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7  
8 UNITED STATES DISTRICT COURT  
9 CENTRAL DISTRICT OF CALIFORNIA

10 ARISTA RECORDS LLC, a Delaware  
11 limited liability company; ATLANTIC  
RECORDING CORPORATION, a  
12 Delaware corporation; BMG MUSIC, a  
New York general partnership; CAPITOL  
13 RECORDS, LLC, a Delaware limited  
liability company; CAROLINE  
14 RECORDS, INC., a New York corporation;  
ELEKTRA ENTERTAINMENT GROUP  
15 INC., a Delaware corporation, EMI  
CHRISTIAN MUSIC GROUP, INC., a  
16 California corporation; LAFACE  
RECORDS LLC, a Delaware limited  
17 liability company; PRIORITY RECORDS,  
LLC, a Delaware limited liability company;  
18 SONY BMG MUSIC ENTERTAINMENT,  
a Delaware partnership; UMG  
19 RECORDINGS, INC., a Delaware  
corporation; VIRGIN RECORDS  
20 AMERICA, INC., a California corporation;  
WARNER BROS. RECORDS INC., a  
21 Delaware corporation; ZOMBA  
RECORDINGS, LLC, a Delaware limited  
22 liability company,

23 Plaintiffs,

24 v.

25 MYXER INC., fka mVISIBLE  
TECHNOLOGIES, INC., and DOES 1-10,  
26 inclusive,

27 Defendants.  
28

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Case No.  
**COMPLAINT FOR COPYRIGHT  
INFRINGEMENT;**  
**DEMAND FOR JURY TRIAL**

1 Plaintiffs Arista Records LLC, Atlantic Recording Corporation, BMG Music,  
2 Capitol Records, LLC, Caroline Records, Inc., Elektra Entertainment Group Inc.,  
3 EMI Christian Music Group, Inc., LaFace Records LLC, Priority Records, LLC,  
4 Sony BMG Music Entertainment, UMG Recordings, Inc., Virgin Records America,  
5 Inc., Warner Bros. Records Inc., and Zomba Recordings, LLC (collectively  
6 "Plaintiffs") aver:

7  
8 1. This is an action for direct, contributory, and vicarious copyright  
9 infringement arising out of the willful conduct of Defendant Myxer, Inc., formerly  
10 known as mVisible Technologies, Inc. ("Myxer"). Through the use of copyrighted  
11 material, to which it has made no effort to obtain the rights, including many of  
12 Plaintiffs' most valuable copyrighted works, Myxer is building its internet business,  
13 which is growing in size exponentially and on a daily basis, by seeking to usurp the  
14 important ringtone licensing market for itself, though it owns none of the creative  
15 content of Plaintiffs' sound recordings, and has incurred none of the costs required  
16 to create such content.

17 2. Plaintiffs are the world's leading record companies and own the  
18 copyrights in thousands of sound recordings, including many of the most well-  
19 known and valuable sound recordings in the world. Plaintiffs incur tremendous  
20 expense in connection with the creation and acquisition of such creative works,  
21 recouping their investment through the sale and licensing of such works. In recent  
22 years, selling sound recordings for use as ringtones for mobile telephones has  
23 become an important and lucrative market for such works. Plaintiffs expend  
24 tremendous efforts in determining whether a particular recording should be offered  
25 for sale as a ringtone (including, where appropriate, soliciting recording artists'  
26 input or approval, as some artists do not want their recordings sold as ringtones),  
27 when it would be most advantageous to offer such a ringtone for sale, which  
28

1 portions of a recording should be offered for sale as a ringtone, and the price at  
2 which the ringtone should be sold.

3         3.       Though Myxer has not obtained Plaintiffs' permission to sell any of  
4 their sound recordings as ringtones, Myxer nonetheless has sought to misappropriate  
5 the ringtone licensing market to itself and its users. Myxer brags that it "was created  
6 to make the mobile content experience simple, fun, and free" and that "Myxer is  
7 about making the mobile space as simple and free as the Internet." Myxer promotes  
8 itself as "the best way to get the stuff you love to your phone" and claims to possess  
9 "the Internet's largest collection of ringtones . . . and growing every minute!  
10 Almost all of the content is free, as we're advertising supported."

11         4.       Myxer claims to be the "largest and fastest-growing place for free ad-  
12 supported mobile content" with a "growing user base of millions of users who are  
13 now downloading tens of millions [of] ringtones and wallpaper images each month  
14 to their mobile phones." As of March 28, 2008, Myxer advertised on its website  
15 that 7.1 million users had downloaded 70.8 Million pieces of content to their mobile  
16 devices from Myxer. By June 11, 2008, Myxer was advertising that "9.9 Million  
17 users have downloaded 114.8 Million pieces of content to their mobile devices from  
18 our catalog of 404,439 items." A large proportion of those 404,439 "items" were  
19 copyrighted material owned by others. Thus, in just two-and-a-half months, Myxer  
20 purported to have facilitated 44 million separate downloads by nearly three million  
21 users. Myxer now claims to have over 4.2 million monthly unique visitors, and over  
22 350 million monthly page views.

23         5.       In addition to making and maintaining copies of Plaintiffs' copyrighted  
24 works on its own servers, and distributing those copies, and derivative works based  
25 upon those copies, to its users, Myxer knowingly facilitates, encourages, and  
26 induces its users' infringements of Plaintiffs' copyrights. Because Myxer obtains a  
27 direct financial benefit from its and its users' infringements, Myxer has a vested  
28 interest in continuing to do so, even though it has the right, ability, and legal

1 obligation to prevent infringement of Plaintiffs' copyrighted works on the premises  
2 that Myxer owns, controls, and monitors. Myxer instead has chosen to institute  
3 token, ineffective policies and procedures which are designed to, and have the effect  
4 of, making it impossible as a practical matter for copyright owners to effectively  
5 prevent the massive and ongoing infringement of their works by Myxer and its  
6 users. Despite Plaintiffs' requests that it cease and desist from such conduct,  
7 Myxer's continuing, unlawful conduct has made this action necessary.

8  
9 **JURISDICTION AND VENUE**

10 6. This is a civil action seeking damages and injunctive relief for  
11 copyright infringement under the Copyright Law of the United States (17 U.S.C. §§  
12 101 *et seq.*).

13 7. This Court has jurisdiction of this action pursuant to 17 U.S.C. §§ 101  
14 *et seq.* and 28 U.S.C. § 1338(a).

15 8. This Court has personal jurisdiction over Defendant Myxer in that,  
16 among other things, Myxer resides in and is doing business in this judicial district,  
17 and Plaintiffs are located, doing business and suffering harm in this judicial district,  
18 among others.

19 9. Venue is proper in this District pursuant to 28 U.S.C. §§ 1391(b) and  
20 (c).

21  
22 **THE PARTIES**

23 10. Plaintiff Arista Records is a limited liability company duly organized  
24 and existing under the laws of the State of Delaware, with its principal place of  
25 business in New York, and is doing business in the State of California.

