Denied.

27. Denied.

Aloft denies that Google is entitled to any relief, and specifically denies that Google is entitled to any of the relief requested in paragraphs a-i of Google's Prayer for Relief.

WHEREFORE, 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 First Amended Complaint.

Dated: June 22, 2009

Respectfully submitted,

/s/ Matt Rodgers

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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 22nd day of June, 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/ Connie Kuykendall

Connie Kuykendall