

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION

**IN RE: REALPAGE, INC., RENTAL
SOFTWARE ANTITRUST LITIGATION
(NO. II)**

MDL No. 3071

This document relates to:

ALL CASES

Hon. Waverly D. Crenshaw

**NON-OVERLAP SETTling DEFENDANTS' JOINDER IN OVERLAP
DEFENDANTS' OPPOSITION TO MOTION TO INTERVENE BY
STATE ATTORNEYS GENERAL**

The Non-Overlap Settling Defendants join in the Overlap Defendants' opposition to the motion to intervene filed by the state attorneys general, Doc. 1497, and for the reasons expressed in the Overlap Defendants' opposition likewise ask that the motion to intervene be denied.

September 25, 2026.

Respectfully submitted,

/s/ Danny David

Danny David
danny.david@bakerbotts.com
BAKER BOTTS LLP
910 Louisiana Street
Houston, TX 77002
Telephone: (713) 229-4055

James Kress (admitted pro hac vice)
james.kress@bakerbotts.com
Paul Cuomo (admitted pro hac vice)
paul.cuomo@bakerbotts.com
BAKER BOTTS LLP
700 K. Street, NW
Washington, DC 20001
Telephone: (202) 639-7884

John R. Jacobson (#14365)
jjacobson@rjfirm.com
Milton S. McGee, III (#24150)
tmcgee@rjfirm.com
RILEY & JACOBSON, PLC
1906 West End Avenue
Nashville, TN 37203
Telephone: (615) 320-3700

*Counsel for Defendant Avenue5 Residential,
LLC*

/s/ Danielle R. Foley

Danielle R. Foley (admitted pro hac vice)
drfoley@Venable.com
Venable LLP
600 Massachusetts Avenue, NW
Washington, D.C. 20001
(202) 344-4300

*Counsel for Defendant CH Real Estate
Services, LLC*

/s/ Edwin Buffmire

Edwin Buffmire
ebuffmire@jw.com
Michael Moran
mmoran@jw.com
Jackson Walker LLP
2323 Ross Ave., Suite 600
Dallas, TX 75201
Telephone: (214) 953-6000

Kevin Fulton
fulton@hooverslovacek.com
HooverSlovacek LLC
5051 Westheimer, Suite 1200
Houston, TX 77056
Telephone: (713) 977-8686

Samuel P. Funk (TN Bar # 019777)
SIMS|FUNK, PLC
3102 West End Ave., Suite 1100
Nashville, Tennessee 37203
(615) 292-9335 – Phone
(615) 649-8565 – Fax
sfunk@simsfunk.com

*Counsel for Defendant Allied Orion Group,
LLC*

/s/ Eliot Turner

Eliot Turner
eliot.turner@nortonrosefulbright.com
Norton Rose Fulbright US LLP
1301 McKinney, Suite 5100,
Houston, Texas 77010
Telephone: (713) 651-5151

*Counsel for Defendant Kairoi Management,
LLC*

/s/ Benjamin R. Nagin

Benjamin R. Nagin
bnagin@sidley.com
Sidley Austin LLP
787 Seventh Avenue
New York, NY 10019
Telephone: (212) 839-5300

Counsel for Defendant CONAM Management Corporation

/s/ Todd R. Seelman

Todd R. Seelman, admitted *Pro Hac Vice*
Thomas L. Dyer, admitted *Pro Hac Vice*
Lewis Brisbois Bisgaard & Smith LLP
1700 Lincoln Street, Suite 3500
Denver, Colorado 80203
720.292.2002 (Telephone)
Todd.Seelman@lewisbrisbois.com
Thomas.Dyer@lewisbrisbois.com

Counsel for Defendant Cortland Management, LLC

/s/ Ann MacDonald

Ann MacDonald
Ann.macdonald@afslaw.com
Barry Hyman
Barry.hyman@afslaw.com
ArentFox Schiff LLP
233 South Wacker Drive, Suite 7100
Chicago, IL 60606
Telephone: (312) 258-5500

