

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF IOWA
WESTERN DIVISION**

**IN RE: IOWA READY-MIX
CONCRETE ANTITRUST
LITIGATION**

**No. 5:10-CV-04038-MWB
(CONSOLIDATED CASES)**

**DEFENDANT GCC ALLIANCE CONCRETE, INC.'S MOTION TO
DISMISS PLAINTIFFS' SECOND AMENDED CONSOLIDATED COMPLAINT**

Defendant GCC Alliance Concrete, Inc. ("GCC Alliance") moves to dismiss plaintiffs' second amended consolidated complaint under Federal Rule of Civil Procedure 12(b)(6).

As set out more fully in GCC Alliance's Brief in Support, plaintiffs' consolidated complaint should be dismissed because (1) plaintiffs have failed to sufficiently plead a factual basis to establish their standing to sue on behalf of an alleged class of all individuals and entities who purchased ready-mix concrete directly from any of the defendants and (2) plaintiffs allege an insufficient factual basis to support the three alleged "overlapping" conspiracies among the defendants covering the Northwestern Iowa region. Indeed, the alleged conspiracies are implausible and inconsistent with the three discrete and separate agreements, each of which was limited in scope and between only two parties, admitted in the plea agreements of defendants Steve VandeBrake and Kent Stewart.

For these reasons and those in its Brief in Support, GCC Alliance respectfully requests that the Court dismiss plaintiffs' second amended consolidated complaint. GCC Alliance requests all other relief to which it may be justly entitled.

Respectfully submitted,

/s/ Anne M. Rodgers

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CERTIFICATE OF FILING AND SERVICE

I hereby certify that on May 16, 2011, I had the attached document electronically transmitted to the Clerk of Court using the ECF System for filing. Based on the records currently on file, the Clerk of Court will transmit a Notice of Electronic Filing to all registered counsel of record.

/s/ Anne M. Rodgers

Anne M. Rodgers