

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

AMERICAN AIRLINES, INC.,)	
)	
Plaintiff,)	
)	Case No. 4:11-cv-00244-Y
vs.)	
)	
TRAVELPORT LIMITED, et al.,)	
)	
Defendants.)	
)	

**APPENDIX TO DEFENDANTS' JOINT RESPONSE TO PLAINTIFF
AMERICAN AIRLINES, INC.'S REQUEST FOR RULE 16 STATUS CONFERENCE**

Appendix Exhibit (App'x ___)	Description	Page(s)
1	Email from Carolyn Feeney to Rob Velevis, <i>et al.</i> (Jan. 23, 2012, 2:59 PM)	5-6
2	Email from Carolyn Feeney to Rob Velevis, <i>et al.</i> (Jan. 23, 2012, 3:25 PM)	7-11
3	Email from Rob Addy to Carolyn Feeney (Jan. 31, 2012, 4:11 PM)	12-13
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Dated: February 13, 2012

/s/ Christopher S. Yates

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CERTIFICATE OF SERVICE

I hereby certify that on the 13th day of February, 2012, I electronically filed the foregoing document with the clerk of the court for the U.S. District Court, Northern District of Texas, Fort Worth Division, using the electronic case filing system of the court. The electronic case filing system sent a “Notice of Electronic Filing” to the attorneys of record who have consented in writing to accept this Notice as service of this document by electronic means.

/s/ Craig Falls
Craig Falls

McConnell, Sean

From: Feeney, Carolyn
Sent: Monday, January 23, 2012 2:59 PM
To: Velevis, Rob; Chris.Yates@LW.com; brendan.mcshane@lw.com; jlittle@lpf-law.com; wcf@fsclaw.com; Weiner, Michael; Falls, Craig; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; 'Steven J Kaiser' (skaiser@cgsh.com); sfredricks@canteyhanger.com; Pentz, Justin
Cc: Garcia, Yolanda; rolandjohnson@hfblaw.com
Subject: RE: AA/Travelport (ND Tex) - call to court regarding February status conference

Rob

To say we agree the parties "should have" a status conference in February overstates our position. What would be the purpose of such a conference, beyond argument on the pending motions, which the Court will presumably ask for if desired?

Thanks,
Carrie

From: Velevis, Rob [<mailto:robert.velevis@weil.com>]
Sent: Saturday, January 21, 2012 10:55 AM
To: Chris.Yates@LW.com; brendan.mcshane@lw.com; jlittle@lpf-law.com; wcf@fsclaw.com; Weiner, Michael; Feeney, Carolyn; Falls, Craig; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; 'Steven J Kaiser' (skaiser@cgsh.com); sfredricks@canteyhanger.com
Cc: Garcia, Yolanda; rolandjohnson@hfblaw.com
Subject: AA/Travelport (ND Tex) - call to court regarding February status conference

Counsel,
Since the parties are all in agreement that we should have a status conference in February after the briefing on the motions to dismiss is complete, we think it makes sense to have a representative from each of the parties call the court on Monday to ask for a date for a status conference. Please let us know if there is a time on Monday that works so we can try to set it up. Thanks,
Rob



Robert Velevis

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McConnell, Sean

From: Feeney, Carolyn
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To: Velevis, Rob; Chris.Yates@LW.com; brendan.mcshane@lw.com; jlittle@lpf-law.com; wcf@fsclaw.com; Weiner, Michael; Falls, Craig; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; 'Steven J Kaiser' (skaiser@cgsh.com); sfredricks@canteyhanger.com; Pentz, Justin
Cc: Garcia, Yolanda; rolandjohnson@hfblaw.com
Subject: RE: AA/Travelport (ND Tex) - call to court regarding February status conference

Rob

I am aware of the prior communications on this issue. My question remains: what would be the purpose of such a conference, beyond argument on the pending motions, which the Court will presumably ask for if desired?

