

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

AMERICAN AIRLINES, INC.,)	
)	
Plaintiff,)	
)	
vs.)	
)	
SABRE, INC., a Delaware corporation;)	
SABRE HOLDINGS CORPORATION, a)	
Delaware corporation and SABRE TRAVEL)	
INTERNATIONAL LTD., a foreign)	
corporation, d/b/a SABRE TRAVEL)	
NETWORK;)	
)	
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 PLAINTIFF’S FIRST AMENDED COMPLAINT
FOR FAILURE TO STATE A CLAIM UPON WHICH RELIEF CAN BE GRANTED**

On May 25, 2011, Defendants Travelport Limited and Travelport, LP (collectively “Travelport”) moved pursuant to Federal Rule of Civil Procedure 12(b)(6) to dismiss Plaintiff American Airlines, Inc.’s (“AA’s”) original Complaint for failure to state a claim upon which relief can be granted. On June 9, 2011, while Travelport’s Rule 12(b)(6) motion to dismiss was still pending, AA filed its First Amended Complaint, rendering Travelport’s motion moot. *See, e.g., Nowell v. Coastal Bend Surgery Ctr.*, 2011 U.S. Dist. LEXIS 10005, at **1-2 (S.D. Tex.

2011) (amended complaint renders earlier filed motion to dismiss moot). The parties stipulated that the defendants will file new motions to dismiss against the operative complaint. Stipulation Concerning Response to Travelport's and Orbitz's Rule 12(b)(6) Motions to Dismiss the Complaint [Doc. No. 76].

Travelport now moves to dismiss the First Amended Complaint. In support, Travelport's memorandum will show that AA has failed to allege facts establishing the alleged relevant product market -- a single-brand market consisting of Travelport services to Travelport travel agents. Because AA's entire complaint depends on this implausible and legally deficient single-brand product market, the complaint must be dismissed.

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

Dated: June 27, 2011

Respectfully submitted,

/s/ Michael L. Weiner_____

Michael L. Weiner

michael.weiner@dechert.com

DECHERT LLP

1095 Avenue of the Americas

New York, New York 10036-6797

212.698.3608

212.698.3599 (Fax)

Mike Cowie

mike.cowie@dechert.com

Craig Falls

craig.falls@dechert.com

DECHERT LLP

1775 I Street, NW

Washington, D.C. 20006-2401

202.261.3300

202.261.3333 (Fax)

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

Of Counsel to Travelport Defendants:

/s/ Walker C. Friedman

Walker C. Friedman
State Bar No. 07472500

wcf@fsclaw.com

Christian D. Tucker

State Bar No. 00795690

tucker@fsclaw.com

FRIEDMAN, SUDER & COOKE, P.C.

Tindall Square Warehouse No. 1

604 East 4th Street, Suite 200

Fort Worth, Texas 76102

817.334.0400

817.334.0401 (Fax)

John T. Schriver

JTSchriver@duanemorris.com

Paul E. Chronis

pechronis@duanemorris.com

DUANE MORRIS LLP

Suite 3700

190 South LaSalle Street

Chicago, Illinois 60603-3433

312.499.6700

312.499.6701 (Fax)

CERTIFICATE OF SERVICE

I hereby certify that on the 27th day of June, 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