

Exhibit 1**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
NORFOLK DIVISION**

I/P ENGINE, INC.

Plaintiff,

v.

AOL INC., *et al.*,

Defendants.

Civil Action No. 2:11-cv-512

PROPOSED ORDER

Before the Court is the Motion to Seal filed by Defendants Google Inc., Target Corporation, IAC Search & Media, Inc., Gannett Co., Inc. and AOL Inc. (collectively “Defendants”) (“Defendants’ Motion to Seal”) (1) Portions of Defendants’ Memorandum in Support of Their Opposition to Plaintiff I/P Engine Inc.’s Motion to Exclude Opinions and Testimony of Keith R. Ugone (“Portions of Defendants’ Opposition to Plaintiff’s Motion to Exclude Opinions and Testimony of Keith R. Ugone”) and (2) Exhibits A through E to Emily C. O’Brien’s Declaration in Support of Defendants’ Opposition to Plaintiff’s Motion to Exclude Opinions and Testimony of Keith R. Ugone (“Exhibits A through E to the O’Brien Declaration”). After considering the Motion to Seal, Order and related filings, the Court is of the opinion that the Motion to Seal should be granted. It is therefore ORDERED as follows:

1. Defendants have asked to file under seal Portions of Defendants’ Opposition to Plaintiff’s Motion to Exclude Opinions and Testimony of Keith R. Ugone and Exhibits A through E to the O’Brien Declaration as they contain data that is confidential under the

Protective Order entered in this matter on January 23, 2012 (Dkt. No. 85) (“Protective Order”).

2. There are three requirements for sealing court filings: (1) public notice with an opportunity to object; (2) consideration of less drastic alternatives; and (3) a statement of specific findings in support of a decision to seal and rejecting alternatives to sealing. *See, e.g., Flexible Benefits Council v. Feldman*, No. 1:08-CV-371, 2008 U.S. Dist. LEXIS 93039 (E.D. Va. Nov. 13, 2008) (citing *Ashcroft v. Conoco, Inc.*, 218 F.3d 282, 288 (4th Cir. 2000)).

3. This Court finds that Portions of Defendants’ Opposition to Plaintiff’s Motion to Exclude Opinions and Testimony of Keith R. Ugone and Exhibits A through E to the O’Brien Declaration may contain data that is confidential under the Protective Order entered in this matter on January 23, 2012; that public notice has been given, that no objections have been filed; that the public’s interest in access is outweighed by the interests in preserving such confidentiality; and that there are no alternatives that appropriately serve these interests.

4. Specifically, the Court finds the following reasons for sealing the requested pleadings:

(a) Portions of Defendants’ Memorandum in Support of Their Opposition to Plaintiff I/P Engine Inc.’s Motion to Exclude Opinions and Testimony of Keith R. Ugone contain confidential third party licensing information, confidential Google licensing information, confidential I/P Engine licensing information, and confidential Google financial information that is not generally known, that has economic value, and would cause competitive harm if made public;

(b) Exhibit A to Emily C. O’Brien’s Declaration in Support of Defendants’ Opposition to Plaintiff’s Motion to Exclude Opinions and Testimony of Keith R. Ugone contains confidential settlement and license agreements containing information that is not generally known, that has economic value, and would cause competitive harm if made public;

(c) Exhibit B to Emily C. O’Brien’s Declaration in Support of Defendants’ Opposition to Plaintiff’s Motion to Exclude Opinions and Testimony of Keith R. Ugone contains confidential settlement and license agreements containing information that is not generally known, that has economic value, and would cause competitive harm if made public;

(d) Exhibit C to Emily C. O'Brien's Declaration in Support of Defendants' Opposition to Plaintiff's Motion to Exclude Opinions and Testimony of Keith R. Ugone contains confidential settlement and license agreements containing information that is not generally known, that has economic value, and would cause competitive harm if made public;

(e) Exhibit D to Emily C. O'Brien's Declaration in Support of Defendants' Opposition to Plaintiff's Motion to Exclude Opinions and Testimony of Keith R. Ugone contains confidential third party licensing information, Google licensing information, I/P Engine licensing information, Google financial information, and Google technical information that is not generally known, that has economic value, and would cause competitive harm if made public; and

(f) Exhibit E to Emily C. O'Brien's Declaration in Support of Defendants' Opposition to Plaintiff's Motion to Exclude Opinions and Testimony of Keith R. Ugone contains confidential third party licensing information and Google licensing information that is not generally known, that has economic value, and would cause competitive harm if made public;

Additionally, the Court finds that the Defendants have made all reasonable efforts to limit their redactions in compliance with the law of this Circuit.

5. *In camera* copies of Portions of Defendants' Opposition to Plaintiff's Motion to Exclude Opinions and Testimony of Keith R. Ugone and Exhibits A through E to the O'Brien Declaration *have been reviewed by the Court*. In light of Defendants' concerns and the Protective Order, there appears to be no alternative that appropriately serves Defendants' expressed confidentiality concerns.

6. For the sake of consistency with practices governing the case as a whole, Portions of Defendants' Opposition to Plaintiff's Motion to Exclude Opinions and Testimony of Keith R. Ugone and Exhibits A through E to the O'Brien Declaration shall remain sealed and be treated in accordance with the terms and conditions of the Protective Order.

Accordingly, it is ORDERED that Defendants' Motion to Seal is granted and Defendants are permitted to file under seal Portions of Defendants' Opposition to Plaintiff's Motion to

Exclude Opinions and Testimony of Keith R. Ugone and Exhibits A through E to the O'Brien Declaration. The Court shall retain sealed materials until forty-five (45) days after entry of a final order. If the case is not appealed, any sealed materials should then be returned to counsel for the filing party.

Dated: September ____, 2012

Entered: ____/____/____

United States District Court
Eastern District of Virginia

WE ASK FOR THIS:

/s/Stephen E. Noona
Stephen E. Noona
Virginia State Bar 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

David Bilsker
David A. Perlson
QUINN EMANUEL URQUHART &
SULLIVAN, LLP
50 California Street, 22nd Floor
San Francisco, California 94111
Telephone: (415) 875-6600
Facsimile: (415) 875-6700
davidbilsker@quinnemanuel.com
davidperlson@quinnemanuel.com

*Counsel for Defendants Google Inc.,
Target Corporation, IAC Search &
Media, Inc., and Gannett Co., Inc.*

/s/ Stephen E. Noona
Stephen E. Noona
Virginia State Bar 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

Robert L. Burns
FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, LLP
Two Freedom Square
11955 Freedom Drive
Reston, VA 20190
Telephone: (571) 203-2700
Facsimile: (202) 408-4400

Courtney S. Alexander
FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, LLP
3500 SunTrust Plaza
303 Peachtree Street, NE
Atlanta, GA 94111
Telephone: (404) 653-6400
Facsimile: (415) 653-6444

Counsel for Defendant AOL Inc.

11949023v1

11949023v1