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Attorneys for The SCO Group, Inc.

Attorneys for AutoZone, Inc.

**UNITED STATES DISTRICT COURT
 DISTRICT OF NEVADA**

THE SCO GROUP, INC.,)
 A Delaware corporation,)
)
 Plaintiff,)
 v.)
)
 AUTOZONE, INC.,)
 A Nevada corporation,)
)
 Defendant)
)
)
)
)
)
)
)

Docket No.: 2:04-CV-237-RCJ-(LRL)

**JOINT STIPULATION TO STAY
 PROCEEDINGS**

JOINT STIPULATION TO STAY PROCEEDINGS

Plaintiff The SCO Group, Inc. (“SCO”), by and through its Chapter 11 Trustee (the “Trustee”), and Defendant AutoZone, Inc. (“AutoZone”) respectfully move the Court to stay all proceedings in this case for sixty days.

On October 21, 2009, the Trustee and AutoZone entered into a Confidential Settlement and Release Agreement resolving all the claims at issue in this case, subject to the approval of the Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), which is presiding over SCO’s bankruptcy proceedings (Bankruptcy Petition No. 07-11337-KG). On October 22, 2009, the Trustee filed a Motion for Approval of Settlement with AutoZone. The Bankruptcy Court will hold a hearing on that motion, if necessary, on November 22, 2009. Should the Bankruptcy Court approve the settlement agreement, the parties have agreed to file a stipulated dismissal of this action with the Court.

In light of the agreement to settle this case, the parties request that the Court stay this litigation for sixty days to allow time for a ruling on the motion for approval of the settlement. If the Bankruptcy Court grants that motion, the settlement will avoid unnecessary expense and use of the Court’s resources. For these reasons, the parties respectfully move to the Court to stay these proceedings in full for sixty days.

In addition, should the Court grant this motion and the Bankruptcy Court deny the motion for approval of the settlement, the parties request that the Court re-open proceedings and hold a case-management conference to reset the deadlines currently pending in this litigation.

A proposed order is attached hereto for the Court's convenience.

Respectfully submitted, this 30th day of October, 2009.

/s/ Richard J. Pocker

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EXHIBIT 1

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[PROPOSED] ORDER

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Having reviewed the Joint Stipulation to Stay Proceedings for sixty (60) days, and finding good cause therefore, it is hereby ORDERED that the Stipulated Motion be GRANTED. All proceedings in this case are stayed through the sixtieth (60th) day following the date of this Order.

SO ORDERED this _____ day of _____, 2009.

The Honorable Robert C. Jones
United States District Court Judge