26 11. Plaintiff Atlantic Recording Corporation is a corporation duly  
27 organized and existing under the laws of the State of Delaware, with its principal  
28 place of business in New York, and is doing business in the State of California.

1 12. Plaintiff BMG Music is a general partnership duly organized and  
2 existing under the laws of the State of New York, with its principal place of business  
3 in New York, and is doing business in the State of California.

4 13. Plaintiff Capitol Records, LLC is a limited liability company duly  
5 organized and existing under the laws of the State of Delaware, with its principal  
6 place of business in New York, and is doing business in the State of California.

7 14. Plaintiff Caroline Records, Inc. is a corporation duly organized and  
8 existing under the laws of the State of New York, with its principal place of business  
9 in New York and is doing business in the State of California.

10 15. Plaintiff Elektra Entertainment Group Inc. is a corporation duly  
11 organized and existing under the laws of the State of Delaware, with its principal  
12 place of business in New York, and is doing business in the State of California.

13 16. Plaintiff EMI Christian Music Group, Inc. is a corporation duly  
14 organized and existing under the laws of the State of California, with its principal  
15 place of business in Tennessee, and is doing business in the State of California.

16 17. Plaintiff LaFace Records LLC is a limited liability company duly  
17 organized and existing under the laws of the State of Delaware, with its principal  
18 place of business in New York, and is doing business in the State of California.

19 18. Plaintiff Priority Records, LLC is a limited liability company duly  
20 organized and existing under the laws of the State of Delaware, with its principal  
21 place of business in New York, and is doing business in the State of California.

22 19. Plaintiff Sony BMG Music Entertainment is a partnership duly  
23 organized and existing under the laws of the State of Delaware, with its principal  
24 place of business in New York, and is doing business in the State of California.

25 20. Plaintiff UMG Recordings, Inc. is a corporation duly organized and  
26 existing under the laws of the State of Delaware, with its principal place of business  
27 in California, and is doing business in the State of California.

28

1 21. Plaintiff Virgin Records America, Inc. is a corporation duly organized  
2 and existing under the laws of the State of California, with its principal place of  
3 business in New York, and is doing business in the State of California.

4 22. Plaintiff Warner Bros. Records Inc. is a corporation duly organized and  
5 existing under the laws of the State of Delaware, with its principal place of business  
6 in California, and is doing business in the State of California.

7 23. Plaintiff Zomba Recordings, LLC is a limited liability company duly  
8 organized and existing under the laws of the State of Delaware, with its principal  
9 place of business in New York, and is doing business in the State of California.

10 24. Plaintiffs are engaged in the business of producing sound recordings,  
11 and manufacturing, distributing, selling, and/or licensing the distribution and sale of  
12 their sound recordings in phonorecords (as defined in 17 U.S.C. § 101) in the United  
13 States. Plaintiffs are the leading producers of such phonorecords in the United  
14 States. Plaintiffs invest substantial sums of money, as well as time, effort, and  
15 creative talent, to discover and develop recording artists, and to create, manufacture,  
16 advertise, promote, sell, and license phonorecords embodying the performances of  
17 its exclusive recording artists. Plaintiffs are the copyright owners of, or the owners  
18 of exclusive rights under copyright in, thousands of sound recordings, including  
19 many of the most popular and well-known sound recordings in the world, including  
20 but not limited to the sound recordings listed on Schedule A hereto, for which  
21 Plaintiffs have obtained or have applied for Certificates of Copyright Registration  
22 issued by the Register of Copyrights (the "Copyrighted Sound Recordings").  
23 Plaintiffs have the exclusive rights, among other things, to reproduce the  
24 Copyrighted Sound Recordings in copies or phonorecords; to prepare derivative  
25 works based upon the Copyrighted Sound Recordings; to distribute copies or  
26 phonorecords of the Copyrighted Sound Recordings to the public; and to perform  
27 the Copyrighted Sound Recordings publicly by means of a digital audio  
28 transmission. 17 U.S.C. §§ 106(1), 106(2), 106(3), 106(6).

1 25. Defendant Myxer is a corporation organized and existing under the  
2 laws of the State of Delaware, with its principal place of business in Deerfield  
3 Beach, Florida.

4 26. The true names and capacities, whether individual, corporate, associate,  
5 or otherwise, of defendants sued herein as Does 1 through 10, are unknown to  
6 Plaintiffs, which therefore sue said defendants by such fictitious names (the "Doe  
7 Defendants"). Plaintiffs will seek leave of Court to amend this complaint to state  
8 their true names and capacities when the same have been ascertained. Plaintiffs are  
9 informed and believe and on that basis aver that the Doe Defendants are liable to  
10 Plaintiffs as a result of their participation in all or some of the acts hereinafter set  
11 forth. Myxer and the Doe Defendants are referred to collectively herein as "Myxer"  
12 or "Defendants."

13 27. Plaintiffs are informed and believe and on that basis alleges that at all  
14 times mentioned in this complaint, each of the Defendants was the agent of each of  
15 the other Defendants and, in doing the things alleged in this complaint, were acting  
16 within the course and scope of such agency.

17  
18 **GENERAL AVERMENTS**

19 28. Myxer operates an internet website located at the Uniform Resource  
20 Locator ("URL") [www.myxertones.com](http://www.myxertones.com) and [www.myxer.com](http://www.myxer.com). Anyone with  
21 internet access may obtain membership with Myxer in a matter of seconds for no  
22 charge, and without providing his or her real name, address, or any true contact  
23 information.

24  
25 **Myxer's Reproduction and Distribution of Infringing Ringtones**

26 29. Myxer provides thousands of free, unauthorized ringtones for download  
27 to its users, including ringtones consisting of Plaintiffs' copyrighted sound  
28 recordings. Myxer makes its infringing content easily searchable by music genre,

1 search terms, tags, and popularity. Once a ringtone is located, the user can quickly  
2 preview the tone and, with a single click, send a text message to the user's mobile  
3 phone to effectuate the download process. A substantial proportion of the most  
4 popular ringtones available on Myxer's website are based upon the recorded music  
5 of famous artists. Much of the remainder consists of copyrighted snippets from  
6 television shows and movies.

7 30. Myxer obtains its ringtone content from its registered users, who  
8 upload ringtones or, more typically, entire recordings to Myxer's website for use by  
9 other users of the site. However, Myxer is not simply a facilitator of infringing  
10 peer-to-peer downloads of ringtones. Myxer itself reproduces, stores on its own  
11 servers, and distributes to its users, for both download and digital performance, not  
12 just infringing ringtones provided by users, but unauthorized copies of entire full-  
13 length recordings. At one time, Myxer's website advertised to its users: "We store  
14 your music files for you to use again and again."

