

ESTTA Tracking number: **ESTTA608966**

Filing date: **06/10/2014**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Proceeding	91211919
Party	Plaintiff American Express Marketing & Development Corp., American Express Travel Related Services Company
Correspondence Address	MARCIA B PAUL DAVIS WRIGHT TREMAINE LLP 1633 BROADWAY, 27TH FLOOR NEW YORK, NY 10019 UNITED STATES marciapaul@dwt.com,camillegalman@dwt.com,nytmpto@dwt.com
Submission	Motion for Summary Judgment
Filer's Name	Camille Calman
Filer's e-mail	camillecalman@dwt.com,nytmpto@dwt.com
Signature	/Camille Calman/
Date	06/10/2014
Attachments	TTAB Notification and Motion for Summary Judgment.pdf(37015 bytes) TTAB Exhibit A.PDF(1704895 bytes) TTAB Exhibit B.pdf(4322342 bytes) TTAB Exhibit C.pdf(218100 bytes) TTAB Exhibit D.pdf(124049 bytes)

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In re Serial No. 85/801,419 for the mark
BLACKCARDSTATUS

AMERICAN EXPRESS MARKETING &
DEVELOPMENT CORP. and AMERICAN
EXPRESS TRAVEL RELATED SERVICES
COMPANY, INC.,

Opposers,

v.

BLACKCARDSTATUS LLC,
Applicant.

Opposition No. 91211919

**OPPOSER’S NOTIFICATION OF COURT JUDGMENT AND
MOTION FOR SUMMARY JUDGMENT**

In the matter of Opposition No. 91211919 with respect to application Serial No. 85/801,419, American Express Marketing & Development Corp. and American Express Travel Related Services Company, Inc. (“Opposers”), through their undersigned counsel, Davis Wright Tremaine LLP, pursuant to Trademark Trial and Appeal Board Manual of Procedure § 510.02(b) and the Board’s order dated January 10, 2014, hereby notify the Trademark Trial and Appeal Board (“TTAB” or “Board”) of the final determination in Opposer’s favor of *American Express Marketing & Development Corp. v. Blackcardstatus LLC*, No. 2:13-cv-01177-DSC (the “Civil Action”). The District Court of the Western District of Pennsylvania has issued a dispositive ruling against Applicant Blackcardstatus LLC and Applicant’s owner, Joseph Graziano (collectively, “Defendants”), ending the Civil Action on its merits and granting default judgment

to Opposers (the “Court Order”).¹ A true and correct copy of the Court Order is annexed hereto as Exhibit A. The Court Order requires Defendants to withdraw trademark application Serial No. 85/801,419; transfer domain names containing the words “black card” to Opposers; and remove any social media nickname or handle containing the words “black card.” Defendants are also enjoined from using, registering, or applying to register any trademark or domain name containing the words “black card” in the future.

Having obtained the Court order, Opposers now move pursuant to Federal Rule of Civil Procedure 56(a) for an order entering summary judgment for Opposers on the grounds of claims preclusion, based on the Court Order.²

Procedural History Before the TTAB

Opposers filed this opposition with the Trademark Trial and Appeal Board (“TTAB” or “Board”) on August 7, 2013. Opposers filed the Civil Action on August 14, 2013 and served the summons and complaint on applicant Blackcardstatus LLC (“Applicant”), a resident of Nevada, on August 16, 2013 in Nevada, and on Joseph Graziano, a resident of Pennsylvania, on October 22, 2013 in Pennsylvania. A true and correct copy of the complaint is annexed hereto as Exhibit B. Shortly after the Civil Action was filed, on August 19, 2013, jurisdiction of this opposition was remanded to the USPTO and was not restored to the TTAB until November 15, 2014. On

¹ Plaintiffs have moved in the Western District of Pennsylvania for an amended order pursuant to Federal Rule of Civil Procedure 59(e), and will provide that amended order to the Board if and when it is issued. However, the amended order would not change the court’s decision on the merits of the case; the only change that Plaintiffs seek to the order is the transfer to Plaintiffs of three additional domain names owned by Applicant and/or Joseph Graziano, based on additional evidence received after the Court Order was issued.

² The Court’s Order is evidentiary material outside the pleadings; therefore, it is appropriate for the Board to treat this motion as a motion for summary judgment pursuant to Rule 56 of the Federal Rules of Civil procedure. *Institut National Des Appellations d'Origine v. Brown-Forman Corp.*, 47 U.S.P.Q.2d 1875, 1875 n.1 (T.T.A.B. 1998). A summary judgment motion based on claim preclusion is an exception to the TTAB rule that bars filing of a summary judgment motion prior to the parties’ making initial disclosures. Trademark Rule of Procedure 2.127(e)(1).

November 25, 2014, Opposers moved to suspend this opposition pending the outcome of the Civil Action. The TTAB granted Opposers' motion on January 10, 2014.

Procedural History of the Civil Action

Both defendants defaulted in the Civil Action, and the court clerk entered default pursuant to Federal Rule of Civil Procedure 55(a). A true and correct copy of the clerk's entry of default as to applicant Blackcardstatus LLC is annexed hereto as Exhibit C. A true and correct copy of the clerk's entry of default as to Joseph Graziano, who has described himself to the United States Patent and Trademark Office as the owner of Blackcardstatus LLC, is annexed hereto as Exhibit D.

Opposers then moved for default judgment pursuant to Federal Rule of Civil Procedure 55(b)(2). The District Court requested a hearing on Opposers' default judgment motion, and Opposers made evidentiary submissions and appeared at the hearing. The District Court granted Opposers' motion for default judgment at that hearing, on May 21, 2014, and issued the Order granting the relief Opposers sought.

ARGUMENT

The Applicant's Claim Is Precluded by the Order Entered in the Civil Action

In the Civil Action, Opposers alleged that applicant's past and/or present use of multiple marks containing the words "BLACK CARD" (including but not limited to "BLACKCARDSTATUS") and its attempt to obtain a federal registration for the mark "BLACKCARDSTATUS" infringe Opposers' trademark rights, constitute false designation of

origin, unfair competition, and cyberpiracy, among other claims. By defaulting in the Civil Action, Applicant admitted the well-pleaded allegations of the complaint in the Civil Action, including that Applicant's use of the mark BLACKCARDSTATUS is likely to cause confusion or mistake or to deceive as to the origin, sponsorship, or approval of Applicant's services. *Jackson v. Fie Corp.*, 302 F.3d 515 (5th Cir. 2002); *see* Ex. B ¶¶ 39-62, 74. The Court Order granted relief to Opposers that included a permanent injunction that prohibits Applicant from using the exact mark at issue in this opposition, BLACKCARDSTATUS, and requires Applicant to withdraw the very trademark application at issue in this Opposition, Serial No. 85/801,419. *See* Ex. A. To date, Applicant has not withdrawn the trademark application.

In light of this Court Order, Applicant's trademark application is barred, and summary judgment in this Opposition should be granted on the grounds of claim preclusion. Claim preclusion applies where (1) the parties are identical; (2) there has been an earlier final judgment on the merits of a claim; and (3) the second claim is based on the same set of transactional facts as the first. *See Jet, Inc. v. Sewage American Systems*, 223 F.3d 1360, 55 USPQ2d 1854, 1856 (Fed. Cir. 2000). All of these conditions were met here: (1) Applicant was one of the defendants in the prior proceeding, and Opposers were the plaintiffs; (2) the Civil Action has been decided on the merits by virtue of defendants' default; and (3) it is clear from a comparison of the Complaint in the Civil Action (Ex. B) to the Opposition filed in this case that the factual basis of the Opposition is identical to the factual basis of the Complaint in the Civil Action. Accordingly, summary judgment in Opposer's favor is appropriately entered here. *See, e.g., Louis E. Kemp v. Trident Seafoods Corp.*, 2011 WL 4871870 (T.T.A.B. 2011) (granting summary judgment on claim preclusion grounds where court proceedings had determined same issues at issue in cancellation proceedings); *Orouba Agrifoods Processing Co. v. United Food Import*, 97

U.S.P.Q.2d 1310 (T.T.A.B. 2010) (in motion for cancellation, where movant had previously defaulted in a prior opposition proceeding regarding the same mark, granting summary judgment for defendant on claim preclusion grounds).

