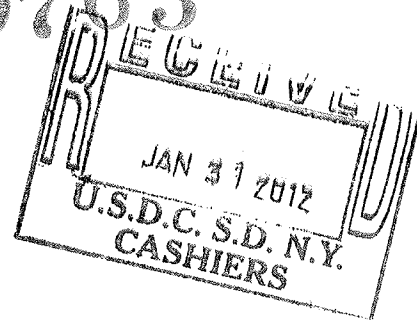


JUDGE FORREST

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

12 CIV 0763



PEARSON EDUCATION, INC., :
JOHN WILEY & SONS, INC., :
CENGAGE LEARNING, INC, AND :
THE MCGRAW-HILL COMPANIES, INC., :

Plaintiffs,

-against-

12 Civ.

COURTNEY RAE LINTON D/B/A SAMANTHA :
LOPEZ D/B/A STAR BOOKSHOP D/B/A :
LIVE4EVER2010 D/B/A ADAM WRIGHT :
AND JOHN DOE NOS. 1-5, :

Defendants. :

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COMPLAINT

Plaintiffs Pearson Education, Inc. ("Pearson"), John Wiley & Sons, Inc. ("Wiley"), Cengage Learning, Inc. ("Cengage") and The McGraw-Hill Companies, Inc. ("McGraw-Hill"), by their undersigned attorneys, for their complaint against defendants Courtney Rae Linton d/b/a Samantha Lopez d/b/a Star Bookshop d/b/a Live4ever2010 d/b/a Adam Wright and John Doe Nos. 1-5, aver:

Nature of the Action

1. Plaintiffs publish college textbooks. Plaintiffs are bringing this action to obtain legal and equitable relief to remedy defendants' infringement of plaintiffs' copyrights and

trademarks through their sales of unauthorized electronic copies of textbooks and study guides ("e-books").

Jurisdiction and Venue

2. This Court has subject matter jurisdiction over the first three claims for relief in this action pursuant to 28 U.S.C. §§ 1331 and 1338 because they arise under the Copyright Act, 17 U.S.C. § 101 et seq. or the Lanham Act, 15 U.S.C. § 1051 et seq. The Court has subject matter jurisdiction over the fourth claim for relief under 28 U.S.C. § 1367 because it is so related to the claims within the original jurisdiction of the Court that they form the same case or controversy under Article III of the United States Constitution.

3. Upon information and belief, venue is proper in this District pursuant to 28 U.S.C. §§ 1391 and 1400(a).

Parties

4. Pearson is a corporation organized and existing under the laws of the State of Delaware with its principal place of business at One Lake Street, Upper Saddle River, New Jersey 07458.

5. Wiley is a corporation organized and existing under the laws of the State of New York with its principal place of business at 111 River Street, Hoboken, New Jersey 07030.

6. Cengage is a corporation organized and existing under the laws of the State of Delaware with its principal place

of business at 200 First Stamford Place, 4th Floor, Stamford, Connecticut 06902.

7. McGraw-Hill is a corporation organized and existing under the laws of the State of New York with its principal place of business at 1221 Avenue of the Americas, New York, New York 10020.

8. Upon information and belief, defendant Courtney Rae Linton is a natural person currently residing at 3102 Millpond Drive West, Apartment 3A, Holland, Michigan, 49424.

9. Upon information and belief, defendants John Doe Nos. 1-5 are natural persons currently residing in the United States whose identities are presently unknown to plaintiffs.

The Businesses of Plaintiffs

10. Each plaintiff publishes a variety of works, including educational books.

11. As a standard practice, each plaintiff requires its authors to assign the copyrights to it or grant it the exclusive rights of reproduction and distribution in the United States. This practice enables each plaintiff to maximize the dissemination of each work.

12. Plaintiffs invest significant monies to publish their copyrighted works. Plaintiffs, for example, make substantial investments in royalties, content creation, licensing, copyediting, proofreading, typesetting, layout,

printing, binding, distribution, copyright enforcement and promotion.

13. Plaintiffs earn a substantial portion of their revenue from the publication of their copyrighted works and would suffer serious financial injury if their copyrights were not enforced. A substantial decline in their income could cause plaintiffs to cease publishing one or more deserving books or journals. This would adversely impact the creation of new works, scholarly endeavor, and scientific progress.

14. An important part of plaintiffs' business is derived from publishing college textbooks. College professors select textbooks from competing publishers based on the pedagogical value and the quality of the materials.

