

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF TEXAS  
FORTH WORTH DIVISION

American Airlines, Inc,

Plaintiffs,

vs.

Travelport Limited, Travelport, LP,

Orbitz Worldwide, LLC,

and

Sabre Inc.; Sabre Holdings Corporation; and  
Sabre Travel International Limited

Defendants.

Civil Action No.: 4:11-CV-00244Y

**DEFENDANTS SABRE INC., SABRE HOLDINGS CORPORATION, AND SABRE TRAVEL INTERNATIONAL LIMITED'S NOTICE OF JOINDER IN DEFENDANTS TRAVELPORT LIMITED AND TRAVELPORT, LP'S MOTION TO STAY DISCOVERY**

Defendants Sabre Inc., Sabre Holdings Corporation, and Sabre Travel International Limited (together, "Sabre") hereby join defendants Travelport Limited and Travelport, LP's (together, "Travelport") Motion to Stay Discovery Pending a Decision on Travelport's Rule 12(b)(6) Motion to Dismiss Plaintiff's First Amended Complaint (Docket No. 88) and the accompanying Memorandum in Support (Docket No. 89) that Travelport filed on June 27, 2011.

For reasons explained by Travelport, this Court should stay discovery until it rules on any motions to dismiss, including Sabre's motion to dismiss that was filed July 13, 2011. *See also, e.g., Ingram Corp. v. J. Ray McDermott & Co., Inc.*, 698 F.2d 1295, 1323 n.13 (5th Cir. 1983) (affirming decision to stay discovery when "parties were in the motions stage"); *Scroggins v. Air Cargo, Inc.*, 534 F.2d 1124, 1133 (5th Cir. 1976) (finding "no possible abuse of discretion" in stay of discovery when the case could be resolved on summary judgment motion). American

Airlines's broad discovery requests, which were served after Travelport filed its motion, amply confirm Travelport's arguments that the discovery burden will be substantial and warrants a stay. Indeed, American Airlines's requests for production seek "all documents" about large portions of Sabre's business, including its relationships with other airlines, travel agents, and other industry participants, as well as "all documents" about its internal plans and strategies.<sup>1</sup> The Court should rule on defendants' motions to dismiss before such a massive undertaking begins. Beyond this, American Airlines has already issued document subpoenas to more than 25 third parties, all of which will be needlessly burdened should a stay not be entered.

In addition, discovery should be stayed because Sabre has petitioned the Judicial Panel on Multidistrict Litigation ("JPML") to centralize this action with a similar antitrust action US Airways filed in the Southern District of New York for "coordinated or consolidated pretrial proceedings" under 28 U.S.C. § 1407. *See* Motion of Sabre Inc., Sabre Holdings Corporation, and Sabre Travel International Ltd. for Transfer of Actions to the Northern District of Texas for Coordinated and Consolidated Pretrial Proceedings Under 28 U.S.C. § 1407, *In re GDS Antitrust Litigation*, MDL No. 2281 (Docket No. 1). Staying discovery until after the JPML has an opportunity to consider and rule on Sabre's transfer motion would further the basic goals of the multidistrict litigation statute of centralizing pretrial proceedings to "promote the just and efficient conduct of such actions" and "for the convenience of the parties and witnesses." 28 U.S.C. 1407.

---

<sup>1</sup> To illustrate, Request for Production ("RFP") 8 asks for "All documents and internal or external communications concerning the profitability, profit margin or cost of operating the GDSs, including marginal and fixed costs, and research, development, and investment with respect to the GDSs." (Ex. 1, SABRE APPX 000008, American Airlines's First Requests for Production of Documents 7, July 5, 2011.) Similarly, RFP 14 asks for "all marketing materials, analyses, studies, or presentations in connection with any actual or potential investment, acquisition, merger, or exit strategies" since January 1, 2006. (SABRE APPX 000009). And RFP 22 asks for "all documents and internal or external communications referring or relating to Travelport's and Sabre's contracts with their travel agent subscribers referring or relating to the following topics," and then gives a list eight topics that cover almost all aspects of travel agents contracts, including discounts, term, and termination. (SABRE APPX 000010).

Sabre filed its transfer motion on July 1, 2011, and responses to that motion are due on July 29, 2011. The JPML's first sitting after briefing is complete is September 27, 2011, and Sabre anticipates that its motion will be heard on that date. Typically, the JPML makes decisions soon after a hearing; thus, Sabre expects a decision on its motion in the fall of 2011.

Motions for stays pending resolution of a transfer motion before the JPML are regularly granted. *See, e.g., Esquivel v. BP Company North America, Inc.*, No. B-10-227, 2010 WL 4255911, at \*3 (S.D. Tex. Oct. 14, 2010); *Bonenfant v. R.J. Reynolds Tobacco Co.*, No. 07-60301-CIV, 2007 WL 2409980, at \*1 (S.D. Fla. July 31, 2007); *U.S. Bank v. Royal Indem. Co.*, No. 3:02-cv-0853-P, 2002 WL 31114069, at \*2 (N.D. Tex. Sept. 23, 2002). Here, Sabre does not even seek a complete stay, just a modest one staying only discovery for a short time.