15 31. By storing infringing sound recordings on its own servers, Myxer is  
16 able to allow users to customize most ringtones for themselves before downloading.  
17 Once a user searches for and locates a previously posted ringtone containing a  
18 portion of a recording, the searching user is not limited to using the posted version  
19 of the ringtone. Rather, the user can bring up a graphical representation of the entire  
20 sound recording, choose what portion of the recording is made into his or her  
21 desired ringtone, and then download his or her new custom ringtone.

22 32. Myxer also gives ringtones uploaded to its site a unique identifying  
23 code that allows Myxer to distribute the ringtones in ways other than its website.  
24 For example, anyone with a mobile phone - not just Myxer users - can send a text  
25 message to Myxer containing the unique ringtone code to obtain that ringtone.

26 33. In addition, Myxer allows users to download ringtones to a file folder  
27 on the users' computer via the "Download for iPhone" icon. Despite the name of  
28 the icon, this functionality is not limited to iPhone and iTunes users. Rather, any

1 Myxer user can copy the music file from the Myxer website to the user's computer  
2 and play the song on commonly-available media player applications (e.g., Windows  
3 Media Player, QuickTime).

#### 4 5 Myxer's Facilitation of Infringements By Its Users

6 34. Myxer also facilitates the copying and distribution of infringing  
7 ringtones among its users. Registered users of the Myxer site can upload or share  
8 ringtones for use by other users merely by having an email address. In uploading a  
9 ringtone, the user, called the "artist," is asked to choose a music file on his local  
10 computer to upload. Upon uploading and creating the ringtone, the user can enter  
11 information about the ringtone, such as title, description, genre, and tags. The  
12 "artist" associated with the ringtone is always the user himself, though the user often  
13 puts the true artist's name in the title description and/or in the tags associated with  
14 the ringtone to enable easy searching by other users. Some users have even chosen  
15 usernames of, or associated with, well-known recording artists. Any user who  
16 locates a ringtone for digital performance or download can also see what other  
17 ringtones the posting user has uploaded, rate the ringtone, and leave comments.  
18 Myxer also provides an easy means for users to provide links to their ringtones on  
19 blogs, webpages, and MySpace pages.

20 35. Myxer also induces users to post infringing ringtone content by  
21 providing the functionality for users to charge money for their ringtones. In order to  
22 charge for ringtones, a user needs to separately apply to become a "MyxerIndie  
23 Artist" by providing an email address and webpage and, optionally, providing other  
24 information such as the user's preferred genre of music or location. Though Myxer  
25 claims MyxerIndie status is intended for independent musicians, bands or record  
26 labels who want to sell their original ringtones, it is easy for someone who is not an  
27 independent musician, band or record label to obtain MyxerIndie status by creating  
28 a MySpace page claiming such status. MyxerIndie functionality allows users to set

1 their own price for ringtones they upload (usually between \$0.99 and \$2.99) and  
2 divide the revenues from such payments with Myxer, and Myxer does little or  
3 nothing to stop such users from selling ringtones based on content they do not own,  
4 including Plaintiffs' copyrighted works.

5 36. Myxer also:

- 6 • sets guidelines for the type of works that may be uploaded;
- 7 • distributes and publicly performs Plaintiffs' copyrighted sound  
8 recordings to any internet user (even one that is not a Myxer member) on  
9 demand;
- 10 • provides "sponsored links" to sites such as Napster and Yahoo  
11 Music, with this exhortation: "Don't have the song? Try one of our sponsors  
12 where you can get access to millions of songs to make into ringtones. Free  
13 songs and free ringtones, what could be better!";
- 14 • screens and reviews works for content that violates Myxer's  
15 rules and policies, and expressly reserves the right to delete from its servers  
16 any such work for any reason;
- 17 • indexes works based on "tags" or keywords provided by its  
18 users;
- 19 • provides users with a searchable database of works;
- 20 • filters its search results;
- 21 • provides categories of works to make it easier for users to find  
22 the works they are looking for;
- 23 • provides users with anonymity as they upload, view, download,  
24 copy and/or further distribute works;
- 25 • claims the right to terminate users for any reason;
- 26 • allows users to rate ringtones, and provides users with the ratings  
27 given to a ringtone by others;
- 28

1 • deletes works (or claims to do so), but only after receiving  
2 notices that Myxer deems to be compliant with the Digital Millennium  
3 Copyright Act ("DMCA"), even though Myxer's functions and conduct do  
4 not come within any DMCA "safe harbor." Even if, in this way, Myxer  
5 purports to delete a specific copy of a work, Myxer nevertheless permits the  
6 same work to be uploaded and itself reproduces it (again), adapts it,  
7 distributes it, and publicly performs it, thereby affording no real relief to the  
8 copyright owner.

9 37. As Myxer knows, should know, and/or with reasonable diligence could  
10 ascertain, many of the works on its website contain copyrighted material, including  
11 the Copyrighted Sound Recordings. By way of example only, they are often well-  
12 known recordings performed by prominent recording artists whose recordings are  
13 widely known and which are frequently "hits" and understood to be copyrighted.  
14 Indeed, Myxer provides "sponsored links" to sites such as Napster and Yahoo  
15 Music, demonstrating Myxer's knowledge that its users are using the site primarily  
16 to create ringtones based upon popular music.

17 38. Postings on the official Myxertones.com blog and the personal blog of  
18 Myxer's founder further evidence Myxer's knowledge of and complicity in its  
19 users' infringement. For example, an anonymous comment to a Myxer blog posting  
20 in April 2007 openly discussed "all the unlicensed (stolen) content that gets  
21 uploaded and distributed on your site every day" and suggested that Myxer should  
22 do a better job of policing its members. Myxer's founder responded to the  
23 anonymous poster by pointing to the DMCA compliance statement on the site and  
24 the Terms of Use, and admitting that the methods by which Myxer polices content  
25 "is not a perfect solution" and that "people can work around our system." As  
26 another example, a company blog post from August 2007 discussed the need to add  
27 additional musical genre categories and asked users for input on what the new  
28 categories should be. In response, some users described major recording artists

1 (e.g. Berlin, Bad Company) when discussing additional genres that should be added  
2 to the site. Another user asked for "a most popular category (like a top 100) filled  
3 with all of the music that is out right now." Yet another user asked for an "oldies"  
4 category. Myxer's founder often replied to these comments, making it clear that he  
5 was monitoring the responses and aware of his users' preferences for popular,  
6 copyrighted music both new and old.

7 39. Myxer has the right and ability to supervise and/or control the conduct  
8 of its users. By way of example, Myxer polices its own premises for violations of  
9 its rules and policies; has both the right and the ability to terminate a user at any  
10 time and for any or no reason; and has both the right and ability to screen content  
11 before it is uploaded to Myxer, or as it is uploaded, to delete content that is  
12 infringing and to prohibit the use of "tags" that refer to and describe popular songs  
13 and artists whose music Myxer knows or should know is copyrighted.