Under the doctrine of claim preclusion, a claim that has been the subject of a final judgment on the merits in one proceeding cannot be relitigated in a subsequent proceeding between the same parties, even if the judgment was on default. See *Chromalloy American Corp. v. Kenneth Gordon, Ltd.*, 736 F.2d 694, 222 USPQ 187, 189 (Fed. Cir. 1984); *John W. Carson Foundation v. Toilets.com Inc.*, 94 USPQ2d 1942, 1946 (T.T.A.B. 2010).

CONCLUSION

For the reasons cited above, Opposers respectfully request that the Board enter summary judgment in their favor, and deny and refuse the application for registration by Applicant, Serial No. 85/801,419.

DATED this 10th day of June, 2014.

Respectfully submitted,

DAVIS WRIGHT TREMAINE LLP

/Camille Calman/

By: Marcia B. Paul
Camille Calman

1633 Broadway
New York, New York 10019
(212) 489-8230

Attorneys for Opposers

Email: marciapaul@dwt.com,
camillecalman@dwt.com; nytmpto@dwt.com

By Order of the Board, effective _____

By: _____

CERTIFICATE OF SERVICE

I hereby certify that on this 10th day of June, 2014, a true and complete copy of the foregoing **Notification of Court Judgment and Motion for Summary Judgment** has been served upon Applicant by delivering the same via first class mail at the following address:

Blackcardstatus LLC.
311 West Third Street, Suite 3955
Carson City, Nevada 89703

/Camille Calman/
Camille Calman

EXHIBIT A

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

AMERICAN EXPRESS MARKETING &
DEVELOPMENT CORP. and AMERICAN
EXPRESS TRAVEL RELATED SERVICES
COMPANY, INC.,

Plaintiffs,

- against -

BLACKCARDSTATUS LLC and JOSEPH
GRAZIANO,

Defendants.

Civil Action No. 13-cv-01177-DSC

David S. Cercone
United States District Judge

~~PROPOSED~~ ORDER

AND NOW, this 21ST day of May, 2014, upon consideration of

Plaintiffs American Express Marketing & Development Corp. and American Express Travel Related Services Company, Inc.'s Motions for Entry of Default Judgment and Permanent Injunction and Briefs in Support (the "Motions"), it is hereby ORDERED, ADJUDGED and DECREED that the Motions are GRANTED;

It is further ORDERED, ADJUDGED and DECREED that a FINAL JUDGMENT is hereby entered against Defendant Blackcardstatus LLC and Defendant Joseph Graziano pursuant to which:

1. Defendant Blackcardstatus LLC shall withdraw Trademark Application No. 85801419 for a federal trademark for the mark BLACKCARDSTATUS now pending before the United States Patent and Trademark Office, and Defendant Joseph Graziano, as owner of Blackcardstatus LLC, shall take all necessary steps to ensure that Blackcardstatus LLC withdraws the trademark application.

2. Defendant Blackcardstatus LLC shall transfer to American Express Travel Related Services Company, Inc. ownership of the registrations for the Infringing Domain Names (as that phrase is defined in ¶ 7(b), below), and Defendant Joseph Graziano, as owner of Blackcardstatus LLC, shall take all necessary steps to ensure that Blackcardstatus LLC transfers ownership of the registrations.

3. Whether or not Defendants comply with Paragraph 2 of this Order, FastDomain Inc., the registrar for “blackcardvc.com”, “blackcardventurecapital.com”, “blackcardinvest.com”, “blackcardcares.com,” “blackcardcares.org,” “blackcardcollection.com”, “blackcardlifemag.com”, “blackcardpr.com”, “blackcardlifestyle.com”, “blackcardmail.com”, “blackcardpics.com”, “blackcardproperties.com”, “blackcardtweets.com”, and “blackcardvideos.com”, shall assist in changing the registrar of record for those domain names to American Express Travel Related Services Company, Inc.’s account with Corporate Domains, Inc.

4. If and to the extent FastDomain Inc. does not assist in changing the registrar of record for the Infringing Domain Names within 5 business days of receipt of this Order,

- VeriSign, Inc., as the operator of the registry for “blackcardvc.com”, “blackcardventurecapital.com”, “blackcardinvest.com”, “blackcardcares.com,” “blackcardcollection.com”, “blackcardlifemag.com”, “blackcardpr.com”, “blackcardlifestyle.com”, “blackcardmail.com”, “blackcardpics.com”, “blackcardproperties.com”, “blackcardtweets.com”, “blackcardvideos.com”, and “blackcardvids.com”, is hereby directed and ordered to immediately change the registrar of record for those domain names to Corporate Domains, Inc., to be held in American Express Travel Related Services Company, Inc.’s account; and

- The Public Interest Registry, as the operator of the registry for “blackcardcares.org”, is hereby directed and ordered to immediately change the registrar of record for that domain name to Corporate Domains, Inc., to be held in American Express Travel Related Services Company, Inc.’s account.

5. IT IS FURTHER ORDERED that, following the transfer of the Infringing Domain Names to Corporate Domains, Inc., Corporate Domains, Inc. shall: a) transfer the Infringing Domain Names to American Express Travel Related Services Company, Inc.’s account, and in so doing change the identity of the Administrative and Technical Contact for the Infringing Domain Names to American Express Travel Related Services Company, Inc., DNS Manager, 200 Vesey Street, New York, NY 10285, US, dns@aexp.com, telephone number (212) 640-2000; and b) take such other and further actions as necessary, in order to transfer to Plaintiffs all rights, title, and interest in and to the Infringing Domain Names, including registration and full control thereof. If Corporate Domains has any questions about the account in question, it may contact camillecalman@dwt.com.

6. Defendant Blackcardstatus LLC and Defendant Joseph Graziano shall remove, destroy, or cancel any social media account, username, nickname, or handle either or both of them has created, owns or maintains containing the words “Black Card”, or rename such account, username, nickname, or handle to remove the words “Black Card.”

7. Defendant Blackcardstatus LLC and Defendant Joseph Graziano, individually, jointly, and/or through any entity or person controlled by or affiliated with either or both of them, are hereby permanently enjoined from

- a. Using, registering or applying to register, or maintaining a registration for the “BLACKCARDSTATUS” mark, or any mark relating to, containing, or

suggesting American Express's black card marks, including but not limited to "BLACKCARDVC", "BLACKCARDVENTURECAPITAL", "BLACKCARDINVEST", "BLACKCARDCARES", "BLACKCARDCOLLECTION", "BLACKCARDLIFEMAG," "BLACKCARDPR", "BLACKCARDLIFESTYLE", "BLACKCARDMAIL", "BLACKCARDPICS", "BLACKCARDPROPERTIES", "BLACKCARDTWEETS", "BLACKCARDVIDEOS", or "BLACKCARDVID."

- b. Using, registering, applying to register, or maintaining a registration for the "blackcardstatus.com" domain name or any domain name relating to, containing, or suggesting the words "Black Card", including but not limited to "blackcardvc.com", "blackcardventurecapital.com", "blackcardinvest.com", "blackcardcares.com", "blackcardcares.org", "blackcardcollection.com", "blackcardlifemag.com", "blackcardpr.com", "blackcardlifestyle.com", "blackcardmail.com", "blackcardpics.com", "blackcardproperties.com", "blackcardtweets.com", "blackcardvideos.com", or "blackcardvids.com" (collectively, the domain names in this paragraph are referred to hereinafter as the "Infringing Domain Names").
- c. Using the words "Black Card" in any social media account, username, nickname, or handle;
- d. Representing or suggesting, by any means whatsoever, that any services offered, advertised, promoted, marketed, or sold by defendants are offered by or affiliated with American Express; or

- e. Doing any other act or thing calculated or likely to cause confusion or mistake in the minds of the public or prospective consumers of American Express's services as to the source of defendants' services;
- f. Otherwise unfairly competing with American Express

8. The Clerk is directed, pursuant to Fed. R. Civ. P. 58, to enter final judgment in favor of Plaintiffs and to forward copies of this Order to VeriSign Global Registry Services, at 21355 Ridgetop Circle, Dulles, Virginia 20166, FastDomain Inc., at 1958 South 950 East, Provo, Utah 84606; The Public Interest Registry, at 1775 Wiehle Avenue, Suite 100, Reston, Virginia 20190; Corporate Domains, Inc., 2711 Center Ville Road Wilmington, Delaware 19808, and to counsel of record.

