

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

_____)	
American Airlines, Inc., a Delaware corporation,)	
)	
Plaintiff,)	
)	
vs.)	Civil Action No.: 4:11CV00244
)	
Travelport Limited, a foreign corporation and)	
Travelport, LP, a Delaware limited partnership,)	
d/b/a Travelport;)	
)	
and)	
)	
Orbitz Worldwide, LLC, a Delaware limited)	
Liability company, d/b/a Orbitz,)	
)	
Defendants.)	
_____)	

**SABRE INC. AND SABRE TRAVEL INTERNATIONAL LTD.’S
MOTION FOR LEAVE TO INTERVENE**

Sabre Inc. and Sabre Travel International Ltd. (collectively “Sabre”) move this Court for leave to intervene as of right as defendants in this action pursuant to Fed. R. Civ. P. 24(a)(2). In the alternative, Sabre seeks permissive intervention as a defendant pursuant to Fed. R. Civ. P. 24(b)(1)(B). The grounds for this motion to intervene are as follows:

1. American Airlines, Inc. (“American”) alleges antitrust violations against Travelport and Orbitz in this action. Sabre seeks to join these existing defendants.
2. Intervention as of the right is warranted because: (1) this application is timely; (2) Sabre has a sufficient interest in the subject of the suit because American has expressly threatened to bring similar antitrust claims against Sabre and in fact has made allegations

against Sabre in the instant suit; (3) without intervention, the disposition here will, as a practical matter, impair or impede the ability of Sabre to protect its interest; and (4) such interest may not be adequately be represented by the parties to the action.

3. In the alternative, this Court should permit Sabre to intervene because it seeks to address the common legal question whether Sabre engaged in a conspiracy with the existing defendants to commit antitrust violations against American. Sabre also seeks to bring an antitrust counterclaim against American that shares common legal and fact questions with American's suit. Intervention will not unduly delay or prejudice the adjudication of the rights of the original parties.

4. This motion is based upon the accompanying Memorandum in Support of Sabre Inc. and Sabre Travel International Ltd.'s Motion for Leave to Intervene as Defendants.

Dated: June 1, 2011

Respectfully submitted,

/s/ Scott A. Fredricks

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*Counsel for Intervenors Sabre Inc. and
Sabre Travel International Ltd.*

CERTIFICATE OF SERVICE

This is to certify that on this 1st day of June 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

CERTIFICATE OF CONFERENCE

I certify to this Court that shortly before 5 pm on May 31, 2011 I phoned Bill Bogle and Roland Johnson, counsel for American Airlines. Each was not in the office. I left a voicemail on Mr. Bogle's cell asking that he call me back. I also called Paul Yetter, American's lead counsel. Mr. Yetter advised he would check with his client and let me know. I also phoned Michael Cowie, lead counsel for Travelport. He advised he would need to check with his client but that he would get back to me. I then phoned Chris Yates, lead counsel for Orbitz. Mr. Yates said he would speak with his client and get right back to me. As of the filing of this motion I have not yet heard back from these gentlemen but will supplement this certificate with the positions of the parties as soon as I receive them.

/s/ Ralph H. Duggins _____

Ralph H. Duggins