Thanks,
Carrie

From: Velevis, Rob [mailto:robert.velevis@weil.com]
Sent: Monday, January 23, 2012 3:18 PM
To: Feeney, Carolyn; Chris.Yates@LW.com; brendan.mcshane@lw.com; jlittle@lpf-law.com; wcf@fsclaw.com; Weiner, Michael; Falls, Craig; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; 'Steven J Kaiser' (skaiser@cgsh.com); sfredricks@canteyhanger.com; Pentz, Justin
Cc: Garcia, Yolanda; rolandjohnson@hfblaw.com
Subject: RE: AA/Travelport (ND Tex) - call to court regarding February status conference

Carrie,

I want to call your attention to the email string below. First, Sabre said that it will join our request for a status conference in February after the briefing is complete, then Orbitz said that it too would join in the request. Then Craig Falls, on behalf of Travelport, said that "Travelport agrees with Sabre and Orbitz that it would be more productive to hold a status conference after the briefing is completed on the pending motions to dismiss, AA's motion for reconsideration, and AA's motion for a five-month extension." Thus, we are reaching out simply to effectuate the date in February where we can have the status conference that all parties had agreed to below.

--- **From:** Falls, Craig [mailto:craig.falls@dechert.com]
Sent: Wednesday, January 04, 2012 09:50 AM
To: 'Chris.Yates@LW.com' <Chris.Yates@LW.com>; rob.addy@bartlit-beck.com <rob.addy@bartlit-beck.com>; Rothman, Richard; Feeney, Carolyn <carolyn.feeney@dechert.com>; dan.wall@lw.com; Brendan.McShane@lw.com; Weiner, Michael <Michael.Weiner@dechert.com>; Pentz, Justin <justin.pentz@dechert.com>; andrew.macnally@bartlit-beck.com <andrew.macnally@bartlit-beck.com>; andrew.polovin@bartlit-beck.com <andrew.polovin@bartlit-beck.com>; chris.lind@bartlit-beck.com <chris.lind@bartlit-beck.com>; karma.giulianelli@bartlit-beck.com <karma.giulianelli@bartlit-beck.com>; sean.grimsley@bartlit-beck.com <sean.grimsley@bartlit-beck.com>; skaiser@cgsh.com <skaiser@cgsh.com>; gcary@cgsh.com <gcary@cgsh.com>; kreinker@cgsh.com <kreinker@cgsh.com>; lwork-dembowski@cgsh.com <lwork-dembowski@cgsh.com>
Cc: pyetter@yettercoleman.com; Garcia, Yolanda; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; MMoltenbrey@deweyleboeuf.com <MMoltenbrey@deweyleboeuf.com>
Subject: RE: AA requests

Richard,

Travelport is also willing to extend the due date for AA's response to Travelport's motion to dismiss to January 19 if AA agrees to:

- (1) permit the DOJ to receive an unredacted version of Travelport's partial answer and counterclaims [Doc. 172] as requested by Michael Weiner's letter to MJ Moltenbrey on December 23rd; and
- (2) create a public version of Travelport's partial answer and counterclaims [Doc. 172] that redacts the parties' confidential information as requested by Michael Weiner's email to Rob Velevs on December 23rd.

Further to the second point, we are attaching a version of Travelport's partial answer and counterclaims that highlights suggested redactions to protect AA's confidential information. Please let us know if you agree with the redactions made in the attached. We may make additional redactions to protect Travelport's confidential information after discussing with our client.

With regard to your request for a status conference, Travelport agrees with Sabre and Orbitz that it would be more productive to hold a status conference after the briefing is completed on the pending motions to dismiss, AA's motion for reconsideration, and AA's motion for a five-month extension.

Regards,
Craig

From: Chris.Yates@LW.com [<mailto:Chris.Yates@LW.com>]

Sent: Wednesday, January 04, 2012 12:25 AM

To: rob.addy@bartlit-beck.com; richard.rothman@weil.com; Feeney, Carolyn; Dan.Wall@LW.com; brendan.mcshane@lw.com; Weiner, Michael; Pentz, Justin; Falls, Craig; andrew.macnally@bartlit-beck.com; andrew.polovin@bartlit-beck.com; chris.lind@bartlit-beck.com; karma.giulianelli@bartlit-beck.com; sean.grimsley@bartlit-beck.com; skaiser@cgsh.com; gcary@cgsh.com; kreinker@cgsh.com; lwork-dembowski@cgsh.com

Cc: pyetter@yettercoleman.com; yolanda.garcia@weil.com; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; MMoltenbrey@deweyleboeuf.com

Subject: RE: AA requests

Richard:

Orbitz is willing to extend the time for American Airlines to respond to Orbitz's motion to dismiss from January 12 to January 19 if American Airlines agrees to extend the time for Orbitz to respond to American Airlines' motion to compel production of documents (filed during the holiday week) from January 19 to January 26. Please let me know if this is acceptable.