DATED this 21ST day of May, 2014.



The Honorable David S. Cercone
United States District Judge

EXHIBIT B

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

-----	x	
AMERICAN EXPRESS MARKETING & DEVELOPMENT CORP. and AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC.,	:	Civil Action No. _____
	:	
Plaintiffs,	:	COMPLAINT
	:	(Jury Trial Demanded)
vs.	:	
BLACKCARDSTATUS LLC and JOSEPH GRAZIANO,	:	
	:	
Defendants.	:	
-----	x	

Plaintiffs American Express Marketing & Development Corp. and American Express Travel Related Services Company, Inc. (collectively, “American Express”), by and through their undersigned attorneys Reed Smith LLP and Davis Wright Tremaine LLP, as and for their complaint against defendants Blackcardstatus LLC (“BCS LLC”) and Joseph Graziano (“Graziano”), allege as follows:

NATURE OF THE ACTION

1. This is an action for trademark infringement, false designation of origin, unfair competition, and cyberpiracy arising under the laws of the United States, for trademark dilution arising under the laws of the State of New York and the Commonwealth of Pennsylvania, and for common-law trademark infringement and unfair competition, all arising from defendants’ use of, registration of a domain name for, and attempt to register as a trademark, the term “BLACKCARDSTATUS” and use of and registration of domain names for other marks confusingly similar to American Express’s valuable trademarks.

2. American Express, among its varied business operations, issues charge and credit cards to individual and business consumers. It has famously branded its various classes of cards by using colors to differentiate among them including green, gold, and platinum. These colors also denote the level of benefits available to users, the annual fees charged, and – in the eyes of some – the status of the cardholder.

3. The most prestigious and difficult-to-obtain American Express card is the American Express “Centurion Card”, which is a black charge card made of titanium, with a gold border and a patterned black background, centered by the imprinted image of the head of a Roman centurion. Corresponding to its unique appearance are exceptional benefits cardholders with this highest American Express status enjoy including airline upgrades, elite status in frequent flyer programs, and companion airfares; room upgrades at various hotel chains; personalized concierge service; and invitations to exclusive events.

4. Because of the Centurion Card’s unique services and the status of its holders, because it is available only to a tiny percentage of American Express cardholders, and because of its unusual appearance, the card is well known among the general public and in popular culture as the “Black Card.” As a direct consequence, ownership of a Black Card has become a symbol of unique status, extreme luxury, and unparalleled financial success.

5. Defendants are perpetrating a scheme to trade upon the very reputation and success of the American Express “Black Card” name and mark, by their use of the name and mark “BLACKCARDSTATUS” for their own commercial activities including, *inter alia*, an informational website about luxury goods and services, the purpose of which they have described as “to provide reviews on luxury goods. Including, but not limited to, expensive watches, sports cars, champagne, cigars, etc. It will also include photos and blog entries of opulent and decadent

vacations and experiences that the average person might not experience in a lifetime.” They have applied to register that trademark in the United States Patent and Trademark Office (“PTO”), based on services they claim to provide at the website www.blackcardstatus.com and have created and maintain numerous other websites under variants of that name and mark, including but not limited to www.blackcardcares.com, www.blackcardvc.com, and www.blackcardmedia.com.

6. Defendants’ use of the BLACKCARDSTATUS mark and their association of the words “Black Card” with luxury goods and financial success, and their attempt to play off the brand image of exclusivity and status that American Express has purposefully created and nurtured for the Centurion Card a/k/a the Black Card, at its own considerable effort and expense, has irreparably injured and will continue to irreparably injure American Express unless defendants are enjoined.

THE PARTIES

7. Plaintiff American Express Marketing & Development Corp. (“AMEX M&D”) is a corporation organized and existing under the laws of Delaware with its principal place of business at 200 Vesey Street, New York, NY 10285.

8. Plaintiff American Express Travel Related Services Company, Inc. (“AMEX”) is a corporation organized and existing under the laws of the State of New York with its principal place of business at 200 Vesey Street, New York, NY 10285.

9. AMEX is in the business of providing financial and travel related services, including credit and charge cards, travelers cheques, and travel agency services, to individuals and corporations worldwide.

10. AMEX M&D is a fully owned subsidiary of AMEX and is the owner of various American Express trademarks including but not limited to the registered trademark “BLACKCARD”; AMEX M&D in turn licenses those trademarks to AMEX, which uses them in commerce and/or licenses others to use them in commerce.

11. Defendant Blackcardstatus LLC is a limited liability company formed under the laws of the State of Nevada, with its principal place of business at 311 West Third Street, Suite 3955, Carson City, Nevada 89703.

12. Defendant Joseph Graziano is an individual who, upon information and belief, resides at 151 Fort Pitt Blvd., Pittsburgh, Pennsylvania 15222. He is the principal and owner of defendant BCS LLC and a member thereof, and controls and directs all of its business operations.

JURISDICTION AND VENUE

13. This action arises under and pursuant to the Lanham Act, 15 U.S.C. § 1051 *et seq.*; under the common law of trademark infringement and unfair competition; and under New York General Business Law 350-L and 54 Pa. Cons. Stat. § 1124.

14. This Court has jurisdiction over this action pursuant to 28 U.S.C. §§ 1331 and 1338(a) and (b), because it arises under the trademark and unfair competition laws of the United States. The court has supplemental jurisdiction over plaintiffs’ common law and state law claims pursuant to 28 U.S.C. § 1367(a).

15. The Court has personal jurisdiction over defendants pursuant to Fed. R. Civ. P., Rule 4(k)(1)(A) because defendants reside in the Western District of Pennsylvania.

16. Venue in this action lies in the Western District of Pennsylvania pursuant to 28 U.S.C. § 1391(b) because defendants reside in the Western District of Pennsylvania.

FACTUAL BACKGROUND

The Business of American Express

17. American Express was founded in 1850 as an express mail company. Since that time, it has become one of the world's premier multinational financial service companies.

18. Since the 1950s, American Express has issued charge and credit card services to individual and business customers, whom it calls "card members." Card members typically pay an annual fee for their American Express cards. Most of the cards are charge cards, meaning that they must be paid off in full every month. The principal card in the American Express family of cards is the American Express Green Card. Other American Express cards include the Gold Card and the Platinum Card. All of the cards provide certain services and benefits, the level of which increases from the Green Card to the Gold Card to the Platinum Card, as does the annual fee for each card.

19. American Express's business activities are not limited to issuance and administration of charge and credit cards or financial services. For example, American Express publishes five magazines ("Travel and Leisure," "Food and Wine," "Departures," "Executive Travel," and "Black Ink"), offering editorial content regarding luxury vacations, gourmet food, and luxury goods. "Gold" or higher status card members receive exclusive access to entertainment and sports events (including preferred seating and/or the opportunity to purchase tickets before the general public). Accordingly, consumers who see American Express's trademarks and trade names used in connection with publications, entertainment services, and related activities are likely to believe that these services emanate from and/or are sponsored by American Express.

AMEX Introduces The Black Card

20. Beginning in the 1980s, American Express offered to a small number of its high net-worth card members a black plastic card containing special customer service numbers. This card was not a credit or charge card; it was solely for the purpose of providing information. Nonetheless, rumors began to circulate that American Express was offering a secret “Black Card” charge card to certain individuals. These rumors continued to circulate, including in a *Wall Street Journal* article, for more than a decade.