Plaintiffs' Copyrights

15. Plaintiffs routinely register their copyrights. Pearson has generally registered its copyrights in its works, including the works on Schedule A (the "Pearson Copyrights"). Wiley has generally registered its copyrights in its works, including the works on Schedule B (the "Wiley Copyrights"). Cengage has generally registered its copyrights in its works, including the works on Schedule C (the "Cengage Copyrights"). McGraw-Hill has generally registered its copyrights in its works, including the works on Schedule D (the "McGraw-Hill Copyrights").

16. Plaintiffs also own, themselves or through their parent or affiliate companies, trademarks that they use to differentiate their products from those of their competitors.

17. Among Pearson's well-known trademarks are "Pearson," "Pearson Education" and "Prentice Hall." Pearson is the direct holder of the well-known trademark "Benjamin Cummings." Pearson's affiliate corporation Addison Wesley Longman, Inc., is the owner of, and Pearson is the exclusive licensee of, with the accompanying right and duty to protect and enforce its and its affiliate company's rights therein, the well-known trademarks "Addison Wesley" or "Addison-Wesley" (the "Pearson Trademarks"). The United States Registrations for the Pearson Trademarks are identified on Schedule E.

18. Among Wiley's well-known trademarks are "John Wiley & Sons," "Wiley," and the "John Wiley Colophon" (the "Wiley Trademarks"). The United States Registrations for the Wiley Trademarks are identified on Schedule F.

19. Among McGraw-Hill's well-known trademarks are "McGraw-Hill," "The McGraw-Hill Companies" and "Irwin" (the "McGraw-Hill Trademarks"). The United States Registrations for the McGraw-Hill Trademarks are identified on Schedule G.

The Infringing Acts of Defendants

20. Defendants have, without permission, reproduced and sold copies of plaintiffs' works. Specifically, the

defendants have reproduced and sold e-book copies of plaintiffs' textbooks and study guides, including sales into the Southern District of New York, through online sales at websites and forums, including but not limited to, twitter.com, textbooksrus.com, textbookxrus.com and abebooks.com, using usernames including, but not limited to, "Samantha Lopez," "Star Bookshop," "Live4Ever" and "Adam Wright," and e-mail addresses including, but not limited to, live4ever2010@gmail.com and customerservice@textbookxrus.com.

FIRST CLAIM FOR RELIEF

(Copyright Infringement - 17 U.S.C. § 501)

21. Plaintiffs repeat the averments contained in paragraphs 1 through 20 as if set forth in full.

22. Pearson has received United States Certificates of Copyright Registration for the Pearson Copyrights.

23. Wiley has received United States Certificates of Copyright Registration for the Wiley Copyrights.

24. Cengage has received United States Certificates of Copyright Registration for the Cengage Copyrights.

25. McGraw-Hill has received United States Certificates of Copyright Registration for the McGraw-Hill Copyrights.

26. The Pearson, Wiley, Cengage and McGraw-Hill Copyrights are valid and enforceable.

27. Defendants have infringed the Pearson, Wiley, Cengage and McGraw-Hill Copyrights in violation of 17 U.S.C. § 501.

28. Defendants' acts have irreparably damaged and, unless enjoined, will continue to irreparably damage plaintiffs. Plaintiffs have no adequate remedy at law for these wrongs and injuries. Plaintiffs are, therefore, entitled to a preliminary and permanent injunction restraining and enjoining defendants and their agents, servants, employees, and attorneys and all persons acting in concert with them, from infringing the Pearson, Wiley, Cengage and McGraw-Hill Copyrights.

29. Defendants have willfully infringed the Pearson, Wiley, Cengage and McGraw-Hill Copyrights.

30. Plaintiffs are entitled to recover all damages sustained as a result of defendants' unlawful conduct including (1) defendants' profits, or (2) plaintiffs' damages, or alternatively at plaintiffs' election, (3) statutory damages.

SECOND CLAIM FOR RELIEF
(Trademark Infringement - 15 U.S.C. § 1114(a))

31. Plaintiffs repeat the averments contained in paragraphs 1 through 30 above as if set forth in full.

32. Pearson is the exclusive licensee of the Pearson Trademarks, with the accompanying right and duty to protect and enforce Pearson's rights therein. Pearson's licensor parent and

affiliate companies have obtained United States Trademark Registrations for the Pearson Trademarks.

