

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division

BID FOR POSITION, LLC,

Plaintiff,

v.

Civil Action No. 2:07cv582 (JBF-TEM)

AOL, LLC,
GOOGLE, INC.,
MICROSOFT CORP.,
and MIVA, INC.,

Defendants.

AOL, LLC,
GOOGLE, INC.,
MICROSOFT CORPORATION,
and MIVA, INC.,

Counterclaim Plaintiffs,

v.

BID FOR POSITION, LLC,

Counterclaim Defendant.

**MEMORANDUM IN SUPPORT OF
MOTION FOR SUBSTITUTION OF COUNSEL**

Defendant and Counterclaim Plaintiff, AOL, LLC (“AOL”), by counsel, files this Memorandum in Support of its Motion for Substitution of Counsel seeking to substitute Stephen E. Noona, Esquire and the law firm of Kaufman & Canoles, P.C., and Charles K. Verhoeven, Esquire, Thomas D. Pease, Esquire, David A. Perlson, Esquire, Emily C. O’Brien, Esquire, Antonio R. Sistos, Esquire, Katherine H. Bennett, Esquire and the law firm of Quinn Emanuel

Urquhart Oliver & Hedges, LLP in place of John C. Lynch, Esquire, E. Kyle McNew, Esquire and the law firm of Troutman Sanders LLP as counsel for AOL in this matter. In support of its motion, AOL states:

1. AOL has requested and the other parties to this action have agreed that AOL may: (1) substitute Stephen E. Noona, Esquire and the law firm of Kaufman & Canoles, P.C., and Charles K. Verhoeven, Esquire, Thomas D. Pease, Esquire, David A. Perlson, Esquire, Emily C. O'Brien, Esquire, Antonio R. Sistos, Esquire, Katherine H. Bennett, Esquire and the law firm of Quinn Emanuel Urquhart Oliver & Hedges, LLP in place of John C. Lynch, Esquire, E. Kyle McNew, Esquire and the law firm of Troutman Sanders LLP as counsel for AOL in this matter along with AOL's current co-counsel John M. Williamson, Esquire, Robert L. Burns II, Esquire and the law firm of Finnegan Henderson Farabow Garrett & Dunner LLP; and (2) allow John C. Lynch, Esquire, E. Kyle McNew, Esquire and the law firm of Troutman Sanders LLP to withdraw as counsel for AOL in this matter.

2. The substitution and withdrawal of counsel will not alter any deadlines in this case including the trial date.

3. The other parties to this action do not object. AOL is filing separately along with its motion an endorsed Agreed Order granting the relief sought in its motion.

WHEREFORE, AOL, by counsel, respectfully requests that this Court grant its motion to allow the substitution and withdrawal of counsel in this matter.

Dated: March 25, 2008

Respectfully submitted,

/s/ Stephen E. Noona

Stephen E. Noona
VSB No. 25367
Counsel for AOL, LLC
KAUFMAN & CANOLES, P.C.
150 West Main Street, Suite 2100
Norfolk, VA 23510
Telephone: (757) 624-3000
Facsimile: (757) 624-3169
senoona@kaufcan.com

Charles K. Verhoeven, *pro hac vice*
David A. Perlson, *pro hac vice*
Emily C. O'Brien, *pro hac vice*
Antonio R. Sistos, *pro hac vice*
Katherine H. Bennett, *pro hac vice*
Counsel for AOL, LLC
QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP
50 California Street, 22nd Floor
San Francisco, CA 94111
Telephone: (415) 875-6600
Facsimile: (415) 875-6700
charlesverhoeven@quinnemanuel.com
davidperlson@quinnemanuel.com
emilyobrien@quinnemanuel.com
antoniosistos@quinnemanuel.com
katherinebennett@quinnemanuel.com

Thomas D. Pease, *pro hac vice*
Counsel for AOL, LLC
QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP
51 Madison Avenue, 22nd Floor
New York, NY 10010
Telephone: (212) 849-7000
Facsimile: (212) 849-7100
thomaspease@quinnemanuel.com

John M. Williamson, *pro hac vice*
Counsel for AOL, LLC
FINNEGAN HENDERSON FARABOW GARRETT &
DUNNER LLP
901 New York Avenue, NW, Suite 700
Washington, DC 20001
Telephone: (202) 408-4000
Facsimile: (202) 408-4400
john.williamson@finnegan.com

Robert L. Burns, II, *pro hac vice*
Counsel for AOL, LLC
FINNEGAN HENDERSON FARABOW GARRETT &
DUNNER LLP
Two Freedom Square
11955 Freedom Drive
Reston, VA 20190
Telephone: (571) 203-2700
Facsimile: (202) 408-4400
robert.burns@finnegan.com

CERTIFICATE OF SERVICE

I hereby certify that on March 25, 2008, I will electronically file the foregoing with the Clerk of Court using the CM/ECF system, which will send a notification of such filing (NEF) to the following:

Counsel for Plaintiff Bid for Position, LLC

Craig T. Merritt (VSB No. 20281)
R. Braxton Hill, IV (VSB No. 41539)
Nichole Buck Vanderslice (VSB No. 42637)
CHRISTIAN & BARTON, LLP
909 East Main Street, Suite 1200
Richmond, VA 23219-3095
Telephone: (804) 697-4100
Facsimile: (804) 697-4112
cmerritt@cblaw.com
bhill@cblaw.com
nvanderslice@cblaw.com

