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IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

MARCHBANKS TRUCK SERVICE, INC.,)
doing business as Bear)
Mountain Travel Stop;)
MAHWAH FUEL STOP;)
GERALD F. KRACHEY,)
doing business as Krachey's)
BP South; and)
WALT WHITMAN TRUCK STOP, INC.,)
on Behalf of Themselves and)
All Others Similarly Situated,)

Civil Action
No. 07-cv-01078

FILED

MAR 29 2012

MICHAEL DE KUNZ, Clerk
By [Signature] Dep. Clerk

Plaintiffs)

UNDER SEAL

vs.)

COMDATA NETWORK, INC.,)
doing business as Comdata)
Corporation, et al.;)
CERIDIAN CORPORATION;)
TRAVELCENTERS OF AMERICA LLC;)
TA OPERATING LLC;)
TRAVEL CENTERS OF AMERICA)
HOLDING COMPANY LLC;)
PETRO STOPPING CENTERS, L.P.;)
PILOT TRAVEL CENTERS LLC;)
PILOT CORPORATION; and)
LOVE'S TRAVEL STOPS & COUNTRY)
STORES, INC.,)

Defendants)

O R D E R

Now, this 29th day of March, 2012 upon consideration of
the following motions:

- (1) TA's Motion to Dismiss the Third Consolidated Amended Complaint, which motion was filed May 6, 2011 by defendants TravelCenters of America LLC; TA Operating LLC; Travel Centers of America Holding Company LLC; and Petro Stopping Centers, L.P. (Document 410);

- (2) Motion to Dismiss Plaintiffs' Third Consolidated Amended Complaint, which motion was filed May 6, 2011 by defendants Pilot Travel Centers LLC; and Pilot Corporation (Document 413);
- (3) Love's Travel Stops & Country Stores, Inc.'s Motion to Dismiss Plaintiffs' Third Consolidated Amended Complaint, which motion was filed May 9, 2011 (Document 414);
- (4) [Redacted] Motion of Defendant Ceridian Corporation to Dismiss Plaintiffs' Third Consolidated Amended Complaint, which redacted motion was filed May 9, 2011 (Document 419); and
- (5) Motion of Defendant Ceridian Corporation to Dismiss Plaintiffs' Third Consolidated Amended Complaint, which motion was filed under seal on May 18, 2011 (Document 427)¹; and

upon consideration of the briefs of the parties; and for the reasons expressed in the accompanying Opinion,

IT IS ORDERED that TA's Motion to Dismiss the Third Consolidated Amended Complaint² is denied.

IT IS FURTHER ORDERED that the Motion to Dismiss Plaintiffs' Third Consolidated Amended Complaint filed by the Pilot defendants³ is denied.

¹ Documents (4) and (5) are each titled "Motion of Defendant Ceridian Corporation to Dismiss Plaintiffs' Third Consolidated Amended Complaint". Document (4) is a redacted version of the motion. Document (5) is unredacted, but was filed under seal. Accordingly, the within Order and accompanying Opinion treats Documents (4) and (5) as the same motion.

² "TA's" refers collectively to defendants TravelCenters of America LLC; TA Operating LLC; Travel Centers of America Holding Company LLC; and Petro Stopping Centers, L.P.

³ The "Pilot defendants" refers collectively to defendants Pilot Travel Centers LLC; and Pilot Corporation.

IT IS FURTHER ORDERED that Love's Travel Stops & Country Stores, Inc.'s Motion to Dismiss Plaintiffs' Third Consolidated Amended Complaint is denied.

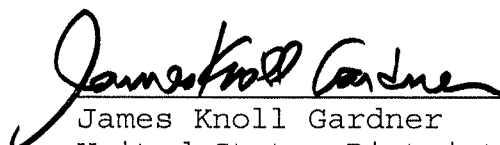
IT IS FURTHER ORDERED that each Motion of Defendant Ceridian Corporation to Dismiss Plaintiffs' Third Consolidated Amended Complaint (Document 419 and Document 427) is denied.

IT IS FURTHER ORDERED that defendants shall have until April 30, 2012 to file an answer to plaintiffs' Third Consolidated Amended Complaint.

IT IS FURTHER ORDERED that the Clerk of Court shall file the within Order and accompanying Opinion under seal.⁴

IT IS FURTHER ORDERED that each party shall have until April 23, 2012 to file a brief addressing why this court should not unseal the within Order and accompanying Opinion in the interest of the right of the public to access court documents.

BY THE COURT:


James Knoll Gardner
United States District Judge

⁴ The accompanying Opinion discusses documents and portions of the Third Consolidated Amended Complaint which are under seal pursuant to the operative Protective Order in this case. Accordingly, the within Order and Opinion shall be sealed pending further Order of this court.