21. By the late 1990s, American Express decided to capitalize on the persistent rumors of a secret “Black Card” by the introduction of a brand new product which it called the Centurion Card – a black-colored charge card available by invitation only, offered only to existing American Express customers who possessed a high net worth and had exhibited a continued high level of spending with their existing American Express cards. American Express launched its Centurion Card in the United Kingdom in 1998 and in the United States in 1999.

22. In its 1999 initial letter inviting select U.S. card members to apply for the Centurion Card, American Express described the Centurion Card as “the black card,” referred to the persistent rumors of an American Express “black charge card,” and told invitees, “The black card may have started out as a rumor. However, now you have a chance to become one of the first, and I might add, one of the few, to actually carry the legendary black card – the Centurion Card from American Express.”

23. While American Express decided to officially call the card “Centurion Card” and to register that name as a service mark in 2001, it fully intended and indeed planned that the general public would refer to the card as “the Black Card”, both because of the long-standing

rumors of a black American Express card, and because other American Express charge cards are named after and frequently referred to by their respective colors.

The Centurion Card Is Widely Known as the Black Card

24. American Express's intent that the public would react proved correct: the Centurion Card did indeed become widely known as the Black Card, and is referred to in popular culture as the Black Card. For example:

- In Lauren Weisberger's 2005 novel *Everyone Worth Knowing*, a character pays for dinner with a Centurion Card, and the narrator comments: "There it was, the mythical American Express black card. Available by invitation only...."
- In the television series *Studio 60 on the Sunset Strip*, one character attempted to pay another character's bail with his "American Express Black."
- In the television series *Entourage*, one of the characters is described as "living off his Black Card."
- The song "Better Than Yours" by multi-Grammy-winning artist Kanye West features the lyrics: "Oh my God is that a Black Card? I turned around and replied, why yes but I prefer the term African American Express." In another song, "Who Gon Stop Me," Mr. West raps: "Extend the beat, Noah, two seats in the 911, no limit on the Black Card."
- The song "Kiss My Black AmEx" by Draft featuring F.R.E.A.K. contains the lyrics: "I got mad bucks I hit the stash up and spend that cash up and use my new black Amex card for backup."

25. Journalists also frequently refer to the Centurion Card as the Black Card. For example,

- On January 25, 2011, *Forbes* published a story titled “Amex Reveals Details About Its Secretive Centurion Card,” which began with the sentence, “The American Express Centurion Card (aka the Black Card) is the Bugatti of credit cards—few can afford it and if you see one in public you’ll probably stop and stare.”
- On January 24, 2011, *The New York Times* published an article by Paul Sullivan, entitled “American Express’s New Service for Its Wealthiest Cardholders” which reported: “Holders of the Centurion Card, more commonly known as the black card, will be able to negotiate the price of a car through the Centurion Website....”
- On July 8, 2011, *The Wall Street Journal* published an article by Mike Ramsey, titled “Have a Black Card? Buy a Hyundai” which reported “American Express Centurion Cardholders – those people who are rich enough that they are offered a “Back Card” with a nearly unlimited line of credit and a host of other niceties – buy Hyundais at a disproportionately high rate compared with other cars.”
- On October 5, 2010, the website *style.mtv.com* published an article called “Nelly Wants You To Know He Has Good Credit,” which included a photo of the rapper Nelly wearing necklaces made of American Express cards. As the article explained, “There was the invitation-only Black card, a Gold card, and the Platinum card.”

- On August 8, 2004, *BusinessWeek* magazine published an article about the Centurion Card titled “This Black Card Gives You Carte Blanche.”
- The Calcutta, India newspaper *Business Standard* published an article on June 19, 2013, that began with the line, “American Express Banking Corp, which offers the fabled ‘black card’ to the world’s wealthiest, plans to also introduce a credit card for mid-income groups in India by the end of this week.”

26. The Centurion Card is also widely referred to as the Black Card on websites, blogs, and fan pages. For example,

- A July 14, 2011 post on the website www.dailyfinance.com appears under the headline, “American Express ‘Black’: The World's Most Exclusive Charge Card.” <http://www.dailyfinance.com/2011/07/11/american-express-black-the-worlds-most-exclusive-charge-card/>
- A June 4, 2010 post on Yahoo! Finance is titled “How to Get the Amex Black Card.” http://finance.yahoo.com/news/pf_article_109721.html
- A post on a blog called CreditCardForum is titled “American Express Black Card Requirements,” and explains the fees and benefits associated with the Centurion Card. <http://creditcardforum.com/blog/american-express-black-card-requirements/>

27. American Express has also engaged in product placement of the “Black Card” in films.

28. As these many unsolicited references and purposeful American Express cultivation of those references suggest, the general public closely associates the term “Black

Card” with American Express, the Centurion Card, and the related services provided by American Express in association with that card.

29. Centurion card members themselves frequently refer to their cards as the “Black Card” when contacting American Express or its concierge service; representatives of the third-party vendor providing those concierge services to Centurion card holders also frequently refer to it as the Black Card; and American Express employees frequently refer to it as the Black Card, both internally and externally.

30. The fact that the general public calls the Centurion Card the “Black Card” gives rise to protectable trademark rights in “Black Card” that inure to American Express.

31. As a result of American Express’s activities as above-described, it has acquired common law trademark rights in the “Black Card” name and mark.

AMEX’s Licensing of the BLACKCARD Mark

32. In 2008, a company called Black Card LLC launched a black Visa card bearing the words “Black Card.” Black Card LLC’s predecessor in interest had applied for a trademark registration for the mark “BLACKCARD” in International Class 36 for credit and debit card services, and in April 2009, the PTO granted Trademark Registration No. 3613898 to Black Card LLC.

33. On February 26, 2010, American Express filed an action against Black Card LLC in the United States District Court for the Southern District of New York alleging, *inter alia*, trademark infringement and seeking cancellation of Black Card LLC’s registered mark.

34. On November 17, 2011, the United States District Court for the Southern District of New York rejected Black Card LLC’s counterclaim in that action, seeking a declaratory

judgment that American Express had never used the Black Card mark, expressly finding that American Express had used and had protectable rights in the BLACKCARD mark.

35. American Express and Black Card LLC subsequently entered a settlement agreement which provided, *inter alia*, for an assignment of the BLACKCARD name and mark and the goodwill therein to AMEX M&D, which assignment was duly recorded in the PTO for U.S. Trademark Registration No. 3613898 for the mark “BLACKCARD” in International Class 36 for credit and debit card services on February 17, 2012. AMEX M&D continues to be the owner of said Registration.

36. By means of the same written assignment, Black Card LLC assigned to AMEX M&D all right, title and interest in the following use-based trademark applications: Trademark Application No. 77654245 in International Classes 35, 36, 39, 41, 42, 43, 44, and 45 for the mark “Black Card Concierge”; Trademark Application No. 77627276 in International Classes 35, 36, 39, 41, 43, and 45 for the mark “Black Card”; and Trademark Application No. 77661119 in International Classes 35, 36, 39, 41, 42, 43, 44, and 45 for the mark “Black”.

37. As part of the aforesaid settlement agreement, AMEX M&D licensed, pursuant to certain conditions, the right to use the BLACKCARD mark to Black Card LLC, which continues to use that mark for credit card and concierge services under and pursuant to the terms of that license agreement to date.

38. Collectively, American Express’s registered trademarks, unregistered trademarks, trademark applications and the use by its licensee of the words “Black” or “Black Card”, constitute a family of marks all including the dominant words “Black Card”, and are referred to herein as the “Black Card Marks.”

Defendants' Adoption and Purported Use of Infringing Marks

39. Defendants have used and/or are using marks containing the words “Black Card” in interstate commerce by providing services over a number of websites accessible throughout the United States.