We agree with Sabre that a status conference would be most productive once the parties have completed the briefing on all pending motions.

Chris

From: Rob Addy [<mailto:rob.addy@bartlit-beck.com>]

Sent: Tuesday, January 03, 2012 7:37 AM

To: Rothman, Richard; Feeney, Carolyn; Yates, Chris (SF); Wall, Dan (SF); McShane, Brendan (SF); Weiner, Michael; Pentz, Justin; Falls, Craig; Andrew MacNally; Andrew Polovin; Chris Lind; Karma Giulianelli; Sean Grimsley; Steven J. Kaiser (skaiser@cgsh.com); George S. Cary (gcary@cgsh.com); Kenneth Reinker (kreinker@cgsh.com); Larry C. Work-Dembowski (lwork-dembowski@cgsh.com)

Cc: pyetter@yettercoleman.com; Garcia, Yolanda; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; Moltenbrey, MJ

Subject: RE: AA requests

Richard,

Sabre is willing to extend the due date for AA's response to our motion to dismiss to January 19 if AA is also willing to extend the due date for our response to your motion for reconsideration to the same date. Please let me know if this compromise is acceptable.

As for your request for a status conference, we think such a conference would be most productive once the parties have completed their briefing on the pending motions to dismiss, the motion for reconsideration, and American's motion for continuance. Thus, we are willing to join in your request for a status conference, provided that it is scheduled after the first week in February (when the briefing will be complete).

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Denver, CO 80202
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From: Rothman, Richard [<mailto:richard.rothman@weil.com>]
Sent: Friday, December 30, 2011 3:57 PM
To: Feeney, Carolyn; Chris Lind; Rob Addy; skaiser@cgsh.com; chris.yates@lw.com; dan.wall@lw.com; Brendan.McShane@lw.com; Weiner, Michael; Pentz, Justin; Falls, Craig
Cc: pyetter@yettercoleman.com; Garcia, Yolanda; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; Moltenbrey, MJ
Subject: RE: AA requests

That's fine Carrie. Happy New Year to all.

From: Feeney, Carolyn [<mailto:carolyn.feeney@dechert.com>]
Sent: Friday, December 30, 2011 4:44 PM
To: Rothman, Richard; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; skaiser@cgsh.com; chris.yates@lw.com; dan.wall@lw.com; Brendan.McShane@lw.com; Weiner, Michael; Pentz, Justin; Falls, Craig
Cc: pyetter@yettercoleman.com; Garcia, Yolanda; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; Moltenbrey, MJ
Subject: RE: AA requests

Rich

As January 2 is a holiday, we will endeavor to get back to you the following day.

Happy new year to you too.

Regards,
Carrie

From: Rothman, Richard [<mailto:richard.rothman@weil.com>]
Sent: Friday, December 30, 2011 4:21 PM
To: chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; skaiser@cgsh.com; chris.yates@lw.com; dan.wall@lw.com; brendan.mcshane@lw.com; Weiner, Michael; Feeney, Carolyn; Pentz, Justin; Falls, Craig
Cc: pyetter@yettercoleman.com; Garcia, Yolanda; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; Moltenbrey, MJ
Subject: AA requests

I hope you've all had a good holiday. I'm writing with two requests: First, we request a short extension to respond to the motions to dismiss filed on December 22. Given the intervening holidays and the fact that American has to respond to three separate briefs, we would ask for a short extension from Thursday January 12th to Monday January 23. I would appreciate if you would let us know by noon on January 2 whether this is

acceptable.

Second, we would like the defendants to join with American in requesting a prompt status conference with the Court so that we can ensure that the issues regarding the sufficiency of American's pleadings are decided in an efficient manner. As you know, American's motion for reconsideration is pending. In addition, we previously asked the Defendants to consent to our including in our second amended complaint factual allegations regarding the identities of travel agents with whom American asserts Defendants conspired, as well as the extent of foreclosure, in order to address certain points in the Court's decision with respect to the First Amended Complaint. We did not receive the consent of all the Defendants, and their motions now attack the Second Amended Complaint for omitting to include the kind of allegations American was and is prepared to include. We believe it will be inefficient and a waste of the Court's valuable time if the Court has to decide the pending motions before American has an opportunity to include these additional allegations and until the Court passes on the pending motion for reconsideration. In any event, we believe it would make sense to get the Court's view as to how it would like to proceed. Hence, our request for a prompt status conference. Please let us know if you're willing to join in this request.