33. Wiley owns the Wiley Trademarks, for which it has obtained United States Trademark Registrations.

34. McGraw-Hill owns the McGraw-Hill Trademarks, for which it has obtained United States Trademark Registrations.

35. The Pearson, Wiley and McGraw-Hill Trademarks are valid and enforceable.

36. Defendants have infringed the Pearson, Wiley and McGraw-Hill Trademarks in violation of 15 U.S.C. § 1114(a) by using them on and/or in connection with the works that they have sold.

37. Defendants' acts complained of herein have irreparably damaged plaintiffs and may continue to do so. The damage to plaintiffs includes harm to their good will and reputation in the marketplace for which money cannot compensate. Plaintiffs have no adequate remedy at law for these wrongs. Plaintiffs are, therefore, entitled to a preliminary and permanent injunction restraining and enjoining defendants, their agents, servants, employees, and attorneys and all persons acting in concert with them from using the Pearson, Wiley and McGraw-Hill Trademarks, or any colorable imitation of them.

38. Defendants have willfully infringed the Pearson, Wiley and McGraw-Hill Trademarks.

39. Plaintiffs are entitled to recover (1) defendants' profits from the infringing books, (2) plaintiffs' damages, (3) the costs of the suit, and (4) reasonable attorneys' fees.

THIRD CLAIM FOR RELIEF
(Trademark Counterfeiting - 15 U.S.C. § 1117)

40. Plaintiffs repeat the averments in paragraphs 1 through 39 above as if set forth in full.

41. In connection with the sale of their pirated e-books, defendants have used counterfeits of the Pearson, Wiley and McGraw-Hill Trademarks.

42. Based upon defendants' use of counterfeits of the Pearson, Wiley and McGraw-Hill Trademarks in connection with their sales of pirated e-books, plaintiffs are entitled to recover treble damages, treble profits, and/or statutory damages, pursuant to 15 U.S.C. § 1117(b) and (c).

FOURTH CLAIM FOR RELIEF
(Common Law Unfair Competition Under State Law)

43. Plaintiffs repeat the averments contained in paragraphs 1 through 42 above as if set forth in full.

44. Defendants' acts complained of herein have damaged and may continue to damage plaintiffs irreparably. The damage to plaintiffs includes harm to their good will and reputation in the marketplace for which money cannot compensate. Plaintiffs have no adequate remedy at law for these wrongs and injuries. Plaintiffs are, therefore, entitled to a preliminary and

permanent injunction restraining and enjoining defendants, their agents, servants, employees, and attorneys and all persons acting in concert with them from using the Pearson, Wiley and McGraw-Hill Trademarks, or any colorable imitation of them, to restitution of defendants' ill-gotten gains, and to punitive damages in an amount to be determined by the trier of fact in this action.

WHEREFORE, plaintiffs demand judgment:

A. Preliminarily and permanently enjoining defendants, their agents, servants, employees, and attorneys and all those acting in concert with them from infringing the Pearson, Wiley, Cengage and McGraw-Hill Copyrights in violation of 17 U.S.C. § 501;

B. Awarding plaintiffs their damages or defendants' profits, or alternatively, at plaintiffs' election, statutory damages, as a result of defendants' willful infringement of the Pearson, Wiley, Cengage and McGraw-Hill Copyrights;

C. Preliminarily and permanently enjoining defendants, their agents, servants, employees, and attorneys and all those acting in concert with them from infringing the Pearson, Wiley and McGraw-Hill Trademarks in violation of 15 U.S.C. § 1114(a);

D. Awarding plaintiffs their damages and/or defendants' profits from their willful infringement of the Pearson, Wiley and McGraw-Hill Trademarks pursuant to 15 U.S.C. § 1117(a);

E. Directing that defendants engage in such additional activities, including, but not limited to, recalls of products and corrective advertising, as may be necessary and appropriate to mitigate the damage defendants have caused;

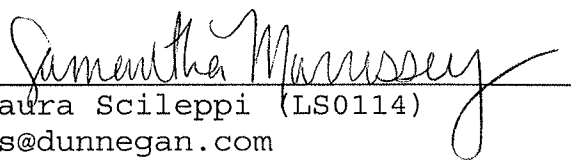
F. Awarding plaintiffs their costs in this action, including their reasonable attorneys' fees pursuant 17 U.S.C. § 505 and 15 U.S.C. § 1117;