40. Defendant Blackcardstatus LLC operates the websites www.blackcardstatus.com (also accessible via the URL www.blackcardlifestyle.com) and www.blackcardstatus.net. Prior to July 12, 2013, visitors to either website saw the words “On the jet. Be back later” in block capital letters. In smaller letters, the visitor was encouraged to “[e]nter your email [in a box] for early access to a private world of opulence and access,” and below that box were the words “blackcardstatus Access to a Private World of Opulence and Excess.” When that visitor typed in his or her email address, he or she received an email but no access to any content. A copy of the blackcardstatus.com website at that time is annexed hereto as Exhibit A.

41. Upon information and belief, defendant Blackcardstatus LLC owns and operates many other websites that contain “Black Card” in their name, including, but are not limited to:

- Blackcardvc.com
- Blackcardventurecapital.com
- Blackcardinvest.com
- Blackcardcares.com
- Blackcardcares.org
- Blackcardcollection.com
- Blackcardlifemag.com
- Blackcardpr.com
- Blackcardlifestyle.com
- Blackcardmail.com
- Blackcardpics.com
- Blackcardproperties.com
- Blackcardtweets.com
- Blackcardvideos.com
- Blackcardvids.com

Defendants' website at <http://blackcardcollection.com/> (also accessible using the URL www.blackcardproperties.com) until recently contained links to all of defendants' aforementioned "black card" websites.

42. Upon information and belief, on or about July 12, 2013, defendants for the first time placed original content on the blackcardstatus.com website. A copy of selected pages from the blackcardstatus.com website as of August 1, 2013 is annexed hereto as Exhibit B. On the "About" page of that website, defendant Graziano stated, "I am Founder/CEO of; BCPR®, a global innovation firm. I help create and bring to market meaningful products, services, and experiences. I'm a consultant to high-tech corporations, focused on business management, networking, and building brand awareness through strategic marketing. BCVC® a Venture Capital Firm with a proven management style to build successful companies and create exceptional shareholder value. BCC™ a charitable giving organization, we raise awareness for not-for-profit organizations that promote self-reliance and sustainability. Our work empowers the marginalized and the voiceless in society. Creator of BCMAG™, an eco-friendly online magazine featuring trending headlines from around the world; dedicated to European aesthetics, blackcardmag is an ongoing curation of art, design, photography, beauty and fashion." Ex. B at 22-23. Upon information and belief, defendants removed the ® and ™ symbols from the page on or about August 2, 2013.

43. Upon information and belief, the statements in the above paragraph regarding the existence and nature of defendant Graziano's purported businesses are entirely false, as are various other statements that have appeared on defendants' websites – all maintained under and trading upon AMEX's BLACKCARD name and mark – as detailed below.

False Statements and Misrepresentations on Defendants' Websites

44. Until on or about August 2, 2013, the website at www.blackcardvc.com (also accessible via the URLs www.blackcardventurecapital.com and www.blackcardinvest.com) claimed that defendants were in the business of providing venture capital to entrepreneurs, generally a high net worth business of the type that might be owned by AMEX Centurion Card holders. Relevant pages from the blackcardvc.com are annexed hereto as Exhibit C. Upon information and belief, defendants are not engaged in the venture capital business and this statement is consequently false and misleading.

45. Until on or about August 2, 2013, the "Meet the Team" page on that same website (<http://blackcardvc.com/executiveteam.html>) includes photographs and biographies of Graziano (listed only as "Joe") and several of his purported "team" members. Ex. C at 8-10. Upon information and belief, the photos and the copy on that page of the website had been lifted from other websites unaffiliated with defendants:

- The photo of the team member supposedly named "Jeremy" in fact depicts Tom Patterson, founder of a men's underwear company called Tommy John (<http://www.stanleykorshak.com/?id=94>). A copy of Mr. Patterson's profile on the website LinkedIn (http://www.linkedin.com/profile/view?id=9776730&authType=NAME_SEA_RCH&authToken=Q4Fn&locale=en_US&srchid=197236591373397858654&srchindex=6&srchttotal=412&trk=vsrp_people_res_name&trkInfo=VSRPsearchId%3A197236591373397858654%2CVSRPtargetId%3A9776730%2CVSRPcmpt%3APrimary), featuring the identical photo, is annexed hereto as Exhibit D. That profile does not mention any connection between Mr. Patterson and BCVC, nor does any of Mr. Patterson's educational or employment history match that of "Jeremy" on defendants' website.
- The photo of the team member supposedly named "Anise" in fact depicts a Philadelphia real estate agent named Amber Kedar (<http://philadelphiarealestatehub.com/amber-kedar/>). A copy of Ms. Kedar's profiles from philadelphiarealestatehub.com and LinkedIn, both featuring the identical photo, are annexed hereto as Exhibit E. These profiles do not mention any connection with BCVC, nor does any of Ms. Kedar's educational or employment history match that of "Anise" on defendants' website.

- The team members' biographies appear to be copied in large part from the biographies of employees of Great Oaks Venture Capital ("GOVC") in New York, New York. "Matthew's" biography includes the education and work experience of GOVC partner John Philosophos; "Anise's" biography includes the education and work experience of GOVC principal, CFO, and investment analyst Celine Kwok; and "Jeremy's" biography includes the education and work experience of GOVC managing partner Ben Lin. Copies of the relevant GOVC biographies are annexed hereto as Exhibit F.
- All of the written material on the "Strategy" page of this website, as well as much of the material on the home page, appears to have been lifted wholesale from the website of a venture capital company called .406 Ventures, located in Boston, Massachusetts. Copies of the .406 Ventures pages on which the material originally appeared are annexed hereto as Exhibit G. (Indeed, although defendants changed references to ".406 Ventures" to "BCVC," they neglected to do so in one instance. See Ex. C at 7.)

46. The same evidence of fabrication and plagiarism appeared until on or about August 2, 2013, at defendants' website at www.blackcardcares.org (also accessible via the URL www.blackcardcares.com). At this website (selected pages from which are annexed hereto as Exhibit H), the home page and "Donate" page contained material that appears to have been copied verbatim from the website of an organization called the Black Card Circle Foundation (selected pages of which are annexed hereto as Exhibit I), and the "Charitable Fund Management" page (Ex. H at 4-5) contains material from the website of an organization called Eiris (relevant pages from which are annexed hereto as Exhibit J).

47. Until on or about August 2, 2013, another of defendants' websites, www.blackcardpr.com, described a venture called Black Card Media, which purports to offer to businesses a basket of services including industrial design and brand strategy. Pages from the www.blackcardpr.com website are annexed hereto as Exhibit K. Almost all of the text that appeared on this website appears to be copied from a website for an industrial design company called "frog," headquartered in San Francisco, with offices in Amsterdam, Austin, Boston,

Johannesburg, Kiev, Milan, Munich, New York, Seattle, Shanghai, and Vinnytsya, and a website at www.frogdesign.com. Selected pages from the frogdesign.com website are annexed hereto as Exhibit L. The video that appeared until on or about August 2, 2013 on the www.blackcardpr.com home page falsely communicating that Black Card Media has done projects involving Bloomberg, Estee Lauder, Disney Baby, and Sephora, among many other companies) also appears to have been copied from the frog website at <http://www.frogdesign.com/work>.

48. Defendants also held themselves out as a 501(c)(3) charitable organization, soliciting tax deductible contributions on the web page at <http://blackcardcares.org/donate.html> (although the “Donate” button appears to be non-functional). Ex. H at 7-8. No organization called “Black Card Cares” or “Blackcardcares”, however, appears in the Internal Revenue Service’s “Select Check” database at <http://www.irs.gov/Charities-&-Non-Profits/Exempt-Organizations-Select-Check>.

49. Upon information and belief, as a direct result of a demand letter sent by American Express on August 1, 2013, defendants disabled access to the content on the blackcardvc.com, blackcardcares.org, blackcardpr.com, and related websites on or about August 2, 2013, and redirected visitors to those websites to the blackcardstatus.com website.

50. Until on or about August 2, 2013, Defendants were also misrepresenting on their website at blackcardstatus.com that they hold federal trademark registrations for “BCPR” and “BCVC,” neither of which is a live federal trademark registered to defendants or anyone else, as defendants well know. *See* Ex. B at 22.