14 40. Myxer receives a direct financial benefit from its users' infringements  
15 of the Copyrighted Sound Recordings, including by participating in the revenue  
16 earned from the sale of ringtones embodying the Copyrighted Sound Recordings; by  
17 earning revenue from selling advertising on its site, the prices for which are  
18 increased by the number of users and the length of time such users remain on the  
19 site, both of which are increased by the "draw" of infringing Copyrighted Sound  
20 Recordings; and by the overall increase in user traffic and commercial value of its  
21 business and property arising from the "draw" of infringing Copyrighted Sound  
22 Recordings.

23 41. Myxer and its users did not receive any license, authorization,  
24 permission, or consent to use the Copyrighted Sound Recordings. Instead, in  
25 violation of Plaintiffs' rights under copyright law, Myxer and its users have  
26 willfully, intentionally, and purposefully reproduced, adapted, distributed, and  
27 publicly performed the Copyrighted Sound Recordings; Myxer has knowingly  
28 facilitated, enabled, induced, and/or materially contributed to infringing uses

1 thereof; and/or Myxer has failed to exercise its ability to control or supervise  
2 infringing uses from which Myxer directly financially benefits.

3 42. Further, Myxer willfully continues to infringe Plaintiffs' rights after  
4 receiving notification from Plaintiffs that such uses of the Copyrighted Sound  
5 Recordings violated Plaintiffs' rights under copyright. In these ways, among others,  
6 Myxer has infringed Plaintiffs' copyrights and rights under copyright in the  
7 Copyrighted Sound Recordings.

8  
9 **COUNT I**

10 **DIRECT COPYRIGHT INFRINGEMENT**

11 [Against All Defendants]

12 43. Plaintiffs incorporate herein by this reference each and every averment  
13 contained in paragraphs 1 through 42, inclusive.

14 44. Through their conduct averred herein, Defendants have infringed  
15 Plaintiffs' copyrights in the Copyrighted Sound Recordings by reproducing,  
16 adapting, distributing, and/or publicly performing by means of digital audio  
17 transmissions such works without authorization in violation of Sections 106, 115,  
18 and 501 of the Copyright Act, 17 U.S.C. §§ 106, 115, and 501.

19 45. Each infringement by Defendants in and to the Copyrighted Sound  
20 Recordings constitutes a separate and distinct act of infringement.

21 46. Defendants' acts of infringement were willful, in disregard of and with  
22 indifference to the rights of Plaintiffs.

23 47. As a direct and proximate result of the infringements by Defendants,  
24 Plaintiffs are entitled to damages and Defendants' profits in amounts to be proven at  
25 trial which are not currently ascertainable.

26 48. Alternatively, Plaintiffs are entitled to the maximum statutory damages  
27 in the amount of \$150,000 with respect to each work infringed, or for such other  
28 amounts as may be proper under 17 U.S.C. § 504(c).

1 49. Plaintiffs further are entitled to their attorneys' fees and full costs  
2 pursuant to 17 U.S.C. § 505.

3 50. As a direct and proximate result of the foregoing acts and conduct,  
4 Plaintiffs have sustained and will continue to sustain substantial, immediate, and  
5 irreparable injury, for which there is no adequate remedy at law. Plaintiffs are  
6 informed and believe and on that basis aver that unless enjoined and restrained by  
7 this Court, Defendants will continue to infringe Plaintiffs' rights in the Copyrighted  
8 Sound Recordings. Plaintiffs are entitled to preliminary and permanent injunctive  
9 relief.

10

11

## COUNT II

12

### CONTRIBUTORY COPYRIGHT INFRINGEMENT

13

[Against All Defendants]

14 51. Plaintiffs incorporate herein by this reference each and every averment  
15 contained in paragraphs 1 through 50, inclusive.

16 52. Defendants have and continue to knowingly and systematically  
17 materially contribute to, intentionally induce, and/or cause unauthorized  
18 reproductions, adaptations, distributions, and/or public performances by means of  
19 digital audio transmissions of the Copyrighted Sound Recordings and thus to the  
20 infringement of Plaintiffs' copyrights and exclusive rights under copyright in the  
21 Copyrighted Sound Recordings.

22 53. Each infringement by Defendants in and to the Copyrighted Sound  
23 Recordings constitutes a separate and distinct act of infringement.

24 54. Defendants' acts of infringement were willful, in disregard of and with  
25 indifference to the rights of Plaintiffs.

26 55. As a direct and proximate result of the infringements by Defendants,  
27 Plaintiffs are entitled to damages and Defendants' profits in amounts to be proven at  
28 trial which are not currently ascertainable.

1 56. Alternatively, Plaintiffs are entitled to the maximum statutory damages  
2 in the amount of \$150,000 with respect to each work infringed, or for such other  
3 amounts as may be proper under 17 U.S.C. § 504(c).

4 57. Plaintiffs further are entitled to their attorneys' fees and full costs  
5 pursuant to 17 U.S.C. § 505.

6 58. As a direct and proximate result of the foregoing acts and conduct,  
7 Plaintiffs have sustained and will continue to sustain substantial, immediate, and  
8 irreparable injury, for which there is no adequate remedy at law. Plaintiffs are  
9 informed and believe and on that basis aver that unless enjoined and restrained by  
10 this Court, Defendants will continue to infringe Plaintiffs' rights in the Copyrighted  
11 Sound Recordings. Plaintiffs are entitled to preliminary and permanent injunctive  
12 relief.

13  
14 **COUNT III**

15 **VICARIOUS COPYRIGHT INFRINGEMENT**

16 [Against All Defendants]

17 59. Plaintiffs incorporate herein by this reference each and every averment  
18 contained in paragraphs 1 through 58, inclusive.

19 60. Defendants have the right and ability to supervise and/or control the  
20 infringing conduct of their users. Defendants have refused to exercise such  
21 supervision and/or control to the extent required under law. As a direct and  
22 proximate result of such refusal, Defendants' users have infringed Plaintiffs'  
23 copyrights in the Copyrighted Sound Recordings, including by reproducing,  
24 adapting, distributing, and publicly performing by means of digital audio  
25 transmissions such Copyrighted Sound Recordings.

26 61. Defendants derive a direct financial benefit, including but not limited to  
27 from advertising revenue and from the increased user traffic and increase in value of  
28

1 Defendants' business arising from the "draw" of infringing Copyrighted Sound  
2 Recordings.

3 62. Each infringement by Defendants in and to the Copyrighted Sound  
4 Recordings constitutes a separate and distinct act of infringement.

5 63. Defendants' acts of infringement were willful, in disregard of and with  
6 indifference to the rights of Plaintiffs.

7 64. As a direct and proximate result of the infringements by Defendants,  
8 Plaintiffs are entitled to damages and Defendants' profits in amounts to be proven at  
9 trial which are not currently ascertainable.

