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State of the state Joseph M. Alioto (SBN 42680) Theresa D. Moore (SBN 99978) Thomas P. Pier (SBN 235740) Jamie L. Miller (SBN 271452) ALIOTO LAW FIRM 3 225 Bush Street, 16th Floor San Francisco, CA 94104 4 Telephone: (415) 434-8900 Facsimile: (415) 434-9200 5 Email: tmoore@aliotolaw.com Email: jmiller@aliotolaw.com 6 7 UNITED STATES DISTRICT COURT 8 NORTHERN DISTRICT OF CALIFORNIA 9 SAN FRANCISCO DIVISION 10 Wayne Taleff et al. CASE NO.: 11 Plaintiffs, AINTIFFS 12 MOTION AND MOTION 13 FOR A TEMPORARY SOUTHWEST AIRLINES CO., RESTRAINING ORDER GUADALUPE HOLDINGS CORP., 14 AIRTRAN HOLDINGS, INC., Date: 15 Defendants. Time: 16 Judge: 17 18 19 20 21 22 23 24 25 26 27 28

Plaintiffs' Notice of Motion and Motion for Temporary Restraining Order

PLAINTIFFS ABOVE-NAMED, by and through their undersigned attorneys, hereby move this Court for a Temporary Restraining Order enjoining defendants abovenamed, their officers, directors, employees, agents, and all persons acting in concert with them or subject to their direction or control, from completing and consummating the transaction merging Southwest Airlines and AirTran Airlines, as described more fully in paragraphs 1, 4, 5, and 6 of the Complaint.

The grounds for this motion are that the plaintiffs will suffer irreparable harm if said transactions, arrangements, and agreements are consummated and completed; there is a high probability that plaintiffs will succeed on the merits in establishing that the contemplated transactions, arrangements, and agreements violate United States antitrust laws; and the public interest strongly favors granting the preliminary injunction.

This motion is based on the Complaint and all of the files and proceedings herein, including the supporting memorandum of law.

A certificate pursuant to F.R.C.P 65(b) is attached hereto.

Dated: May 3, 2011

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CERTIFICATE PURSUANT TO F.R.C.P 65(b)

On May 2, I attempted to contact counsel for Southwest Airlines and AirTran Airlines

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By conducting an on-line search, I was able to determine that Southwest's general counsel is Ms. Madeleine Johnson. At approximately 2:00 PM PST, I called 214-792-4000 and was connected to her office, but I was thereafter informed by her assistant, Ms. Teri

in order to notify them of our intention to seek a Temporary Restraining Order from this

Lambert, that Ms. Johnson was not available. I asked for, and received an e-mail address (teri.lambert@wnco.com) to which I sent the following message:

Ms. Lambert,

I, Thomas Paul Pier, hereby certify as follows:

Please be so kind as to forward to Ms. Madeleine Johnson.

Thank you.

Tom Pier

SENT VIA E-MAIL TO MS. TERI LAMBERT

Ms. Johnson,

I am an attorney with the Alioto Law Firm. We represent a group of consumers who intend to file suit, pursuant to Sections 7 and 16 of the Clayton Antitrust Act, 15 U.S.C. Sec. 26, to enjoin Southwest's proposed acquisition of AirTran Airways.

Pursuant to F.R.C.P. 65(b), please take NOTICE that tomorrow, May 2 or as soon as practicable, we will be filing a motion for a Temporary Restraining Order in United States District Court for the Northern District of California seeking an Order from the Court enjoining Southwest and/or Guadalupe Holdings Company from acquiring AirTran Airways.

I will be sending you all documents related to this matter as soon as they are filed with the Court.

Should you have any questions regarding this matter, please contact me via return e-mail here or at our offices at 415-434-8900.

My regards,

Tom Pier

1 I did not receive a reply.

Very shortly thereafter, I attempted to contact Mr. Steven Rossum, who is identified on AirTran's website as his general counsel. At approximately 2:05 PM PST I called 407-318-5600 x5117 and was connected to Mr. Rossum's voice-mail. I left a detailed message identifying myself stating that we intended to file a motion for a Temporary Restraining Order to enjoin Southwest's proposed acquisition of his company. I also sent an e-mail to steven.rossum@airtran.com substantively similar to the above e-mail. I did not receive a reply to either the voice message or e-mail.

The reasons supporting the claim that notice should not be required are set forth in the Memorandum in Support of Plaintiff's Motion for a Temporary Restraining Order that accompanies this motion.

I declare, under penalty of perjury and the laws of the state of California, that the foregoing is true and correct to the best of my recollection.

Executed this 3rd day of May, 2011 at San Francisco, California.

Thomas Paul Pier