Defendants' Infringing Use of the BLACKCARD Mark is Likely to Injure American Express and Cause Public Deception

51. Defendants also appear to be using marks confusingly similar to the Black Card Marks on social media, including

- a Facebook page at <https://www.facebook.com/blackcardstatus?fref=ts>
- a Twitter account at <https://twitter.com/blackcardstatus> (79,869 followers)
- an Instagram account at <http://instagram.com/blackcardstatus#> (428,262 followers)
- a YouTube page at <http://www.youtube.com/blackcardvids>

These pages link “Blackcardstatus” to luxury goods such as Lamborghini and Bentley automobiles, Moet and Dom Perignon champagne, Dolce & Gabbana and Saint Laurent clothing, and Hermes accessories – all highly priced goods connoting the self-same exclusivity associated with American Express Centurion Card holders.

52. Defendants’ use of the BLACKCARDSTATUS mark and domain name and the other domain names and marks described above, have damaged and injured American Express and, if permitted to continue, will further damage and injure American Express, its Black Card Marks, American Express’s reputation and the goodwill associated with the Black Card Marks, and the public interest in being free from confusion.

53. Defendants’ warehousing of multiple domain names incorporating the words “BLACKCARD”, their blatant copying from unrelated websites on their own websites, and their false claims on those websites, are all evidence of defendants’ bad faith intent to profit from the registration of the websites, rather than from the services, and all inure to the detriment of American Express.

54. Defendants' above-described uses of variants of American Express's BLACKCARD name and mark and the false and misleading statements on their various websites are likely to lead the general public to believe that defendants' websites emanate from, or are sponsored by or affiliated with American Express, when in truth and in fact that they are not.

55. The public is likely to believe that defendants' claimed charitable foundation emanates from or is sponsored by or affiliated with American Express.

56. That defendants claim to be venture capitalists and brand strategists for Fortune 500 companies, and that they have "black card *status*", all exacerbate the likely public association between the defendants and their activities on the one hand, and American Express and its Black Card or Centurion card, on the other.

Defendants' Attempts to Register the BLACKCARDSTATUS Mark

57. On December 12, 2012, defendant Blackcardstatus LLC applied to register the word mark "BLACKCARDSTATUS" in International Class 41 for "Entertainment in the nature of providing an informational and entertainment website in the fields of celebrity gossip, entertainment, sports and fitness," claiming it commenced use of that mark at least as early as November 26, 2012. The required specimen of use defendants submitted with their application was the "On the Jet. Be Back Later" homepage of www.blackcardstatus.com. (Ex. A).

58. On February 14, 2013, the PTO notified defendants by Office Action that it appeared from the wording of the "On the Jet. Be Back Later" homepage, that defendants were not yet offering the identified entertainment services to consumers and that their use-based application was therefore defective. That same day, defendants responded claiming that "the website was undergoing a refresh; we are constantly working to update and provide new content. The services *were* being rendered in commerce . . . as of the filing date of the application."

The PTO accepted this submission and, on April 9, 2013, published the Blackcardstatus mark for opposition.

59. Upon information and belief, no content regarding celebrity gossip, entertainment, or sports and fitness appeared on the blackcardstatus.com website at the time of defendants' trademark application, as of the date that defendants represented to the PTO that they first began using the mark in commerce, or at the time that defendants informed the PTO that the website was "undergoing a refresh." Indeed, virtually no content at all appeared on this website prior to July 12, 2013, when the above-described false, misleading and imported content first appeared on any of defendants' "BLACKCARDSTATUS" websites.

60. Upon information and belief, several of the representations made by Mr. Graziano in materials he submitted to the Trademark Trial and Appeal Board on behalf of Blackcardstatus LLC – including his representation that he was using the mark BLACKCARDSTATUS in commerce – were false at the time submitted. Upon further information and belief, Mr. Graziano knew at the time that they were false and submitted the false information in order to mislead the Trademark Trial and Appeal Board. Thus, upon information and belief, the entire premise of Blackcardstatus LLC's use-based application is wholly false.

61. On May 1, 2013, plaintiffs requested and were granted an extension of time until August 7, 2013 to oppose defendants' application for the Blackcardstatus mark at the Trademark Trial and Appeal Board.

62. On August 7, 2013, plaintiffs filed and served an opposition to defendants' application for the Blackcardstatus mark with the Trademark Trial and Appeal Board.

AMEX Demands Defendants Cease and Desist

63. On February 20, 2013, plaintiffs' outside trademark counsel wrote to defendant Graziano expressing American Express's concern regarding defendants' activities using "BLACKCARDSTATUS" as a company name, trademark, domain name, and on the website blaccardstatus.com. The letter sought "further information regarding your company's purpose, its current or intended service or product offerings, and its target consumers," as well as any flyers, advertisements, newsletters, or mailings.

64. Defendant Graziano responded by email on behalf of himself and Blackcardstatus LLC that same day advising that "the purpose of the website will be to provide reviews on luxury goods. Including, but not limited to, expensive watches, sports cars, champagne, cigars, etc. It will also include photos and blog entries of opulent and decadent vacations and experiences that the average person might not experience in a lifetime." Graziano stated that "it is possible that some of the experiences we document [on the website] may involve" some of his friends using Centurion cards.

65. Graziano's explanation of his intent to link his websites to the American Express Centurion Card demonstrates that defendants' adoption of "black card" as the dominant part of their trade name, trademark, and domain names was not fortuitous, but rather that defendants consciously and intentionally chose "blackcardstatus" in order to capitalize on the name and reputation of American Express's BLACKCARD trademark and its related services offered under that name and mark.

66. By letter dated March 4, 2013, plaintiffs' counsel advised defendants that their use was precisely the type of use that was likely to cause public confusion and demanded that defendants refrain from launching their website, using the BLACKCARDSTATUS name and

mark or “anything else incorporating or confusingly similar” to American Express’s BLACKCARD trademark.

67. Plaintiffs’ counsel followed up by emails on March 18, March 25, April 1, April 8, and May 2, before Mr. Graziano finally replied on May 2, refusing to cease and desist or to withdraw defendants’ trademark application.

68. By a letter dated August 1, 2013, plaintiffs’ counsel advised defendants that their use of trademarks, trade names, and domain names containing the words “black card” infringed American Express’s rights under federal, state, and common law, and demanded that defendants cease and desist from all such uses and withdraw their trademark application. By an email dated August 7, 2013, plaintiffs’ counsel reiterated these demands. Defendants have not replied to that August 1, 2013 letter or that August 7, 2013 email to date.

**AS AND FOR A FIRST CLAIM FOR RELIEF
(Trademark Infringement Under Section 32(a) of the Lanham Act)**

69. Plaintiffs repeat and reallege paragraphs 1 through and including 68 set forth hereinabove, as if the same were fully set forth herein.

70. American Express owns a valid and protectable federally registered trademark for “BLACKCARD”, Trademark Registration No. 3613898 in Class 36 for credit and debit card services.

71. The Black Card Marks have acquired secondary meaning.

72. Defendants are using in commerce in connection with services a number of marks that are confusingly similar in sound, appearance, and meaning to American Express’s federally registered “BLACKCARD” mark.

73. The services offered by defendants are competitive with and/or directly related to goods and services offered by American Express under its “BLACKCARD” mark, including American Express’s magazines and its entertainment-related and concierge services.

74. Defendants’ actions as alleged herein are likely to cause confusion or mistake or to deceive as to the origin, sponsorship, or approval of defendants’ services, and thus constitute infringement of American Express’s federally registered trademark in violation of Section 32(a) of the Lanham Act, 15 U.S.C. § 1114(1).

75. Defendants have acted and/or continue to act intentionally, willfully, and with full knowledge of American Express’s rights. This case is exceptional within the meaning of 15 U.S.C. § 1117.

76. As a direct and proximate result of defendants’ intentional acts as alleged herein, plaintiffs have been injured and/or will continue to be injured, in an amount presently unknown and to be determined at time of trial.