10 65. Alternatively, Plaintiffs are entitled to the maximum statutory damages  
11 in the amount of \$150,000 with respect to each work infringed, or for such other  
12 amounts as may be proper under 17 U.S.C. § 504(c).

13 66. Plaintiffs further are entitled to their attorneys' fees and full costs  
14 pursuant to 17 U.S.C. § 505.

15 67. As a direct and proximate result of the foregoing acts and conduct,  
16 Plaintiffs have sustained and will continue to sustain substantial, immediate, and  
17 irreparable injury, for which there is no adequate remedy at law. Plaintiffs are  
18 informed and believe and on that basis aver that unless enjoined and restrained by  
19 this Court, Defendants will continue to infringe Plaintiffs' rights in the Copyrighted  
20 Sound Recordings. Plaintiffs are entitled to preliminary and permanent injunctive  
21 relief.

22  
23 WHEREFORE, Plaintiffs pray for judgment against Defendants, and each of  
24 them, jointly and severally, as follows:

25 1. For Plaintiffs' damages and Defendants' profits in such amount as may  
26 be found; alternatively, for maximum statutory damages in the amount of \$150,000  
27 with respect to each copyright infringed, or for such other amounts as may be proper  
28 pursuant to 17 U.S.C. § 504(c).

1           2.     For a preliminary and a permanent injunction enjoining Defendants,  
2 and each of them, and their respective agents, servants, employees, officers,  
3 successors, licensees and assigns, and all persons acting in concert or participation  
4 with each or any of them, from (i) directly or indirectly reproducing, adapting,  
5 distributing, publicly performing (by means of a digital audio transmission), or  
6 otherwise infringing in any manner any of Plaintiffs' copyrights (whether now in  
7 existence or hereafter created), including, without limitation, the copyrights listed on  
8 Schedule A; and (ii) causing, contributing to, inducing, enabling, facilitating, or  
9 participating in the infringement of any of Plaintiffs' copyrights, including, without  
10 limitation, the copyrights listed on Schedule A.


11           3.     For prejudgment interest according to law.

12           4.     For Plaintiffs' attorneys' fees and full costs incurred in this action.

13           5.     For such other and further relief as the Court may deem just and proper.

14  
15 Dated: June 16, 2008

JEFFREY D. GOLDMAN  
DONALD A. MILLER  
ANNE W. BRAVEMAN  
LOEB & LOEB LLP

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19 By:   
20 Jeffrey D. Goldman  
Attorneys for Plaintiffs

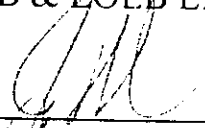
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**DEMAND FOR JURY TRIAL**

Plaintiffs demand a trial by jury.

Dated: June 16, 2008

JEFFREY D. GOLDMAN  
DONALD A. MILLER  
ANNE W. BRAVEMAN  
LOEB & LOEB LLP

By:   
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Jeffrey D. Goldman  
Attorneys for Plaintiffs

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SCHEDULE A

SONG TITLE	ARTIST	PLAINTIFF	SR NUMBER
8 Ball - Eazy E	NWA	Priority Records, LLC	SR0000150532
A Bird in the Hand	Ice Cube	Priority Records, LLC	SR0000144674
A.M. Radio	Everclear	Capitol Records, LLC	SR0000284811
Addictive Love	Bebe & Cece Winans	Capitol Records, LLC	SR0000133078
Against The Wind	Bob Seger	Capitol Records, LLC	SR0000017910
Airbag	Radiohead	Capitol Records, LLC	SR0000330613
Alone	Heart	Capitol Records, LLC	SR0000088275
Annihilation	A Perfect Circle	Virgin Records America, Inc.	SR0000375835
Arlington	Trace Adkins	Capitol Records, LLC	SR0000361542
Attack	30 Second to Mars	Virgin Records America, Inc.	SR0000377457
Beautiful	Snoop Dogg	Priority Records, LLC	SR0000324294
BiDi BiDi Bom Bom	Selena	Capitol Records, LLC	SR0000234148
Black Star	Radiohead	Capitol Records, LLC	SR0000280260
Block Rockin Beats	Chemical Brothers	Caroline Records, Inc.	SR0000295016
Bullet With Butterfly Wings	Smashing Pumpkins	Virgin Records America, Inc.	SR0000183904
Burn For You	Tobymac	EMI Christian Music Group, Inc.	SR0000364620
Burn One Down	Ben Harper	Virgin Records America, Inc.	SR0000210135
Caught Out There	Kelis	Virgin Records America, Inc.	SR0000277087
Check Yo Self	Ice Cube	Priority Records, LLC	SR0000332631
Cherub Rock	Smashing Pumpkins	Virgin Records America, Inc.	SR0000169635
Come Away With Me	Norah Jones	Capitol Records, LLC	SR0000320120 SR0000366945
Come Undone	Duran Duran	Capitol Records, LLC	SR0000278777
Comfortably Numb	Pink Floyd	Capitol Records, LLC	SR0000014787

