UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

THE GILLETTE COMPANY, Plaintiff/ Counter-Defendant, v. ENERGIZER HOLDINGS, INC., SCHICK MANUFACTURING, INC., EVEREADY BATTERY COMPANY, INC., and ENERGIZER BATTERY, INC. Defendant/ Counter-Plaintiff.	C.A. No. 03 12455 DPW

DEFENDANTS' MOTION FOR LEAVE TO REPLY TO GILLETTE'S OPPOSITION TO MOTION FOR SANCTIONS PURSUANT TO RULE 11(c)

Defendants Energizer Holdings, Inc., Schick Manufacturing, Inc., Eveready Battery Company, Inc., and Energizer Battery, Inc. (collectively, "Defendants") hereby move this Court for leave to file its Reply to Gillette's Opposition to Motion for Sanctions Pursuant to Rule 11(c), filed contemporaneously herewith. As grounds for this motion, Defendants state:

1. Plaintiff The Gillette Company ("Gillette") filed an Opposition to Defendants' Motion for Sanctions Pursuant to Rule 11(c) ("Gillette's Opposition") on August 17, 2004.

2. Defendants bring this Motion for Leave to Reply to Gillette's Opposition so that they may have an opportunity to respond to certain facts and conclusions represented by Gillette in its Opposition.

WHEREFORE, Defendants respectfully request that the Court allow Defendants' Assented-To Motion for Leave to Reply to Gillette's Opposition to Defendants' Motion for Sanctions Pursuant to Rule 11(c).

CERTIFICATION PURSUANT TO LOCAL RULE 7.1

Counsel for defendants hereby certifies that it has attempted in good faith to resolve or narrow the issue presented in this motion but has been unable to do so. Specifically, Defendants' counsel requested the Plaintiff's assent to this motion for leave, and sent a draft of the motion to Plaintiff's counsel electronically on August 26, 2004. Plaintiff's counsel refused to do so.

/s/
Maia H. Harris

Respectfully submitted,

ENERGIZER HOLDINGS, INC., SCHICK MANUFACTURING, INC., EVEREADY BATTERY COMPANY, INC., and ENERGIZER BATTERY, INC.

By their Attorneys,

/s/
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August 27 , 2004

CERTIFICATE OF SERVICE

I hereby certify that on this 27th day of August, 2004, I served a copy of the within document by hand upon:

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And by overnight mail upon:

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/s/
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