IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

RATES TECHNOLOGY INC., Plaintiff, v. QWEST COMMUNICATIONS CORPORATION AND QWEST COMMUNICATIONS INTERNATIONAL, INC., Defendants	Civil Action No. 07-442 (JJF)

DEFENDANTS' MOTION TO DISMISS PLAINTIFF'S COMPLAINT OR, IN THE ALTERNATIVE, FOR A STAY PENDING REEXAMINATION OF U.S. PATENT NO. 5,425,085

Pursuant to Federal Rule of Civil Procedure 12(b)(6), Defendant Qwest Communications Corporation ("QCC") respectfully moves to dismiss Plaintiff Rates Technology, Inc.'s ("RTI") First Amended Complaint for failure to state a claim upon which any relief can be granted and both QCC and Qwest Communications International Inc. ("QCII") move to dismiss Count 1 of RTI's First Amended Complaint on the basis that all relevant claims of the '085 Patent are invalid. Alternatively, QCC and QCII (collectively, "Qwest") respectfully request that the Court stay this litigation pending the final outcome of the '085 Patent reexamination. The grounds for this motion are more fully set forth in Defendants' Brief In Support Of Their Motion To Dismiss Plaintiff's Complaint Or, In The Alternative, For A Stay Pending Reexamination of U.S. Patent No. 5,425,085.

Accordingly, Qwest respectfully requests the Court enter an Order substantially similar to the proposed order attached hereto.

Respectfully submitted,

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Dated: September 28, 2007

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FOR THE DISTRICT OF DELAWARE

RATES TECHNOLOGY INC., Plaintiff, v. QWEST COMMUNICATIONS CORPORATION AND QWEST COMMUNICATIONS INTERNATIONAL, INC., Defendants	Civil Action No. 07-442 (JJF)

[PROPOSED] ORDER

Upon consideration of Defendants' Motion To Dismiss Plaintiff's Complaint Or, In The Alternative, For A Stay Pending Reexamination Of U.S. Patent No. 5,425,085.

IT IS HEREBY ORDERED this _____ day of _____, 2007 that the Motion is **GRANTED**.

IT IS FURTHER ORDERED that Plaintiff's complaint is dismissed, pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure.

_____
United States District Judge

CERTIFICATE OF SERVICE

I, Melanie K. Sharp, Esquire, hereby certify that on September 28, 2007, I caused to be electronically filed a true and correct copy of Defendants' Motion To Dismiss Plaintiff's Complaint Or, In The Alternative, For A Stay Pending Reexamination Of U.S. Patent No. 5,425,085 with the Clerk of the Court using CM/ECF, which will send notification that such filing is available for viewing and downloading to the following counsel of record:

Mary B. Matterer
Morris James LLP
500 Delaware Avenue, Suite 1500
Wilmington, DE 19801

I further certify that on September 28, 2007, I caused a copy of the foregoing document to be served by hand delivery on the above-listed counsel of record and on the following non-registered participants in the manner indicated.

BY E-MAIL

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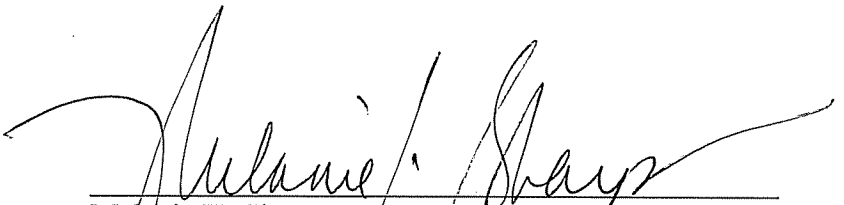

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