G. Awarding plaintiffs punitive damages in an amount to be determined by the trier of fact in this action; and

H. Granting such other and further relief as to this Court seems just and proper.

Dated: New York, New York
January 31, 2012

DUNNEGAN & SCILEPPI LLC

By 
Laura Scileppi (LS0114)
ls@dunnegan.com
Samantha Morrissey (SM1210)
sm@dunnegan.com
Attorneys for Plaintiffs
Pearson Education, Inc.,
John Wiley & Sons, Inc.
Cengage Learning, Inc. and
The McGraw-Hill Companies, Inc.
350 Fifth Avenue
New York, New York 10118
(212) 332-8300

Schedule A
"Pearson Copyrights"

<u>Title, Author (Edition) (Registration Date) (Registration Number)</u>
1. Principles of Marketing, Kotler (14 th Edition) (March 16, 2011) (TX0007334544)
2. Accounting Information Systems, Romney (12 th Edition) (February 28, 2011) (TX0007330306)
3. Accounting, Horngren (9 th Edition) (March 11, 2011) (TX0007346291)
4. Accounting Information Systems: The Crossroads of Accounting and IT, Kay (1 st Edition) (June 13, 2011) (TX0007381307)
5. Introductory Chemistry, Tro (3 rd Edition) (November 17, 2008) (TX0006907837)
6. Quantum Chemistry & Spectroscopy, Engle (2 nd Edition) (November 24, 2009) (TX0007093296)
7. Chemistry for Changing Times, Hill (12 th Edition) (December 15, 2009) (TX0007125168)
8. Chemistry: The Central Science, Brown (12 th Edition) (February 22, 2011) (TX000732860)
9. Chemistry: A Molecular Approach, Tro (2 nd Edition) (December 15, 2009) (TX0007361179)
10. Essential Organic Chemistry, Bruice (2 nd Edition) (December 15, 2009) (TX0007150584)
11. General Chemistry: Atoms First, McMurry (1 st Edition) (December 15, 2009) (TX0007359827)
12. Principles of Chemistry: A Molecular Approach, Tro (1 st Edition) (December 15, 2009) (TX0007361179)
13. Physical Chemistry, Engle (2 nd Edition) (November 24, 2009) (TX0007094773)
14. General, Organic, and Biological Chemistry: Structures of Life, Timberlake (3 rd Edition) (December 17, 2009) (TX0007115014)
15. Basic Chemistry, Timberlake (2 nd Edition) (April 23, 2007) (TX0006576720)
16. Chemistry: An Introduction to General, Organic, and Biological Chemistry, Timberlake (11 th Edition) (February 22, 2011) (TX0007327157)
17. Introductory Chemistry: Concepts and Critical Thinking, Corwin (6 th Edition) (July 26, 2010) (TX0007219134)
18. Organic Chemistry, Bruice (6 th Edition) (July 20, 2010) (TX0007216342)
19. Organic Chemistry, Wade (7 th Edition) (November 25, 2009) (TX0007095069)
20. Introductory Chemistry, Russo (4 th Edition) (November 16, 2010) (TX0007292343)

Schedule B
"Wiley Copyrights"

Title,	Author	(Edition)	(Registration Date)	(Registration Number)
1.	Organic Chemistry,	David Klein	(1 st Edition) (July 25, 2011)	(TX0007404301)
2.	Student Study Guide and Solutions Manual to accompany Organic Chemistry,	David Klein	(1 st Edition) (August 23, 2011)	(TX0007413994)
3.	Advanced Accounting,	Debra C. Jeter	(4 th Edition) (March 25, 2011)	(TX0007348265)
4.	Differential Equations: An Introduction to Modern Methods and Applications,	James Brannan	(1 st Edition) (August 31, 2007)	(TX0006814300)
5.	Financial Accounting in an Economic Context,	Jamie Pratt	(8 th Edition) (August 22, 2011)	(TX0007420509)
6.	Intermediate Accounting,	Donald Kieso	(14 th Edition) (September 6, 2011)	(TX0007417230)
7.	Laboratory Manual for Principles of General Chemistry,	Jo Allan Beran	(9 th Edition) (July 13, 2011)	(TX0007397844)
8.	Marketing Research,	Carl McDaniel, Jr.	(8 th Edition w/ SPSS) (May 3, 2010)	(TX0007173292)
9.	Organic Chemistry,	T.W. Graham Solomons	(10 th Edition) (August 23, 2010)	(TX0007262174)
10.	Study Guide and Student Solutions Manual to accompany Organic Chemistry,	T.W. Graham Solomons	(10 th Edition) (August 23, 2010)	(TX0007240930)
11.	Physics,	John Cutnell	(8 th Edition) (May 3, 2010)	(TX0007273275)
12.	Supervision in the Hospitality Industry,	John Walker	(4 th Edition) (November 29, 2002)	(TX0005648444)

