

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

REDBOX AUTOMATED RETAIL, LLC,)	
)	
Plaintiff,)	
)	Civil Action No. 09-592-RBK
vs.)	
)	
TWENTIETH CENTURY FOX HOME)	
ENTERTAINMENT, LLC,)	
)	
Defendant.)	
)	
)	

**TWENTIETH CENTURY FOX HOME ENTERTAINMENT LLC'S
MOTION TO SEAL REPLY BRIEF IN SUPPORT OF ITS MOTION TO TRANSFER
THE CENTRAL DISTRICT OF CALIFORNIA**

OF COUNSEL:

Yosef Riemer (*admitted pro hac vice*)
KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York City, NY 10022
Tel: (212) 446-4802
Email: yosef.riemer@kirkland.com

Beth Moskow-Schnoll (No. 2900)
BALLARD SPAHR LLP
919 North Market Street, 12th Floor
Wilmington, DE 19801
Tel: (302) 252-4447
Fax: (302) 355-0221
Email: moskowb@ballardspahr.com

Corey C. Watson (*admitted pro hac vice*)
KIRKLAND & ELLIS LLP
777 South Figueroa Street
Los Angeles, CA 90017
Tel: (213) 680-8482
Email: corey.watson@kirkland.com

Neal Walters
BALLARD SPAHR LLP
Plaza 1000 - Suite 500
Main Street
Voorhees, NJ 08043
Tel: (856) 761-3438
Email: waltersn@ballardspahr.com

*Attorneys for Twentieth Century Fox Home
Entertainment LLC*

Dated: November 18, 2009

Defendant Twentieth Century Fox Home Entertainment LLC (“Fox”) hereby moves, pending entry of a Court-approved protective order pursuant to Federal Rule of Civil Procedure 26(c), to seal Fox’s Reply Brief in Support of Its Motion to Transfer Venue to the Central District of California. As stated more fully in Fox’s Opening Brief in support of its motion to seal (D.I. 13, 14) and the Declaration of Donald Jeffries (D.I. 14), the Court should grant this motion because: (1) the Reply Brief contains sensitive business information, such as negotiation terms and strategy, the disclosure of which could significantly harm Fox; (2) this matter involves private litigants; and (3) the information Fox seeks to protect is not important to public health and safety.¹ Moreover, this Court granted Fox’s Motion to Seal its Opening Brief in Support of Its Motion to Transfer Venue and the Declaration of Donald Jeffries in support thereof (and accompanying exhibits), all of which contained the same sensitive business information. (D.I. 31.)

Dated: November 18, 2009

Respectfully submitted,

/s/ Beth Moskow-Schnoll

Beth Moskow-Schnoll (No. 2900)
BALLARD SPAHR LLP
919 North Market Street, 12th Floor
Wilmington, DE 19801
Tel: (302) 252-4447
Fax: (302) 355-0221
Email: moskowb@ballardspahr.com

¹ Because the information Fox now seeks to file under seal is the same information Fox previously sought to seal, Fox hereby incorporates by reference Fox’s Opening Brief in support of its motion to seal and the Declaration of Donald Jeffries (D.I. 13, 14).

Neal Walters
BALLARD SPAHR LLP
Plaza 1000 - Suite 500
Main Street
Voorhees, NJ 08043
Tel: (856) 761-3438
Email: waltersn@ballardspahr.com

OF COUNSEL

Yosef Riemer (*admitted pro hac vice*)
KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York City, NY 10022
Tel: (212) 446-4802
Email: yosef.riemer@kirkland.com

Corey C. Watson (*admitted pro hac vice*)
KIRKLAND & ELLIS LLP
777 South Figueroa Street
Los Angeles, CA 90017
Tel: (213) 680-8482
Email: corey.watson@kirkland.com

*Attorneys for Twentieth Century Fox Home
Entertainment LLC*

CERTIFICATE OF SERVICE

I, Beth Moskow-Schnoll, hereby certify that on November 18, 2009, I electronically filed the foregoing Twentieth Century Fox Home Entertainment LLC's Motion to Seal with the Clerk of the Court using CM/ECF, which will send notification of such filing to the following:

Henry E. Gallagher, Jr.
Chad S. C. Stover
CONNOLLY BOVE LODGE & HUTZ LLP
The Nemours Building
1007 North Orange Street
Wilmington, DE 19899
Tel: (302) 888-6288
Fax: (302) 658-0380
Email: hgallagher@cblh.com

/s/ Beth Moskow-Schnoll
Beth Moskow-Schnoll (No. 2900)