Counsel for Defendant CWS Apartment Homes, LLC

/s/ Jeffrey S. Cashdan

Jeffrey S. Cashdan (admitted *pro hac vice*)
jcashdan@kslaw.com
Emily S. Newton (admitted *pro hac vice*)
enewton@kslaw.com
Lohr A. Beck (admitted *pro hac vice*)
lohr.beck@kslaw.com
King & Spalding LLP
1180 Peachtree Street, NE, Suite 1600
Atlanta, GA 30309
Telephone: (404) 572-4600

Counsel for Defendant ECI Management, LLC

/s/ John J. Sullivan

John J. Sullivan (admitted *pro hac vice*)
jsullivan@cozen.com
Cozen O'Connor P.C.
3 WTC, 175 Greenwich St., 55th Floor
New York, NY 10007
Telephone: (212) 453-3729

Thomas Ingalls (admitted *pro hac vice*)
tingalls@cozen.com
Cozen O'Connor P.C.
2001 M Street NW, Suite 500
Washington, DC 20036
Telephone: (202) 471-3411

Robert S. Clark (admitted *pro hac vice*)
robertclark@cozen.com
Nathan J. Larkin (admitted *pro hac vice*)
nlarkin@cozen.com
Cozen O'Connor P.C.
1650 Market Street, Suite 2800
Philadelphia, PA 19103
Telephone: (215) 665-2041

Counsel for Sherman Associates, Inc.

/s/ Danny David

Danny David
danny.david@bakerbotts.com
Baker Botts LLP
910 Louisiana Street
Houston, TX 77002
Telephone: (713) 229-4055

Ed Duffy
ed.duffy@bakerbotts.com
JoAnna Adkisson
joanna.adkisson@bakerbotts.com
Baker Botts LLP
700 K. Street, NW
Washington, DC 20001
Telephone: (202) 639-7749

Counsel for Defendant Knightvest Residential

/s/ Michael W. Scarborough

Michael W. Scarborough (admitted *pro hac vice*)
mscarborough@velaw.com
Dylan I. Ballard (admitted *pro hac vice*)
dballard@velaw.com
Vinson & Elkins LLP
555 Mission Street, Suite 2000
San Francisco, CA 94105
Telephone: (415) 979-6900

Counsel for Defendant Lantower Luxury Living, LLC

/s/ Nathan T. Paine

Nathan T. Paine
nathan.paine@hklaw.com
Holland & Knight
701 Fifth Avenue, Suite 4700
Seattle, WA 98104
Tel.: 206.505.4000

Counsel for Defendant Security Properties Residential, LLC

/s/ Richard P. Sybert

Richard P. Sybert (WSBA No. 8357)
rsybert@grsm.com
Gordon Rees Scully Mansukhani
701 Fifth Avenue, Suite 2100
Seattle, WA 98104
Telephone: (206) 321-5222

Counsel for Defendant First Communities Management, Inc.

/s/ MaryAnn T. Almeida

Fred B. Burnside
fredburnside@dwt.com
MaryAnn T. Almeida
maryannalmeida@dwt.com
Davis Wright Tremaine LLP
920 Fifth Avenue, Suite 3300
Seattle, WA 98104
Telephone: (206) 757-8016

Counsel for Defendant Mission Rock Residential, LLC

/s/ Benjamin I. VandenBerghe

Benjamin I. VandenBerghe
biv@montgomerypurdue.com
Kaya R. Lurie
klurie@montgomerypurdue.com
Montgomery Purdue PLLC
601 Union Street, Suite 1300
Seattle, Washington 98104-7096

Counsel for Defendant Thrive Communities Management, LLC

/s/ Brent Justus

Brent Justus
bjustus@mcguirewoods.com
Nick Giles
ngiles@mcguirewoods.com
McGuireWoods LLP
800 East Canal Street
Richmond, VA 23219-3916
Telephone: (804) 775-1000

*Counsel for Defendant Simpson Property
Group, LLC*

/s/ Yehudah L. Buchweitz

Yehudah L. Buchweitz
yehudah.buchweitz@weil.com
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8256

Jeff L. White
jeff.white@weil.com
Weil, Gotshal & Manges LLP
2001 M Street, NW
Washington, DC 20036
Telephone: (202) 682-7059

