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October 18, 2010

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## VIA E-MAIL AND REGULAR MAIL

The Honorable Marina Corodemus, (Ret.)  
Director ADR Practice Area  
Corodemus & Corodemus, LLC  
The Woodbridge Hilton Building  
120 Wood Avenue South  
Suite 500  
Iselin, NJ 08830

**Re:**

Dear Judge Corodemus:

Case Management Order XII ("CMO XII") granted plaintiffs leave to file an amended complaint "solely for the purpose of adding defendants to this litigation, including but not limited to assertion of direct claims against Third Party Defendants under R. 4.8-11." (CMO XII ¶ 4) Plaintiffs' Third Amended Complaint does not assert direct claims against any third party defendants, as was contemplated, but instead asserts against two entirely new parties the claims asserted against the Original Defendants (which claims have also been altered in several significant respects not material to this application). The two new defendants are YPF International, S.A. and Maxus International Energy Company ("MIEC"). Drinker Biddle & Reath LLP will be representing MIEC in defense of these claims, along with continuing its representation of Defendants Maxus Energy Corporation ("Maxus") and Tierra Solutions, Inc. ("Tierra").

Pursuant to Paragraph 8 of CMO XII, MIEC submits this application for leave to file a motion to dismiss the Third Amended Complaint for lack of jurisdiction under NJ S. Ct. Rule 4:6-2(b). MIEC recognizes that Judge Goldman's previously denied motions to dismiss based on lack of personal jurisdiction filed by Repsol YPF, S.A., YPF, S.A., YPF Holdings, Inc. and CLH Holdings, Inc., with the understanding that those defendants might re-assert their jurisdictional defenses after discovery, on a motion for summary judgment. MIEC's contacts with New Jersey (or lack thereof), however, were not considered in that earlier motion. Further, the Third Amended Complaint raises new allegations against the defendants who previously filed motions challenging personal jurisdiction, which we understand is prompting those defendants to seek leave to file a new motion now, to ensure that their jurisdictional objections are preserved.

**Legal Basis for the Motions.** MIEC's proposed motion to dismiss for lack of personal jurisdiction should be resolved before subjecting MIEC further litigation in a foreign forum. MIEC is a Delaware corporation, whose principal place of business is in

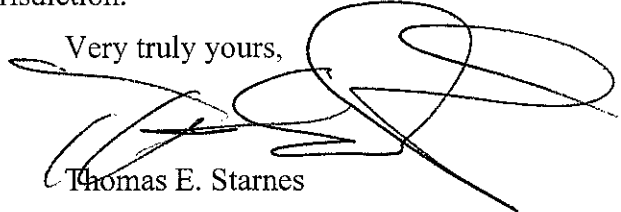
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Texas. Moreover, MIEC is essentially a stock holding company, which has a primarily international focus and has no contacts with New Jersey such that it might reasonably have anticipated being haled into court in New Jersey.

**Benefits to Judicial Economy and Advancement of Ultimate Resolution.** In the first instance, allowing MIEC's motion would serve the interest of avoiding waiver and preserving its defenses. Second, MIEC's motion will cover new ground, since MIEC's nexus with New Jersey has not previously been considered by the Court. Third, the motion stands to eliminate a party from the case.

For the foregoing reasons, pursuant to CMO XII, ¶ 8, MIEC respectfully seeks your authorization to file a motion to dismiss the claims asserted against it in the Third Amended Complaint for lack of personal jurisdiction.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Thomas E. Starnes', written over a horizontal line. The signature is stylized and somewhat cursive.

Thomas E. Starnes

TES

cc: Counsel of Record