

UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

IN RE ELECTRONIC BOOKS ANTITRUST LITIGATION	)	)	No. 11-md-02293 (DLC)
	)	)	ECF CASE
	)	)	
THE STATE OF TEXAS, et al.,	)	)	
Plaintiffs,	)	)	
v.	)	)	No. 12-cv-03394 (DLC)
PENGUIN GROUP (USA) INC., et al.,	)	)	ECF CASE
Defendants.	)	)	

**PLAINTIFF STATES' RESPONSE TO CLASS PLAINTIFFS' REPLY  
MEMORANDUM IN SUPPORT OF CLASS PLAINTIFF'S MOTION TO  
EXCLUDE OPINIONS OFFERED BY DR. JOSEPH P. KALT**

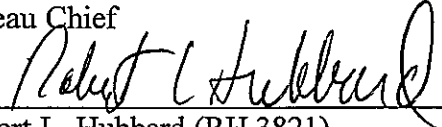
Plaintiff States submit this memorandum to join the arguments made by Class Plaintiffs in Reply Memorandum of Law in Support of Class Plaintiffs' Motion to Exclude the Expert Opinions Offered by Apple's Expert Joseph Kalt (submitted under seal) ("Class Kalt Reply") to exclude Dr. Kalt's opinions. The Declaration of Joseph P. Kalt, Ph.D. had a caption in the Consolidated Class Action (Case No. 11-md-02293), and not the State Action (Case No. 12-cv-03394). Dr. Kalt's Sur-Reply Declaration includes both captions and is offered in opposition to Class Plaintiffs' motion for class certification, in response to the testimony of Plaintiffs' expert, Dr. Roger Noll, and in response to Class Plaintiffs Motion to Exclude Expert Opinions Dr. Joseph Kalt. *See* ECF Nos. 444, 445, 514 in Case No. 11-md-02293.

For the reasons set forth in the Class Kalt Reply, Dr. Kalt's opinions should be excluded and not admitted at trial in this matter for any purpose relevant to the State Action.

Dated: February 4, 2013  
New York, New York

Respectfully submitted,

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On behalf of Plaintiff States