E. Steele Clayton IV (BPR 017298)
sclayton@bassberry.com
Bass, Berry & Sims PLC
150 Third Avenue South, Suite 2800
Nashville, TN 37201
Telephone (615) 742-6200
Facsimile (615) 742-6293

*Counsel for Defendant Brookfield Properties
Multifamily LLC*

/s/ Judith A. Zahid

Judith A. Zahid (admitted *pro hac vice*)
jzahid@zellelaw.com
Heather T. Rankie (admitted *pro hac vice*)
hrankie@zellelaw.com
Zelle LLP
555 12th Street, Suite 1230
Oakland, CA 94607
Telephone: (415) 633-1916

*Counsel for Defendant Prometheus Real
Estate Group, Inc.*

/s/ Edwin Buffmire

Edwin Buffmire
ebuffmire@jw.com
Michael Moran
mmoran@jw.com
Jackson Walker LLP
2323 Ross Ave., Suite 600
Dallas, TX 75201
Telephone: (214) 953-6000

Kevin Fulton
fulton@hooverslovacek.com
HooverSlovacek LLC
5051 Westheimer, Suite 1200
Houston, TX 77056
Telephone: (713) 977-8686

Samuel P. Funk (TN Bar # 019777)
SIMS|FUNK, PLC
3102 West End Ave., Suite 1100
Nashville, Tennessee 37203
(615) 292-9335 – Phone
(615) 649-8565 – Fax
sfunk@simsfunk.com

*Counsel for Trammell Crow Residential
Company and Crow Holdings, LP*

/s/ Charles H. Samel

Charles H. Samel
charles.samel@stoel.com
Edward C. Duckers
ed.duckers@stoel.com
Stoel Rives LLP
1 Montgomery Street, Suite 3230
San Francisco, CA 94104
Telephone: (415) 617-8900

George A. Guthrie
gguthrie@wilkefleury.com
Wilke Fleury LLP
621 Capitol Mall, Suite 900
Sacramento, CA 95814
Telephone: (916) 441-2430

Counsel for Defendant FPI Management, Inc.

/s/ Judith P. Youngman

Kathryn A. Reilly
Michael T. Williams
Judith P. Youngman
Wheeler Trigg O'Donnell LLP
370 Seventeenth Street, Suite 4500
Denver, CO 80202
Telephone: 303.244.1800
Facsimile: 303.244.1879
Email: reilly@wtotrial.com
williams@wtotrial.com
youngman@wtotrial.com

and

Mark Bell
Holland & Knight LLP
511 Union Street, Suite 2700
Nashville, Tennessee 37219
Telephone: 615.244.6380
Email: mark.bell@hklaw.com

*Counsel for Apartment Income REIT LLC,
f/k/a Apartment Income REIT Corp.*

/s/ Evan Fray-Witzer

Evan Fray-Witzer
Evan@CFWLegal.com
Ciampa Fray-Witzer, LLP
101 Federal Street, Suite 1900
Boston, MA 02110
Telephone: 617-426-0000

*Counsel for Defendants WinnCompanies
LLC, and WinnResidential Manager Corp.*

/s/ Craig Seebald

Jessalyn H. Zeigler
jzeigler@bassberry.com
Bass, Berry & Sims, PLC
150 Third Avenue South
Suite 2800
Nashville, TN 37201
Telephone: (615) 742-6200

Craig P. Seebald (admitted *pro hac vice*)
cseebald@velaw.com
Stephen M. Medlock (admitted
pro hac vice)
smedlock@velaw.com
Vinson & Elkins LLP
2200 Pennsylvania Ave., N.W.
Suite 500 West
Washington, D.C. 20037
Telephone: (202) 639-6500

Christopher W. James (admitted *pro hac vice*)
cjames@velaw.com
Vinson & Elkins LLP
555 Mission Street
Suite 2000
San Francisco, CA 94105
Telephone: (415) 979-6900

*Counsel for Defendant Windsor Property
Management Company*

CERTIFICATE OF SERVICE

I certify that on September 25, 2026, I served a copy of this document on counsel of record by electronic means.

/s/ *Eliot F. Turner*
Eliot F. Turner