	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1	Creep	Radiohead	Capitol Records, LLC	SR0000190976
2	Crush	Jimmy Eat World	Capitol Records, LLC	SR0000262667
3	Days Go By	Keith Urban	Capitol Records, LLC	SR0000353271
4	Don't Worry Be Happy	Bobby McFerrin	Capitol Records, LLC	SR0000097575
5	Every Rose Has Its Thorn	Poison	Capitol Records, LLC	SR0000093741
6	Feel Good Inc.	Gorillaz	Virgin Records America, Inc.	SR0000379134
7	Fly Away	Lenny Kravitz	Virgin Records America, Inc.	SR0000261538
8	Foe Life (1995)	Mack 10	Priority Records, LLC	SR0000210237
9	Girls Dem Sugar	Beenie May	Virgin Records America, Inc.	SR0000284383
10	Hangar 18	Megadeth	Capitol Records, LLC	SR0000125168
11	Hello	Ice Cube	Priority Records, LLC	SR0000287151
12	Here It Goes Again	Ok Go	Capitol Records, LLC	SR0000377392
13	Higher Ground	Red Hot Chili Peppers	Capitol Records, LLC	SR0000107737
14	Holly Wood Died	Yellowcard	Capitol Records, LLC	SR0000383205
15	I Do	Chingy	Capitol Records, LLC	SR0000364133
16	I Just Died In Your Arms Tonight	Cutting Crew	Virgin Records America, Inc.	SR0000083806
17	In Your Eyes	Kylie Minogue	Capitol Records, LLC	SR0000322960
18	Intergalactic	Beastie Boys	Capitol Records, LLC	SR0000277731
19	Jam Tonight	Freddie Jackson	Capitol Records, LLC	SR0000081370
20	Joy and Pain	Maze	Capitol Records, LLC	SR0000020598
21	Judith	A Perfect Circle	Virgin Records America, Inc.	SR0000281642
22	Jungle Love	Steve Miller Band	Capitol Records, LLC	N42553
23	Karma Chameleon	Culture Club	Virgin Records, Ltd.	SR0000054558
24	Knives Out	Radiohead	Capitol Records, LLC	SR0000299390
25	Landslide	Smashing Pumpkins	Virgin Records America, Inc.	SR0000201728
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	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1	Let's Dance	David Bowie	Capitol Records, LLC	SR0000043560
2	Light In Your Eyes	Blessid Union of Souls	Capitol Records, LLC	SR0000268520
3	Ocean Avenue	Yellowcard	Capitol Records, LLC	SR0000343413
4	One Call Away	Chingy	Capitol Records, LLC	SR0000343105
5	Professor Booty	Beastie Boys	Capitol Records, LLC	SR0000197458
6	Ready Or Not	After 7	Virgin Records America, Inc.	SR0000112721
7	Rebel Yell	Billy Idol	Capitol Records, LLC	SR0000052131
8				SR0000052736
9	Right Here Waiting	Richard Marx	Capitol Records, LLC	SR0000103712
10	Right to be Wrong	Joss Stone	Capitol Records, LLC	SR0000380071
11	Sex and Candy	Marcy Playground	Capitol Records, LLC	SR0000295602
12	So Much for the Afterglow	Everclear	Capitol Records, LLC	SR0000181328
13	Some Kind of Wonderful	Grand Funk Railroad	Capitol Records, LLC	SR0000343048
14	Something to Talk About	Bonnie Raitt	Capitol Records, LLC	SR0000133193
15	Stacy's Mom	Fountains of Wayne	Virgin Records America, Inc.	SR0000335616
16	Steal My Kisses	Ben Harper	Virgin Records America, Inc.	SR0000273400
17	Straight Up	Paula Abdul	Virgin Records America, Inc.	SR0000093688
18	Strawberry Wine	Deana Carter	Capitol Records, LLC	SR0000229757
19	U Can't Touch This	MC Hammer	Capitol Records, LLC	SR0000133683
20	What I Really Meant to Say	Cyndi Thomson	Capitol Records, LLC	SR0000302663
21	What Was I Thinkin'	Dierks Bentley	Capitol Records, LLC	SR0000332712
22	What's Love Got to Do With It	Tina Turner	Capitol Records, LLC	SR0000058022
23	Wonderful	Everclear	Capitol Records, LLC	SR0000284811
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	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1	You Know How We Do It	Ice Cube	Priority Records, LLC	SR0000198283
2	Your Woman	White Town	Capitol Records, LLC	SR0000231659
3	After Party	Koffee Brown	Arista Records LLC	294-728
4	All Out of Love	Air Supply	Arista Records LLC	38-070
5	Always Be My Baby	Mariah Carey	Sony BMG Music Entertainment	215-243
6	Angel of Mine	Monica	Arista Records LLC	263-982
7	Anything But Ordinary	Avril Lavigne	Arista Records LLC	312-786
8	Bad Girl	Usher	BMG Music	354-784
9	Beat It	Michael Jackson	Sony BMG Music Entertainment	41-965
10	Beautiful	Christina Aguilera	BMG Music	326-219
11	Because of You	Kelly Clarkson	BMG Music	352-147
12	Bump, Bump, Bump	B2K	Sony BMG Music Entertainment	322-761
13	Call Me	Deborah Cox	Arista Records LLC	216-905
14	Can't take my eyes off of you	Lauryn Hill	Sony BMG Music Entertainment	254-183
15	Candy	Mandy Moore	Sony BMG Music Entertainment	276-470
16	Can't Hold Us Down Ft. Lil Kim	Christina Aguilera	BMG Music	326-219
17	Caught Up	Usher	BMG Music	354-784
18	Diary ft Tony Toni Tone	Alicia Keys	BMG Music	346-869
19	DJ Play A Love Song	Jamie Foxx	BMG Music	374-820
20	Fallin(Chorus)	Alicia Keys	BMG Music	299-410
21	Father Figure (1987)	George Michael	Sony BMG Music Entertainment	92-432
22	Girls and Boys	Good Charlotte	Sony BMG Music Entertainment	309-099
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	SONG TITLE	ARTIST	PLAINTIFF	SR NUMBER
1	Guantanamera	Wyclef Jean	Sony BMG Music Entertainment	251-493
2	Heaven	Los Lonely Boys	Sony BMG Music Entertainment	352-465
3	Hillbilly Deluxe	Brooks & Dunn	BMG Music	366-005
4	How Can We Be Lovers	Michael Bolton	Sony BMG Music Entertainment	106-829
5	I Can't Go For That (No Can Do)	Hall & Oates	BMG Music	29-973
6	I Just Want You to Know	Backstreet Boys	Zomba Recording, LLC	365-999
7	I Know What You Want	Busta Rhymes	BMG Music	323-567
8	I Want You Back	*NSYNC	BMG Music	252-748
9	I Will Always Love You	Whitney Houston	Arista Records LLC	152-583
10	I'm Real - f. Ja Rule	Jennifer Lopez	Sony BMG Music Entertainment	293-297
11	It's A Heartache (1970s)	Bonnie Tyler	BMG Music	16-541
12	I've Always Been Crazy	Waylon Jennings	BMG Music	13-628
13	Just a Friend 2002	Mario	BMG Music	318-136
14	Kiss Of Life	Sade	Sony BMG Music Entertainment	183-731
15	Like the Rain	Clint Black	BMG Music	227-957
16	Love Ballad	Jeffrey Osborne	BMG Music	279-755
17	Maria Maria	Santana	Arista Records LLC	289-833
18	Milkshake RT	Kelis	Arista Records LLC	353-969
19	Music	Erick Sermon	BMG Music	301-906
20	Must Be Nice	Lyfe Jennings	Sony BMG Music Entertainment	363-168
21	My Heart Will Go On (Titanic)	Celine Dion	Sony BMG Music Entertainment	248-109
22	No Scrubs	TLC	LaFace Records LLC	298-454
23	Oh	Ciara	Zomba Recording, LLC	355-316
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	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1	Piano Man	Billy Joel	Sony BMG Music Entertainment	N12214
2	Ready or Not	The Fugees	Sony BMG Music Entertainment	222-005
3	Rock Your Body (beat box)	Justin Timberlake	Zomba Recording, LLC	319-834
4	Roses	Outkast	Arista Records LLC	340-520
5	Sexual Healing	Marvin Gaye	Sony BMG Music Entertainment	38-850
6	Someone To Love	Jon B.	Sony BMG Music Entertainment	295-444
7	Summertime Blues	Alan Jackson	Arista Records LLC	202-090
8	Survival Of The Fittest	Mobb Deep	BMG Music	209-806
9	Survivor	Destiny's Child	Sony BMG Music Entertainment	289-199
10	Sweet Lady	Tyrese	BMG Music	237-788
11	Take You Out	Luther Vandross	BMG Music	298-047
12	The Love I Found In You	Jim Brickman	BMG Music	214-659
13	The Sign	Ace of Base	Arista Records LLC	169-749
14	The World	Brad Paisley	BMG Music	366-007
15	The World Is Yours (1994)	Nas	Sony BMG Music Entertainment	207-177
16	There She Goes	Babyface	Arista Records LLC	305-629
17	This One's For The Girls	Martina McBride	BMG Music	333-553
18	Toxic	Britney Spears	Zomba Recording, LLC	335-267
19	Walked Outta Heaven	Jagged Edge	Sony BMG Music Entertainment	343-421
20	When Can I See You Again	Babyface	Arista Records LLC	184-540
21	White Flag	Dido	Arista Records LLC	340-392
22	Why Georgia	John Mayer	Sony BMG Music Entertainment	305-049
23	Wifey	Next	Arista Records LLC	287-199
24	With You	Jessica Simpson	Sony BMG Music Entertainment	378-700
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	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1	Yo Queria	Cristian	BMG Music	215-047
2	You Had Me	Kenny Chesney	BMG Music	263-302
3	From Hello			
4	You Know That I Love You	Donell Jones	Arista Records LLC	312-758
5	You Make Me Sick	Pink	LaFace Records LLC	279-958
6				
7	You Mean the World To Me	Toni Braxton	LaFace Records LLC	208-619
8	A Long December	Counting Crows	UMG Recordings, Inc.	226-415
9	All Apologies	Nirvana	UMG Recordings, Inc.	172-276
10	All The Small Things	Blink 182	UMG Recordings, Inc.	279-826
11	Allure	Jay-Z	UMG Recordings, Inc.	337-758
12	Barbie Girl	Aqua	UMG Recordings, Inc.	240-665
13	Bathwater	No Doubt	UMG Recordings, Inc.	279-727
14	Because I Got High	Afroman	UMG Recordings, Inc.	301-307
15	Because of You	98 Degrees	UMG Recordings, Inc.	237-315
16	Black Sweat	Prince	UMG Recordings, Inc.	385-928
17	Blurry	Puddle of Mudd	UMG Recordings, Inc.	301-465
18	Candy Shop	50 Cent	UMG Recordings, Inc.	366-051
19	Closer	Nine Inch Nails	UMG Recordings, Inc.	190-639
20	Closing Time	Semisonic	UMG Recordings, Inc.	251-980
21	Come As You Are	Nirvana	UMG Recordings, Inc.	135-335
22	Dance Dance	Fall Out Boy	UMG Recordings, Inc.	371-909
23	Don't Speak	No Doubt	UMG Recordings, Inc.	206-724
24	Dragula	Rob Zombie	UMG Recordings, Inc.	257-901
25	Dude (Looks Like a Lady)	Aerosmith	UMG Recordings, Inc.	87-670
26	El Scorcho	Weezer	UMG Recordings, Inc.	226-562
27	Fat Lip	Sum 41	UMG Recordings, Inc.	298-689
28	First Date	Blink 182	UMG Recordings, Inc.	301-317
	Gold Digger	Kanye West	UMG Recordings, Inc.	377-885
	Grillz	Nelly	UMG Recordings, Inc.	385-148
	Hash Pipe	Weezer	UMG Recordings, Inc.	297-030
	Hate Me	Blue October	UMG Recordings, Inc.	388-117