77. Plaintiffs are entitled to a preliminary and a permanent injunction because the injury that plaintiffs have suffered, are suffering, and will continue to suffer unless defendants’ acts of infringement are enjoined as requested herein is irreparable; plaintiffs have no adequate remedy at law; considering the balance of hardships between plaintiffs and defendants, a remedy in equity is warranted; and the public interest would not be disserved by a permanent injunction.

**AS AND FOR A SECOND CLAIM FOR RELIEF
(Trademark Infringement, False Designation of Origin, and
Unfair Competition Under Section 43(a) of the Lanham Act)**

78. Plaintiffs repeat and reallege paragraphs 1 through and including 68, and 70 through and including 77, set forth hereinabove, as if the same were fully set forth herein.

79. The Black Card Marks have acquired secondary meaning.

80. Defendants' actions as alleged herein are likely to confuse consumers as to the origin, sponsorship, or approval of defendants' services and commercial activities, and the affiliation, connection, or association between defendants' and plaintiffs' services, and thus constitute trademark infringement, false designation of origin, and unfair competition with respect to American Express's Black Card Marks in violation of Section 43(a) of the Lanham Act, 15 U.S.C. § 1114(1).

81. As a direct and proximate result of defendants' intentional acts as alleged herein, plaintiffs have been injured and/or will continue to be injured, in an amount presently unknown and to be determined at time of trial.

82. Defendants acted and/or continue to act intentionally, willfully, and with full knowledge of American Express's rights. This case is exceptional within the meaning of 15 U.S.C. § 1117.

83. Plaintiffs are entitled to a preliminary and a permanent injunction because the injury that plaintiffs have suffered, are suffering, and/or will continue to suffer unless defendants' acts of infringement are enjoined as requested herein is irreparable; plaintiffs have no adequate remedy at law; considering the balance of hardships between plaintiffs and defendants, a remedy in equity is warranted; and the public interest would not be disserved by a permanent injunction.

**AS AND FOR A THIRD CLAIM FOR RELIEF
(Trademark Cyberpiracy Under Section 43(d) of the Lanham Act)**

84. Plaintiffs repeat and reallege paragraphs 1 through and including 68 set forth hereinabove, as if the same were fully set forth herein.

85. Defendants' actions as alleged herein constitute cyberpiracy under the Lanham Act, 15 U.S.C. § 1125(d).

86. Defendants registered and are using domain names that are confusingly similar to American Express's Black Card Marks and that incorporate American Express's federally registered "BLACKCARD" mark in its entirety.

87. The Black Card Marks have acquired secondary meaning and are distinctive, and were distinctive and/or famous at the time Defendant registered each of the Infringing Domain Names.

88. Defendants' registration and use of the domain names hereinabove described are likely to cause consumers to believe erroneously that defendants' websites are sponsored, approved, or endorsed by, or otherwise affiliated with, American Express and its Centurion or "Black Card".

89. Defendants possess the bad faith intent to profit from the public's association of the Black Card Marks with American Express and its Centurion or Black Card. Defendants' bad faith intent is evidenced by their lack of rights in the marks at issue; their lack of prior use of the marks in any bona fide offering of goods and services; their admitted intent to associate their activities with the American Express Centurion or Black Card; and their registration of multiple domain names that they know are confusingly similar to American Express's Black Card Marks.

90. As a direct and proximate result of defendants' intentional acts as alleged herein, plaintiffs have been injured and/or will continue to be injured, in an amount presently unknown and to be determined at time of trial.

91. Defendants have acted and/or continue to act intentionally, willfully, and with full knowledge of American Express's rights. This case is exceptional within the meaning of 15 U.S.C. § 1117.

92. Plaintiffs are entitled to a preliminary and a permanent injunction restraining further acts of cyberpiracy and transferring defendants' domain names to plaintiffs, because the injury that plaintiffs have suffered, are suffering, and/or will continue to suffer unless defendants' acts of infringement are enjoined as requested herein is irreparable; plaintiffs have no adequate remedy at law; considering the balance of hardships between plaintiffs and defendants, a remedy in equity is warranted; and the public interest would not be disserved by a permanent injunction.

**AS AND FOR A FOURTH CLAIM FOR RELIEF
(Common Law Trademark Infringement and Unfair Competition)**

93. Plaintiffs repeat and reallege paragraphs 1 through and including 68, set forth hereinabove, as if the same were fully set forth herein.

94. Defendants' actions as alleged herein constitute common law trademark infringement and common law unfair competition.

95. Defendants' actions as alleged herein are likely to cause confusion and deception in the consuming public and have caused and are likely to cause American Express actual injury or damage.

96. The Black Card Marks have acquired secondary meaning.

97. Defendants have used and/or continue to use in commerce marks that are confusingly similar in sound, appearance, and meaning to American Express's Black Card Marks, notwithstanding the fact that each of them knew that American Express is the rightful owner of those marks, in order to trade upon and profit from American Express's reputation and goodwill associated with the Black Card Marks.

98. Defendants have acted and/or are acting with predatory intent and in bad faith.

99. Plaintiffs are entitled to an award of actual damages in an amount presently unknown and to disgorgement of defendants' infringing profits.

100. Plaintiffs seek punitive damages for defendants' gross, wanton, and willful fraud and morally culpable conduct.

101. Plaintiffs are entitled to a preliminary and a permanent injunction because the injury that plaintiffs have suffered, are suffering, and/or will continue to suffer unless defendants' acts of infringement are enjoined as requested herein is irreparable; plaintiffs have no adequate remedy at law; considering the balance of hardships between plaintiffs and defendants, a remedy in equity is warranted; and the public interest would not be disserved by a permanent injunction.

**AS AND FOR A FIFTH CLAIM FOR RELIEF
(Trademark Dilution Under N.Y. Gen. Bus. Law 360-l)**

102. Plaintiffs repeat and reallege paragraphs 1 through and including 68, set forth hereinabove, as if the same were fully set forth herein.

103. Defendants' actions as alleged herein constitute trademark dilution in violation of N.Y. Gen. Bus. Law § 360-l.

104. The Black Card Marks are well known and distinctive as indicators of source for American Express and its Centurion Card services.

105. Defendants' use of the Black Card Marks on their websites and for their venture capital and industrial design businesses is likely to and actually dilutes and blurs the distinctiveness of American Express's Black Card Marks.

106. Defendants' false statements on their "blackcard" websites and the business activities they claim to conduct on those websites are likely to and actually dilute and tarnish the American Express Black Card Marks.

107. As a direct and proximate result of defendants' intentional acts as alleged herein, plaintiffs have been injured and/or will continue to be injured, in an amount presently unknown and to be determined at time of trial.

108. Plaintiffs are entitled to a preliminary and a permanent injunction because the injury that plaintiffs have suffered, are suffering, and/or will continue to suffer unless defendants' acts of infringement are enjoined as requested herein is irreparable; plaintiffs have no adequate remedy at law; considering the balance of hardships between plaintiffs and defendants, a remedy in equity is warranted; and the public interest would not be disserved by a permanent injunction.

**AS AND FOR A SIXTH CLAIM FOR RELIEF
(Trademark Dilution Under 54 Pa. Cons. Stat. § 1124)**

109. Plaintiffs repeat and reallege paragraphs 1 through and including 68, set forth hereinabove, as if the same were fully set forth herein.

110. Defendants' actions as alleged herein constitute trademark dilution in violation of 54 Pa. Cons. Stat. § 1124.

111. The Black Card Marks are famous in this Commonwealth as indicators of source for American Express and its Centurion Card services.

112. Defendants' use of the Black Card Marks on their websites and for their venture capital and industrial design businesses began after the Black Card Marks became famous in this Commonwealth.

113. Defendants' use of the Black Card Marks on their websites and for their venture capital and industrial design businesses causes dilution of and blurs the distinctive quality of American Express's Black Card Marks.

114. Defendants' false statements on their "blackcard" websites and the business activities they claim to conduct on those websites dilute and tarnish the American Express Black Card Marks.

