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UNITED STATES DISTRICT COURT

DISTRICT OF NEVADA

THE SCO GROUP, INC. Plaintiff, v. AUTOZONE, INC, Defendants	Case No.: 2:04-cv-0237-RCJ-GWF **DEFENDANT AUTOZONE, INC.'S ANSWER** **(JURY DEMAND)**

Defendant AutoZone, Inc. ("AutoZone"), for its Answer and Affirmative Defenses to the Complaint of Plaintiff The SCO Group, Inc. ("SCO"), responds as follows:

1. Answering the allegations contained in Paragraph 1, AutoZone admits that it uses one or more versions of the Linux operating system. AutoZone further admits that SCO purports to bring claims under the Copyright Act. AutoZone denies each and every remaining allegation contained in Paragraph 1.

2. AutoZone admits the allegations contained in Paragraph 2.

3. AutoZone admits the allegations contained in Paragraph 3.

4. Answering the allegations contained in Paragraph 4, AutoZone is without knowledge or information sufficient to form a belief as to whether this Court has subject matter jurisdiction over SCO's claims, and the same is therefore denied. SCO has based its claim of subject matter jurisdiction on copyright registrations in certain versions of the UNIX operating system. To the extent SCO does not own the copyrights claimed in the registrations, the registrations would be invalid and would deprive this Court of subject matter jurisdiction over SCO's claims.

5. AutoZone admits the allegations contained in Paragraph 5, however, AutoZone denies that this District is the most convenient forum as no relevant witnesses or documents are located in this District.

6. AutoZone admits the allegations contained in Paragraph 6.

7. AutoZone admits the allegations contained in Paragraph 7.

8. Answering the allegations contained in Paragraph 8, AutoZone admits that the UNIX operating system was developed at least in part by AT&T Bell Laboratories and that AT&T licensed UNIX to third parties. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 8, and the same are therefore denied.

9. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 9, and the same are therefore denied.

10. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 10, and the same are therefore denied.

11. AutoZone denies the allegations contained in Paragraph 11.

12. AutoZone admits the allegations contained in Paragraph 12.

13. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 13, and the same are therefore denied.

14. Answering the allegations contained in Paragraph 14, AutoZone repeats and realleges its answers to Paragraph 1 through 13, above, as though fully set forth herein.

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15. Answering the allegations contained in Paragraph 15, AutoZone denies that SCO is the owner of all copyright in UNIX software source code and object code. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 15, and the same are therefore denied.

16. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 16, and the same are therefore denied.

17. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 17, and the same are therefore denied.

18. Answering the allegations contained in Paragraph 18, AutoZone states that the final two sentences are purported statements of law, and, as such, neither an admission nor denial is required as to these statements. AutoZone denies that SCO owns all copyright in the Copyrighted Materials. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 18, and the same are therefore denied.

19. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 19, and the same are therefore denied.

20. AutoZone is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 20, and the same are therefore denied.

21. Answering the allegations contained in Paragraph 21, AutoZone admits that it implemented one or more versions of the Linux operating system. AutoZone denies the remaining allegations contained in Paragraph 21.

22. Answering the allegations contained in Paragraph 22, AutoZone admits that it does not own the copyright to the Copyrighted Materials. AutoZone further admits that it does not have permission or license from SCO to use the Copyrighted Material, however, AutoZone denies that any such permission or license is necessary or required for AutoZone to implement and use Linux. AutoZone denies each and every remaining allegation contained in Paragraph 22.

23. AutoZone denies the allegations contained in Paragraph 23.

24. AutoZone denies the allegations contained in Paragraph 24.

25. AutoZone denies the SCO is entitled to any of the relief requested in Paragraph 25.

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Except as specifically admitted, AutoZone denies each and every allegation contained in the Complaint.

AFFIRMATIVE DEFENSES

FIRST DEFENSE

SCO has failed to state a claim upon which relief can be granted.

SECOND DEFENSE

SCO's claims are barred, in whole or in part, by the doctrine of laches.

THIRD DEFENSE

SCO's claims are barred, in whole or in part, by the doctrine of collateral estoppel.

FOURTH DEFENSE

SCO's claims are barred because one or more of the copyright registrations upon which it relies are invalid.

FIFTH DEFENSE

AutoZone's alleged use of the Copyrighted Materials is lawful use based on agreements and licenses with third-parties.

SIXTH DEFENSE

AutoZone currently has insufficient information upon which to form a belief as to the existence of additional, as yet unstated, affirmative defenses. AutoZone reserves the right to assert additional affirmative defenses in the event discovery discloses the existence of said affirmative defenses.

WHEREFORE, AutoZone requests that the Complaint be dismissed with prejudice, that judgment be entered in AutoZone's favor, and that the Court award AutoZone recovery of its costs and reasonable attorneys' fees incurred in connection with this matter and such other and additional relief as the Court deems just and proper.

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JURY DEMAND

AutoZone demands a trial by jury of all issues triable of right by a jury that are raised in the SCO's Complaint.

DATED this 11th day of February, 2009.

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CERTIFICATE OF MAILING

I HEREBY CERTIFY that I am an employee of Brownstein Hyatt Farber Schreck, LLP, and that on this 11 day of February, 2009, I caused to be sent via electronic mail, a true and correct copy of the above and foregoing **DEFENDANT AUTOZONE, INC.'S ANSWER** properly addressed to the following:

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