Schedule C
"Cengage Copyrights"Title, Author (Edition) (Registration Date) (Registration Number)

1. Cornerstones of Cost Accounting, Hansen/Mowen (1st Edition)
(October 6, 2010) (TX0007297447)
2. Cornerstones of Managerial Accounting, Hansen/Mowen/Heitger
(4th Edition) (August 8, 2011) (TX0007409234)
3. Advanced Accounting, Fischer/Taylor/Cheng (11th Edition)
(September 1, 2011) (TX0007416845)
4. Financial and Managerial Accounting, Needles (8th Edition)
(June 5, 2007) (TX0006577019)
5. Safety Scale Laboratory Experiments for Chemistry for Today:
General, Organic, and Biochemistry, Seager/Slabaugh (5th
Edition) (February 17, 2004) (TX0005919349)
6. Intermediate Accounting, Stice/Stice (18th Edition) (August
9, 2011) (TX0007412769)
7. Experimental Organic Chemistry: A Miniscale and Microscale
Approach, Gilbert/Martin (4th Edition) (January 3, 2006)
(TX0006290625)
8. Introductory Chemistry for Today, Seager/Slabaugh (5th
Edition) (April 4, 2004) (TX0005947825)
9. Introductory Chemistry, Zumdahl/Decoste (7th Edition) (July
13, 2010) (TX0007207579)
10. Chemistry: Principles and Reactions, Masterton/Hurley (6th
Edition) (April 4, 2008) (TX0006844929)

Schedule D
"McGraw-Hill Copyrights"

Title, Author (Edition) (Registration Date) (Registration Number)

1. Fundamental Financial Accounting Concepts,
Edmonds/Thomas/Olds/Philip/McNair/Frances (7th Edition)
(January 19, 2010) (TX0007131064)
2. Accounting for Decision Making and Control, Zimmerman/Jerold
(7th Edition) (February 03, 2010) (TX0007136503)
3. Essentials of Accounting for Governmental and Not-for-Profit
Organizations, Copley/Paul (7th Edition) (May 7, 2003)
(TX0005715935)
4. Financial and Managerial Accounting, Wild/Shaw/Chiappetta
(4th Edition) (July 12, 2010) (TX0007210354)
5. Introduction to Chemistry, Bauer/Birk/Marks (4th Edition)
(June 3, 2009) (TX0006969600)
6. Physical Chemistry, Levine (6th Edition) (May 30, 2008)
(TX0007013949)

Schedule E
"Pearson Trademarks"

<u>U.S. Trademark</u>	<u>Registration Number</u>	<u>Class</u>
1. "Pearson"	2,599,724	009, 016, 035, 042
2. "Pearson"	2,600,081	041
3. "Pearson"	2,652,792	009, 016
4. "Pearson"	2,679,355	016
5. "Pearson"	2,691,830	041
6. "Pearson"	2,694,359	009
7. "Prentice-Hall"	1,332,044	016
8. "Prentice-Hall"	1,332,639	042
9. "Prentice-Hall"	1,375,654	009
10. "Addison Wesley"	2,188,798	016
11. "Addison-Wesley"	2,400,130	016
12. "Benjamin Cummings"	2,674,589	016
13. "Benjamin Cummings"	2,671,773	041
14. "Benjamin Cummings"	2,671,772	041
15. "Benjamin Cummings"	2,621,299	016
16. "Benjamin Cummings"	1,189,279	016

Schedule F
"Wiley Trademarks"

	<u>U.S. Trademark</u>	<u>Registration Number</u>	<u>Class</u>
1.	"JW" Colophon	1,639,555	009, 016
2.	"Wiley"	1,003,988	009, 016, 036, 038
3.	"Wiley"	2,159,987	009, 042

Schedule G
"McGraw-Hill Trademarks"

<u>U.S. Trademark</u>	<u>Registration Number</u>	<u>Class</u>
1. "McGraw-Hill"	1,350,345	16
2. "McGraw-Hill"	2,899,528	16, 41
3. "The McGraw-Hill Companies"	3,103,212	9,16,35,36,37, 38,39,40,41,42
4. "Irwin"	1,718,118	16