	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1	Have a Nice Day	Bon Jovi	UMG Recordings, Inc.	382-027
2	Here Without You	3 Doors Down	UMG Recordings, Inc.	347-346
3	Hero	Enrique Iglesias	UMG Recordings, Inc.	303-794
4	Hey Mama	Kanye West	UMG Recordings, Inc.	372-867
5	I Don't Need a Man	Pussycat Dolls	UMG Recordings, Inc.	377-102
6	I'm The Only One	Mellisa Etheridge	UMG Recordings, Inc.	171-983
7	In Da Club	50 Cent	UMG Recordings, Inc.	323-562
8	It's My Life	Bon Jovi	UMG Recordings, Inc.	281-803
9	Just Don't Give A Fuck	Eminem	UMG Recordings, Inc.	250-999
10	Kryptonite	3 Doors Down	UMG Recordings, Inc.	277-407
11	Let's Get It On	Marvin Gaye	UMG Recordings, Inc.	N7555 RE 860-111
12	Little Sister	Queens of the Stone Age	UMG Recordings, Inc.	370-251
13	Loser	Beck	UMG Recordings, Inc.	185-369
14	Love Of My Life	Brian McKnight	UMG Recordings, Inc.	301-470
15	Maneater	Nelly Furtado	UMG Recordings, Inc.	387-509
16	Man! I Feel Like A Woman	Shania Twain	UMG Recordings, Inc.	243-502
17	Maps	The Yeah Yeah Yeahs	UMG Recordings, Inc.	332-650
18	Margaritaville	Jimmy Buffet	UMG Recordings, Inc.	124-218
19	Message in a Bottle	The Police	UMG Recordings, Inc.	13-166
20	Move Along	All American Rejects	UMG Recordings, Inc.	374-412
21	Mr. Brightside	The Killers	UMG Recordings, Inc.	355-962
22	Mr. Jones	Counting Crows	UMG Recordings, Inc.	172-267
23	My Humps	Black Eyed Peas	UMG Recordings, Inc.	378-166
24	Pain	Jimmy Eat World	UMG Recordings, Inc.	366-508
25	Perfect Drug	Nine Inch Nails	UMG Recordings, Inc.	236-660
26	Re-Arranged	Limp Bizkit	UMG Recordings, Inc.	279-827
27	Roxanne	The Police	UMG Recordings, Inc.	4-190
28	Run	Snow Patrol	UMG Recordings, Inc.	353-890
	Say It Ain't So	Weezer	UMG Recordings, Inc.	187-644

