

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

AMERICAN AIRLINES, INC.,)	
)	
Plaintiff,)	
)	
TRAVELPORT LIMITED, a foreign)	
corporation, and TRAVELPORT, LP, a)	Civil Action No. 4:11-cv-00244-Y
Delaware limited partnership, d/b/a)	
TRAVELPORT;)	
)	
And)	
)	
ORBITZ WORLDWIDE, LLC,)	
a Delaware limited liability company,)	
d/b/a ORBITZ,)	
)	
Defendants.)	

**TRAVELPORT LIMITED AND TRAVELPORT, LP’S
RULE 12(b)(6) MOTION TO DISMISS FOR FAILURE TO
STATE A CLAIM UPON WHICH RELIEF CAN BE GRANTED**

Defendants Travelport Limited and Travelport, LP (collectively “Travelport”) file their Rule 12(b)6) motion to dismiss for failure to state a claim upon which relief can be granted, and in support thereof would respectfully show the Court as follows:

1. Plaintiff American Airlines, Inc.’s (“AA”) antitrust claims filed against Travelport are factually and legally defective, and should be dismissed for failure to state a claim: (a) AA has not alleged and cannot allege facts establishing Travelport’s dominance of the U.S. global distribution system (“GDS”) market; (b) AA has failed to allege facts establishing a single-brand market consisting of Travelport services to Travelport travel agents; (c) AA cannot rely on foreign markets, the activities in which this Court has no jurisdiction over, to claim a monopolistic share or unlawful monopolistic activities on the part of Travelport; and (d) AA

has failed to allege facts establishing exclusionary conduct on Travelport's part.

2. AA's conspiracy claims against Travelport should be dismissed for failure to state a claim because (a) Travelport's and Orbitz's common control makes it impossible for those entities to have engaged in an illegal conspiracy; and (b) alleging a conspiracy between Travelport and "unnamed industry participants" is insufficient to state a claim.
3. AA's state law claims of tortious interference should be dismissed; the Airline Deregulation Act preempts them.

Travelport thus requests that the Court dismiss all of AA's claims for failure to state a claim upon which relief can be granted, as explained more fully in the accompanying memorandum in support.

Dated: May 25, 2011

Respectfully submitted,

/s/ Walker C. Friedman

Walker C. Friedman

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**ATTORNEYS FOR DEFENDANTS
TRAVELPORT LIMITED and
TRAVELPORT, LP**

CERTIFICATE OF SERVICE

I hereby certify that on the 25th day of May, 2011, 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/ Walker C. Friedman

Walker C. Friedman