Gregory S. Dovel, *pro hac vice*
Christin K. Cho, *pro hac vice*
DOVEL & LUNER, LLP
201 Santa Monica Blvd., Suite 600
Santa Monica, CA 90401
Telephone: (310) 656-7066
Facsimile: (310) 656-7069
greg@dovellaw.com
christin@dovellaw.com

David Rosen, *pro hac vice*
MURPHY ROSEN & COHEN, L.L.P.
100 Wilshire Blvd., Suite 1300
Santa Monica, CA 90401
Telephone: (310) 899-3300
Facsimile: (310) 399-7201
drosen@mrcllp.com

Counsel for Defendant AOL, LLC

John C. Lynch (VSB No. 39267)
E. Kyle McNew (VSB No. 73210)
TROUTMAN SANDERS LLP
150 West Main Street, Suite 1600
Norfolk, VA 23510
Telephone: (757) 687-7765
Facsimile: (757) 687-1504
john.lynch@troutmansanders.com
kyle.mcnew@troutmansanders.com

John M. Williamson, *pro hac vice*
FINNEGAN HENDERSON FARABOW GARRETT & DUNNER LLP
901 New York Avenue, NW, Suite 700
Washington, DC 20001
Telephone: (202) 408-4000
Facsimile: (202) 408-4400
john.williamson@finnegan.com

Robert L. Burns, II, *pro hac vice*
FINNEGAN HENDERSON FARABOW GARRETT & DUNNER LLP
Two Freedom Square
11955 Freedom Drive
Reston, VA 20190
Telephone: (571) 203-2700
Facsimile: (202) 408-4400
robert.burns@finnegan.com

Charles K. Verhoeven, *pro hac vice*
David A. Perlson, *pro hac vice*
Emily C. O'Brien, *pro hac vice*
Antonio R. Sistos, *pro hac vice*
Katherine H. Bennett, *pro hac vice*
QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP
50 California Street, 22nd Floor
San Francisco, CA 94111
Telephone: (415) 875-6600
Facsimile: (415) 875-6700
charlesverhoeven@quinnemanuel.com
davidperlson@quinnemanuel.com
emilyobrien@quinnemanuel.com
antoniosistos@quinnemanuel.com
katherinebennett@quinnemanuel.com

Thomas D. Pease, *pro hac vice*
QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP
51 Madison Avenue, 22nd Floor
New York, NY 10010
Telephone: (212) 849-7000
Facsimile: (212) 849-7100
thomaspease@quinnemanuel.com

Counsel for Defendant Google, Inc.

Stephen E. Noona (VSB No. 25367)
KAUFMAN & CANOLES, P.C.
150 West Main Street, Suite 2100
Norfolk, VA 23510
Telephone: (757) 624-3000

Facsimile: (757) 624-3169
senoona@kaufcan.com

Charles K. Verhoeven, *pro hac vice*
David A. Perlson, *pro hac vice*
Emily C. O'Brien, *pro hac vice*
Antonio R. Sistos, *pro hac vice*
Katherine H. Bennett, *pro hac vice*
QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP
50 California Street, 22nd Floor
San Francisco, CA 94111
Telephone: (415) 875-6600
Facsimile: (415) 875-6700
charlesverhoeven@quinnemanuel.com
davidperlson@quinnemanuel.com
emilyobrien@quinnemanuel.com
antoniosistos@quinnemanuel.com
katherinebennett@quinnemanuel.com

Thomas D. Pease, *pro hac vice*
QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP
51 Madison Avenue, 22nd Floor
New York, NY 10010
Telephone: (212) 849-7000
Facsimile: (212) 849-7100
thomaspease@quinnemanuel.com

Counsel for Defendant Microsoft Corporation

William D. Dolan, III (VSB No. 12455)
VENABLE LLP
8010 Towers Crescent Drive, Suite 300
Vienna, VA 22182
Telephone: (703) 760-1684
Facsimile: (703) 821-8949
wddolan@venable.com

Richard A. Cederoth, *pro hac vice*
SIDLEY AUSTIN LLP
1 South Dearborn Street
Chicago, IL 60603
Telephone: (312) 853-7000
Facsimile: (312) 853-7036
rcederoth@sidley.com

Counsel for Defendant MIVA, Inc.

Dana J. Finberg (VSB No. 34977)

LECLAIR RYAN, PC

Riverfront Plaza, East Tower

951 East Byrd Street, 8th Floor

Richmond, VA 23219

Telephone: (804) 916-7109

Facsimile: (804) 916-7219

dana.finberg@leclairryan.com

Paul D. Ackerman, *pro hac vice*

DORSEY & WHITNEY LLP

250 Park Avenue

New York, NY 10177

Telephone: (212) 415-9200

Facsimile: (212) 953-7201

ackerman.paul@dorsey.com

/s/ Stephen E. Noona

Stephen E. Noona

VSB No. 25367

Counsel for AOL, LLC

KAUFMAN & CANOLES, P.C.

150 West Main Street, Suite 2100

Norfolk, VA 23510

Telephone: (757) 624-3000

Facsimile: (757) 624-3169

senoona@kaufcan.com