	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1				
2	Scars	Papa Roach	UMG Recordings, Inc.	360-567
3	Shout	Tears for Fears	UMG Recordings, Inc.	60-715
4	Sing For the Moment	Eminem	UMG Recordings, Inc.	317-924
5	Smells Like Teen Spirit	Nirvana	UMG Recordings, Inc.	134-601
6	SOS	Rihanna	UMG Recordings, Inc.	387-137
7	Stan	Eminem	UMG Recordings, Inc.	287-944
8	Superman	Eminem	UMG Recordings, Inc.	317-924
9	The Bad Touch	Bloodhound Gang	UMG Recordings, Inc.	278-185
10	The Real Slim Shady	Eminem	UMG Recordings, Inc.	293-541
11	The Reason	Hoobastank	UMG Recordings, Inc.	339-555
12	Through the Rain	Mariah Carey	UMG Recordings, Inc.	321-443
13	Up!	Shania Twain	UMG Recordings, Inc.	326-255
14	We Belong Together	Mariah Carey	UMG Recordings, Inc.	370-795
15	Welcome to the Jungle	Guns N Roses	UMG Recordings, Inc.	85-358
16	When I'm Gone	3 Doors Down	UMG Recordings, Inc.	347-346
17	With Or Without You	U2	UMG Recordings, Inc.	78-949
18	You're Still the One	Shania Twain	UMG Recordings, Inc.	243-502
19	Zombie	The Cranberries	UMG Recordings, Inc.	200-362
20	32 Flavors	Alana Davis	Elektra Entertainment Group Inc.	245-201
21	A Case of You	Joni Mitchell	Warner Bros. Records Inc.	275-916
22	Back On the Chain Gang	The Pretenders	Warner Bros. Records Inc.	40-909
23	Bananas and Blow	Ween	Elektra Entertainment Group Inc.	281-379
24	Basket Case	Green Day	Warner Bros. Records Inc.	185-457
25	Beep Me 911	Missy Elliott	Elektra Entertainment Group Inc.	245-232
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	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
1				
2	Bent	Matchbox Twenty	Atlantic Recording Corporation	305-708
3	Big Momma Thang	Lil' Kim	Atlantic Recording Corporation	230-639
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5	Blood Sugar Sex Magik	Red Hot Chili Peppers	Warner Bros. Records Inc.	135-276
6	Close to Me	The Cure	Elektra Entertainment Group Inc.	65-872
7	Cornflake Girl	Tori Amos	Atlantic Recording Corporation	185-391
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9	Doo Wa Ditty	Zapp	Warner Bros. Records Inc.	37-321
10	Dreams	Fleetwood Mac	Warner Bros. Records Inc.	N39857
11	Every Morning	Sugar Ray	Atlantic Recording Corporation	262-149
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13	Farmhouse	Phish	Elektra Entertainment Group Inc.	281-388
14	Fly	Sugar Ray	Atlantic Recording Corporation	208-769
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16	Forgotten	Linkin Park	Warner Bros. Records Inc.	288-402
17	Genius of Love	Tom Tom Club	Warner Bros. Records Inc.	30-019
18	Get Your Freak On	Missy Elliott	Elektra Entertainment Group Inc.	297-686
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20	Gimme All Your Lovin'	ZZ Top	Warner Bros. Records Inc.	51-925
21	Good Riddance (Time of Your Life)	Green Day	Warner Bros. Records Inc.	244-558
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23	Heartache Tonight	Eagles	Elektra Entertainment Group Inc.	13-182
24	Heaven Is A Halfpipe	OPM	Atlantic Recording Corporation	303-751
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26	Hey Man, Nice Shot	Filter	Warner Bros. Records Inc.	193-079
27	Hotel California	Eagles	Elektra Entertainment Group Inc.	N38950
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	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
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2	How Many Licks?	Lil' Kim	Atlantic Recording Corporation	286-624
3	If I Should Fall Behind	Faith Hill	Warner Bros. Records Inc.	276-629
4	In the Air Tonight	Phil Collins	Atlantic Recording Corporation	24-682
5	Jump	Van Halen	Warner Bros. Records Inc.	53-832
6	Jungle Love	The Time	Warner Bros. Records Inc.	55-021
7	Just Like Heaven	The Cure	Elektra Entertainment Group Inc.	82-714
8	Just to Hear You Say That You Love Me	Faith Hill	Warner Bros. Records Inc.	253-752
9	Kiss from a Rose	Seal	Warner Bros. Records Inc.	194-147
10	Le Freak	Chic	Atlantic Recording Corporation	5-574
11	Let Her Cry	Hootie & The Blowfish	Atlantic Recording Corporation	193-960
12	Long Day	Matchbox 20	Atlantic Recording Corporation	227-755
13	Love Shack	The B-52's	Warner Bros. Records Inc.	107-155
14	Love Song	The Cure	Elektra Entertainment Group Inc.	104-305
15	Make It Last Forever	Keith Sweat	Elektra Entertainment Group Inc.	86-761
16	Material Girl	Madonna	Warner Bros. Records Inc.	59-442
17	Minority	Green Day	Warner Bros. Records Inc.	288-352
18	No Remorse	Twista	Atlantic Recording Corporation	238-303
19	Nobody's Perfect	Madonna	Warner Bros. Records Inc.	285-828
20	One Week	Barenaked Ladies	Warner Bros. Records Inc.	257-724
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	<b>SONG TITLE</b>	<b>ARTIST</b>	<b>PLAINTIFF</b>	<b>SR NUMBER</b>
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2	Opticon	Orgy	Warner Bros. Records Inc.	288-413
3	Panama	Van Halen	Warner Bros. Records Inc.	52-319
4	Pinch Me	Barenaked Ladies	Warner Bros. Records Inc.	288-335
5	Policy of Truth	Depeche Mode	Warner Bros. Records Inc.	117-407
6	Punks Jump Up to Get Beat Down	Brand Nubian	Elektra Entertainment Group Inc.	152-095
7	Real World	Matchbox 20	Atlantic Recording Corporation	227-755
8	Rock Lobster	The B-52's	Warner Bros. Records Inc.	10-774
9	Ruffneck	MC Lyte	Atlantic Recording Corporation	168-042
10	Runnin' With the Devil	Van Halen	Warner Bros. Records Inc.	239
11	Scar Tissue	Red Hot Chili Peppers	Warner Bros. Records Inc.	174-922
12	Semi-Charmed Life	Third Eye Blind	Elektra Entertainment Group Inc.	188-673
13	Sharp Dressed Man	ZZ Top	Warner Bros. Records Inc.	45-132
14	Situation	Yaz	Warner Bros. Records Inc.	41-688
15	Stranger in My House	Tamia	Elektra Entertainment Group Inc.	293-084
16	Suedehead	Morrissey	Warner Bros. Records Inc.	90-903
17	Sussudio	Phil Collins	Atlantic Recording Corporation	60-788
18	Take It To Da House	Trick Daddy	Atlantic Recording Corporation	303-748
19	Take On Me	A-Ha	Warner Bros. Records Inc.	63-603
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SONG TITLE	ARTIST	PLAINTIFF	SR NUMBER
They Reminisce Over You (T.R.O.Y.)	Pete Rock and CL Smooth	Elektra Entertainment Group Inc.	145-714
They Want Efx	Das Efx	Atlantic Recording Corporation	140-245
This Velvet Glove	Red Hot Chili Peppers	Warner Bros. Records Inc.	174-922
Tusk	Fleetwood Mac	Warner Bros. Records Inc.	12-408
Waiting For A Girl Like You	Foreigner	Atlantic Recording Corporation	27-769
Walk of Life	Dire Straits	Warner Bros. Records Inc.	63-031
We Are Family	Sister Sledge	Atlantic Recording Corporation	6-182
Whip It	Devo	Warner Bros. Records Inc.	17-936
You Make Loving Fun	Fleetwood Mac	Warner Bros. Records Inc.	N39857
You Really Got Me	Van Halen	Warner Bros. Records Inc.	273