Thanks for your consideration, and Happy New Year to all.



Robert Velevis

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+1 214 746 7777 Fax

From: Feeney, Carolyn [<mailto:carolyn.feeney@dechert.com>]

Sent: Monday, January 23, 2012 1:59 PM

To: Velevis, Rob; Chris.Yates@LW.com; Brendan.McShane@lw.com; jlittle@lpf-law.com; wcf@fsclaw.com; Weiner, Michael; Falls, Craig; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; 'Steven J Kaiser' (skaiser@cgsh.com); sfredricks@canteyhanger.com; Pentz, Justin

Cc: Garcia, Yolanda; rolandjohnson@hfblaw.com

Subject: RE: AA/Travelport (ND Tex) - call to court regarding February status conference

Rob

To say we agree the parties "should have" a status conference in February overstates our position. What would be the purpose of such a conference, beyond argument on the pending motions, which the Court will presumably ask for if desired?

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Carrie

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Sent: Saturday, January 21, 2012 10:55 AM

To: Chris.Yates@LW.com; brendan.mcshane@lw.com; jlittle@lpf-law.com; wcf@fsclaw.com; Weiner, Michael; Feeney, Carolyn; Falls, Craig; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; 'Steven J Kaiser' (skaiser@cgsh.com); sfredricks@canteyhanger.com

Cc: Garcia, Yolanda; rolandjohnson@hfblaw.com

Subject: AA/Travelport (ND Tex) - call to court regarding February status conference

Counsel,

Since the parties are all in agreement that we should have a status conference in February after the briefing on the motions to dismiss is complete, we think it makes sense to have a representative from each of the parties call the court on Monday to ask for a date for a status conference. Please let us know if there is a time on Monday that works so we can try to set it up. Thanks,

Rob



Robert Velevis

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Rotman, Anna

From: Rob Addy [rob.addy@bartlit-beck.com]
Sent: Tuesday, January 31, 2012 4:11 PM
To: Yetter, Paul
Cc: Rothman, Richard; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; Garcia, Yolanda; Rotman, Anna; Michael.Weiner@dechert.com; carolyn.feeney@dechert.com; Chris Lind; skaiser@cgsh.com; Chris.Yates@LW.com; Brendan.McShane@lw.com; Scott Fredricks (sfredricks@canteyhanger.com); Ralph H. Duggins (rduggins@canteyhanger.com)
Subject: RE: American Airlines v. Travelport, et al.: Correspondence

Paul:

Though we had previously agreed to a status conference, it is now clear from reading your letter that American is not actually requesting such a conference at all. Rather, American is simply asking for oral argument on a handful of the many pending motions before the Court.

Local Rule 7.1(g) states that oral argument will not be held unless directed by the presiding judge. If the Court wishes to hold oral argument on any of the motions it is considering, we would of course participate. But we see no reason to join in your request for oral argument and therefore oppose it.

Also, in the future, we would appreciate it if you would include our local counsel at Cantey Hanger on correspondence such as this.

Sundeep K. (Rob) Addy
Bartlit Beck Herman Palenchar & Scott LLP
1899 Wynkoop St., Suite 800
Denver, CO 80202
(303) 592-3121 (office)
(303) 592-3140 (fax)
(512) 507-3973 (cell)

This message may contain confidential and privileged information. If it has been sent to you in error, please notify me and then immediately delete this message

From: Garcia, Yolanda [mailto:yolanda.garcia@weil.com]
Sent: Tuesday, January 31, 2012 12:20 PM
To: arotman@yettercoleman.com; Michael.Weiner@dechert.com; carolyn.feeney@dechert.com; Chris Lind; Rob Addy; skaiser@cgsh.com; Chris.Yates@LW.com; Brendan.McShane@lw.com
Cc: Rothman, Richard; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; pyetter@yettercoleman.com
Subject: Re: American Airlines v. Travelport, et al.: Correspondence

Counsel:

We have not heard any response to Paul Yetter's letter regarding the status conference. We believe it is important to ask the Court to set this conference, as it had been our understanding that all parties had agreed to a status conference. Therefore, we are conferring on a motion to set a status conference. Please let me know your position on the motion. I am also available to confer by telephone if you would like to discuss.

