

**ORIGINAL**

FILED - SOUTHERN DIVISION  
CLERK, U.S. DISTRICT COURT  
**APR - 4 2012**  
CENTRAL DISTRICT OF CALIFORNIA  
BY *JWS* DEPUTY

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**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA  
SOUTHERN DIVISION**

BY *hd*  
CLERK U.S. DISTRICT COURT  
CENTRAL DIST. OF CALIF. AND  
SANTA ANA  
2012 APR - 3 PM 12:53  
**By Fax**  
LODGED

16 JOYCE WALKER, KIM BRUCE  
17 HOWLETT, and MURIEL SPOONER, on  
18 behalf of themselves and all others  
19 similarly situated,

Plaintiffs,

vs.

20 LIFE INSURANCE COMPANY OF THE  
21 SOUTHWEST, a Texas corporation, and  
22 DOES 1-50

Defendant.

**CLASS ACTION**

CASE NO.: CV 10-9198 JVS (RNBx)

Formerly Case No.: 3:10-cv -04852 JSW  
from Northern District of California

**APPLICATION TO FILE UNDER  
SEAL PLAINTIFFS' MOTION FOR  
REVIEW OF MARCH 20, 2012  
DISCOVERY ORDER AND CERTAIN  
EXHIBITS THERETO**

Judge: Hon. James V. Selna  
Courtroom: 10C  
Date: May 7, 2012  
Time: 1:30 p.m.

28

1 PLEASE TAKE NOTICE THAT pursuant to Civil Local Rule 79-5.1 and  
2 the Court's Second Amended Protective Order in this action, Dkt. 103 at ¶ 10  
3 (Sept. 27, 2011), Defendant Life Insurance Company of the Southwest ("LSW")  
4 submits this application to the Court for an Order sealing (1) Plaintiffs' Motion for  
5 Review of the Magistrate Judge's March 20, 2012 Discovery Order; and (2)  
6 Exhibits G, J, and K attached to the Declaration of Jeanette T. Barzelay in Support  
7 of Plaintiffs' Motion for Review.

8 Under Civil Local Rule 79-5.1, a party can request that documents be filed  
9 under seal by submitting a written application along with the documents sought to  
10 be filed under seal. The Court's Second Amended Protective Order (the  
11 "Protective Order") requires that an application to seal be filed whenever any  
12 papers are filed containing information and/or documents designated as  
13 "CONFIDENTIAL" or "CONFIDENTIAL INFORMATION – PROTECTIVE  
14 ORDER." Dkt. 103 at ¶10.

15 **I. LSW's Application**

16 LSW applies to file the above-listed materials under seal on the grounds that  
17 they contain confidential information protected by the Protective Order.  
18 Magistrate Judge Block previously granted LSW's application to seal these  
19 materials when submitted with the parties' Joint Stipulation on Plaintiffs' Motion  
20 to Compel. *See* Civil Minutes, Dkt. 136. The specific grounds that apply to each  
21 document are set forth below:

22 (i) Plaintiffs' Motion for Review of the March 20, 2012 Discovery Order  
23 contains direct quotations from Exhibits J and K listed below, marked  
24 "CONFIDENTIAL," and describes the content of those CONFIDENTIAL  
25 Exhibits.

26 (ii) Barzelay Dec., Ex. G is an unredacted copy of excerpts from the parties'  
27 Joint Stipulation on Plaintiffs' Motion to Compel. This document was previously  
28 filed under seal (*see* Dkt. 136) and contains direct quotations from or describes the  
content of Exhibits marked "CONFIDENTIAL," including Exhibits J and K.

1 (iii) Barzelay Dec., Ex. J contains excerpts from the deposition of Elizabeth  
2 MacGowan. This document was previously filed under seal before the Magistrate  
3 Judge. *See* Dkt. 136 (granting LSW's application to seal Exhibit 31 to the  
4 Barzelay Declaration). In the testimony excerpted therein, Ms. MacGowan  
5 testified to, among other things, LSW's strategy regarding competitive positioning.  
6 This is confidential, non-public commercial information that, if disclosed to the  
7 general public or competitors of LSW, could reasonably and in good faith be  
8 expected to result in prejudice or harm.

9 (iv) Barzelay Dec., Ex. K contains excerpts from the deposition of Matthew  
10 DeSantos. This document was previously filed under seal before the Magistrate  
11 Judge. *See* Dkt. 136 (granting LSW's application to seal Exhibit 32 to the  
12 Barzelay Declaration). In the testimony excerpted herein, Mr. DeSantos testified  
13 to, among other things, LSW's marketing strategies and competitive positioning.  
14 This is confidential, non-public commercial information that, if disclosed to the  
15 general public or competitors of LSW, could reasonably and in good faith be  
16 expected to result in prejudice or harm.

17 For the foregoing reasons, LSW respectfully requests that the Court grant  
18 LSW's application to the Court for an Order sealing (1) Plaintiffs' Motion for  
19 Review of the Magistrate Judge's March 20, 2012 Discovery Order; and (2)  
20 Exhibits G, J, and K attached to the Declaration of Jeanette T. Barzelay in Support  
21 of Plaintiffs' Motion for Review.

22 Dated: April 3, 2012

Respectfully submitted,

24 WILMER CUTLER PICKERING HALE  
25 AND DORR LLP

26  
27 By: /s/ Jonathan Shapiro  
Jonathan A. Shapiro

28 Attorneys for Defendant  
LIFE INSURANCE COMPANY OF THE  
SOUTHWEST