The various factors that bear on whether a stay should be granted while a transfer motion is pending before the JPML support one here. *See Meinhart v. Haillburton Energy Services, Inc.*, No. H-11-0073, 2011 WL 1463600, at \*3 (S.D. Tex. Apr. 4, 2011) (listing factors as (1) the hardship to the moving party if a stay is not granted, (2) the prejudice to the non-moving party if it is, and (3) the judicial resources saved by avoiding duplicative litigation). The hardship on Sabre of proceeding with discovery is obvious —potentially an “enormous waste of time, money, and judicial resources associated with repetitive and overlapping discovery, as well as undue hardship on the parties and witnesses.” *U.S. Bank*, 2002 WL 31114069, at \*2. Judicial resources too will be wasted if discovery proceeds before the JPML rules: if a transfer is granted and the actions are consolidated in this Court, this Court likely will have to revisit similar discovery matters a second time; if instead a transfer is granted but the actions are consolidated in another forum, this Court's pretrial efforts will have been wasted. *See, e.g., id.* In contrast, staying discovery for a few months so that the JPML may consider and rule on Sabre's motion

would not cause any real hardship or prejudice to American Airlines. *See, e.g., id.; Falgoust v. Microsoft Corp.*, 2000 WL 462919, at \*2 (E.D. La. 2000). American Airlines principally complains about agreements that have existed for years, First Amended Complaint ¶¶ 49-68, belying the claim that immediate discovery is needed.

For the foregoing reasons, Sabre joins in Travelport's Motion to Stay Discovery and Memorandum in Support and requests that discovery be stayed both until this Court rules on any motions to dismiss and until the JPML rules on Sabre's transfer motion.

Dated: July 14, 2011

Respectfully submitted,

/s/ Scott A. Fredricks

Ralph H. Duggins  
Texas Bar No. 06183700  
(rduggins@canteyhanger.com)  
Scott A. Fredricks  
Texas Bar No. 24012657  
(sfredricks@canteyhanger.com)  
Philip A. Vickers  
Texas Bar No. 24051699  
(pvickers@canteyhanger.com)  
CANTEY HANGER LLP  
600 West 6th Street, Suite 300  
Fort Worth, TX 76102  
Telephone: (817) 877-2800  
Facsimile: (817) 877-2807

Donald E. Scott  
Colorado Bar No. 21219, Illinois Bar No. 2531321  
(don.scott@bartlit-beck.com)  
Karma M. Giulianelli  
Colorado Bar No. 30919, Cal. Bar No. 184175  
(karma.giulianelli@bartlit-beck.com)  
Sean C. Grimsley  
Colorado Bar No. 36422, Cal. Bar No. 216741  
(sean.grimsley@bartlit-beck.com)  
Sundee (Rob) K. Addy  
Colorado Bar No. 38754  
(rob.addy@bartlit-beck.com)  
BARTLIT BECK HERMAN PALENCHAR  
& SCOTT LLP  
1899 Wynkoop Street, 8th Floor  
Denver, CO 80202

Telephone: (303) 592-3100  
Facsimile: (303) 592-3140

Chris Lind  
Illinois Bar No. 6225464, Colorado Bar No. 27719  
(chris.lind@bartlit-beck.com)  
Andrew Polovin  
Illinois Bar No. 6275707  
(andrew.polovin@bartlit-beck.com)  
Katherine M. Swift  
Illinois Bar No. 6290878  
(kate.swift@bartlit-beck.com)  
**BARTLIT BECK HERMAN PALENCHAR  
& SCOTT LLP**  
54 West Hubbard Street, Suite 300  
Chicago, IL 60610  
Telephone: (312) 494-4400  
Facsimile: (312) 494-4440

George S. Cary  
(gcary@cgsh.com)  
Steven J. Kaiser  
(skaiser@cgsh.com)  
**CLEARY GOTTLIEB STEEN &  
HAMILTON LLP**  
2000 Pennsylvania Ave., N.W.  
Washington, DC 20006  
Telephone: (202) 974-1920  
Facsimile: (202) 974-1999

*Counsel for Defendants Sabre Inc.,  
Sabre Holdings Corporation, and  
Sabre Travel International Limited.*

**CERTIFICATE OF SERVICE**

This is to certify that on this 14<sup>th</sup> day of July 2011, a true and correct copy of the foregoing document was filed electronically via the CM/ECF system, which gave notice to all counsel of record.

*/s/ Scott A. Fredricks* \_\_\_\_\_

Scott A. Fredricks