Yolanda
Yolanda Cornejo Garcia

Weil, Gotshal & Manges LLP
200 Crescent Court, Suite 300
Dallas, TX 75201-6950
yolanda.garcia@weil.com
+1 214 746 8134 Direct
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From: Rotman, Anna [<mailto:arotman@vettercoleman.com>]
Sent: Thursday, January 26, 2012 08:49 PM
To: Weiner, Michael <Michael.Weiner@dechert.com>; Feeney, Carolyn <carolyn.feeney@dechert.com>; Chris J. Lind <chris.lind@bartlit-beck.com>; Rob Addy <rob.addy@bartlit-beck.com>; Steven J Kaiser <skaiser@cgsh.com>; Chris.Yates@LW.com <Chris.Yates@LW.com>; Brendan.McShane@lw.com
Cc: Rothman, Richard; Garcia, Yolanda; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; pyetter@vettercoleman.com
Subject: American Airlines v. Travelport, et al.: Correspondence

Counsel: Please note the attached letter and accompanying exhibit sent on behalf of Paul Yetter.

Cordially,
Anna

Anna Rotman
Yetter Coleman LLP
909 Fannin Street, Suite 3600, Houston, Texas 77010
phone 713.632.8064 fax 713.632.8002
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McConnell, Sean

From: Feeney, Carolyn
Sent: Tuesday, January 31, 2012 5:10 PM
To: Garcia, Yolanda; arotman@yettercoleman.com; Weiner, Michael; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; skaiser@cgsh.com; Chris.Yates@LW.com; brendan.mcshane@lw.com
Cc: Rothman, Richard; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; pyetter@yettercoleman.com; Falls, Craig; Pentz, Justin; 'wcf@fsclaw.com'; Christian Tucker
Subject: RE: American Airlines v. Travelport, et al.: Correspondence

Yolanda

It is clear from Paul Yetter's letter that AA's intent in seeking a status conference is to obtain oral argument on pending motions. As you know, Local Rule 7.1(g) states: "Unless otherwise directed by the presiding judge, oral argument on a motion will not be held."

If the Court wishes to hold argument on the pending motions, we will of course attend and participate, and we believe any such argument should cover all pending motions, not just those filed by AA. It is our position, however, that oral argument on the pending motions is not necessary, and therefore we will not join in your request.

To the extent you and Mr. Yetter suggest that Travelport previously agreed to join in a request for a status conference, you are mistaken. The January 4 email from Craig Falls simply expressed our agreement with Sabre and Orbitz that any status conference would be premature prior to the completion of briefing on the pending motions.

Regards,

Carrie

From: Garcia, Yolanda [<mailto:yolanda.garcia@weil.com>]
Sent: Tuesday, January 31, 2012 2:20 PM
To: arotman@yettercoleman.com; Weiner, Michael; Feeney, Carolyn; chris.lind@bartlit-beck.com; rob.addy@bartlit-beck.com; skaiser@cgsh.com; Chris.Yates@LW.com; brendan.mcshane@lw.com
Cc: Rothman, Richard; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; pyetter@yettercoleman.com
Subject: Re: American Airlines v. Travelport, et al.: Correspondence

Counsel:

We have not heard any response to Paul Yetter's letter regarding the status conference. We believe it is important to ask the Court to set this conference, as it had been our understanding that all parties had agreed to a status conference. Therefore, we are conferring on a motion to set a status conference. Please let me know your position on the motion. I am also available to confer by telephone if you would like to discuss.

Yolanda
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From: Rotman, Anna [<mailto:arotman@yettercoleman.com>]

Sent: Thursday, January 26, 2012 08:49 PM

To: Weiner, Michael <Michael.Weiner@dechert.com>; Feeney, Carolyn <carolyn.feeney@dechert.com>; Chris J. Lind <chris.lind@bartlit-beck.com>; Rob Addy <rob.addy@bartlit-beck.com>; Steven J Kaiser <skaiser@cgsh.com>; Chris.Yates@LW.com <Chris.Yates@LW.com>; Brendan.McShane@lw.com

Cc: Rothman, Richard; Garcia, Yolanda; bbogle@hfblaw.com; rolandjohnson@hfblaw.com; pyetter@yettercoleman.com

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Counsel: Please note the attached letter and accompanying exhibit sent on behalf of Paul Yetter.

Cordially,

Anna

Anna Rotman

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