115. Defendants willfully intended to trade on plaintiffs' reputation and to cause dilution of plaintiffs' famous mark

116. As a direct and proximate result of defendants' intentional acts as alleged herein, plaintiffs have been injured and/or will continue to be injured, in an amount presently unknown and to be determined at time of trial.

117. Plaintiffs are entitled to a preliminary and a permanent injunction because the injury that plaintiffs have suffered, are suffering, and/or will continue to suffer unless defendants' acts of infringement are enjoined as requested herein is irreparable; plaintiffs have no adequate remedy at law; considering the balance of hardships between plaintiffs and defendants, a remedy in equity is warranted; and the public interest would not be disserved by a permanent injunction.

**AS AND FOR A SEVENTH CLAIM FOR RELIEF
(Fraud on the United States Patent and Trademark Office)**

118. Plaintiffs repeat and reallege paragraphs 1 through and including 68, set forth hereinabove, as if the same were fully set forth herein.

119. Defendants' actions as alleged herein constitute fraud on the United States Patent and Trademark Office.

120. In Trademark Application No. 85/801,419, submitted to the PTO on December 12, 2012, defendants falsely claimed that they were using the BLACKCARDSTATUS mark in commerce and had been doing so at least as early as November 26, 2012.

121. In their February 14, 2013 submission to the PTO, defendants reiterated their false claim that they were using the BLACKCARDSTATUS in commerce and had been doing so at least as early as November 26, 2012.

122. On information and belief, at no time prior to July 12, 2012 did defendants use the BLACKCARDSTATUS mark in connection with the offering of any goods or services in commerce.

123. Plaintiffs are entitled to a preliminary and a permanent injunction requiring defendants to withdraw their application, because the injury that plaintiffs have suffered, are suffering, and/or will continue to suffer unless defendants' actions are enjoined as requested herein is irreparable; plaintiffs have no adequate remedy at law; considering the balance of hardships between plaintiffs and defendants, a remedy in equity is warranted; and the public interest would not be disserved by a permanent injunction.

PRAYER FOR RELIEF

Wherefore, plaintiffs respectfully request that this Court enter judgment as follows:

1. Preliminarily and permanently enjoining defendants and all those acting at their direction or pursuant to their control from:

- a. Registering, applying to register, or maintaining a registration for the "BLACKCARDSTATUS" mark or domain name, or any mark or domain name relating to, containing, or suggesting the Black Card Marks, including but not limited to "BLACKCARDVC", "BLACKCARDVENTURECAPITAL", "BLACKCARDINVEST", "BLACKCARDCARES", "BLACKCARDCOLLECTION", "BLACKCARDLIFEMAG," "BLACKCARDPR", "BLACKCARDLIFESTYLE", "BLACKCARDMAIL",

“BLACKCARDPICS”, “BLACKCARDPROPERTIES”,
“BLACKCARDTWEETS”, BLACKCARDVIDEOS”, or
“BLACKCARDVID”, or any other mark belonging to American Express;

- b. Using the “BLACKCARDSTATUS” mark or domain name, or any mark or domain name relating to, containing, or suggesting the Black Card Marks, including but not limited to “BLACKCARDVC”, “BLACKCARDVENTURECAPITAL”, “BLACKCARDINVEST”, “BLACKCARDCARES”, “BLACKCARDCOLLECTION”, “BLACKCARDLIFEMAG,” “BLACKCARDPR”, “BLACKCARDLIFESTYLE”, “BLACKCARDMAIL”, “BLACKCARDPICS”, “BLACKCARDPROPERTIES”, “BLACKCARDTWEETS”, BLACKCARDVIDEOS”, or “BLACKCARDVID”, or any other mark belonging to American Express;
- c. Representing, by any means whatsoever, that any services offered, advertised, promoted, marketed, or sold by defendants are offered by or affiliated with American Express; or
- d. Doing any other act or thing calculated or likely to cause confusion or mistake in the minds of the public or prospective consumers of American Express’s services as to the source of defendants’ services;
- e. Otherwise unfairly competing with American Express.

2. Directing defendants to transfer to American Express ownership of the registrations for the domain name blackcardstatus.com and any other domain names containing the words “black card”;

3. Directing defendants to remove any social media account, username, nickname, or handle containing the words “Black Card”, or to rename such account, username, nickname, or handle to remove the words “Black Card”;

4. Directing defendants to take affirmative steps to dispel the false impressions that have been heretofore created by the use of marks and domain names confusingly similar to the Black Card Marks;

5. Directing defendants to withdraw their application for a federal trademark for the mark “BLACKCARDSTATUS”;

6. Awarding damages to plaintiffs in an amount to be ascertained at time of trial;

7. Ordering defendants to account and pay to plaintiffs all profits and advantages gained from defendants’ wrongful acts, and, in accordance with such accounting, award American Express three times such profits or three times American Express’s damages (whichever is greater), pursuant to 15 U.S.C. § 1117;

8. Awarding statutory damages to plaintiffs pursuant to 15 U.S.C. § 1117(d);

9. Awarding punitive damages to plaintiffs for defendants’ acts of common law trademark infringement and common law unfair competition;

10. Awarding to plaintiffs their reasonable attorneys’ fees and disbursements in this action, pursuant to 15 U.S.C. § 1117; and

11. Granting plaintiffs such other and further relief as to this Court shall seem just and proper.

Plaintiffs request a jury trial.

Dated: August 14, 2013

Respectfully submitted,

REED SMITH LLP
Reed Smith Centre
225 Fifth Avenue
Pittsburgh, PA 15222

By: s/ David R. Cohen
David R. Cohen (Pa I.D. No. 39540)

DAVIS WRIGHT TREMAINE LLP

Marcia B. Paul (*pro hac vice* application forthcoming)

Carolyn K. Foley (*pro hac vice* application forthcoming)

Camille Calman (*pro hac vice* application forthcoming)

Attorneys for American Express Marketing & Development Corp. and American Express Travel Related Services Company, Inc.
1633 Broadway 27th floor
New York, New York 10019
(212) 489-8230

EXHIBITS TABLE OF CONTENTS

Exhibit A	Blackcardstatus.com home page, July 11, 2013
Exhibit B	Blackcardstatus.com home page, August 1, 2013
Exhibit C	Selected pages from blackcard.vc website, August 1, 2013
Exhibit D	LinkedIn.com profile of Tom Patterson
Exhibit E	Philadelphiarealestatehub.com and LinkedIn.com profiles of Amber Kedar
Exhibit F	Selected biographies from Great Oaks Venture Capital website
Exhibit G	Selected pages from the .406 Ventures website
Exhibit H	Selected pages from the blackcardcares.org website, August 1, 2013
Exhibit I	Selected pages from the Black Card Circle Foundation website
Exhibit J	Selected pages from the Eiris.org website
Exhibit K	Selected pages from the blackcardcares.pr website, August 1, 2013
Exhibit L	Selected pages from the frogdesign.com website

JS 44 (Rev. 12/12)

CIVIL COVER SHEET

The JS 44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. *(SEE INSTRUCTIONS ON NEXT PAGE OF THIS FORM.)*

I. (a) PLAINTIFFS
 AMERICAN EXPRESS MARKETING & DEVELOPMENT
 CORP. AND AMERICAN EXPRESS TRAVEL RELATED
 SERVICES COMPANY, INC.
 (b) County of Residence of First Listed Plaintiff: **NEW YORK, NY**
(EXCEPT IN U.S. PLAINTIFF CASES)

(c) Attorneys (Firm Name, Address, and Telephone Number):
 Reed Smith LLP
 Reed Smith Centre
 225 Fifth Avenue
 Pittsburgh, PA 15222

DEFENDANTS
 BLACKCARDSTATUS LLC
 JOSEPH GRAZIANO
 County of Residence of First Listed Defendant: **ALLEGHENY, PA**
(IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE TRACT OF LAND INVOLVED.

Attorneys (if known):

II. BASIS OF JURISDICTION *(Place an "X" in One Box Only)*

1 U.S. Government Plaintiff

3 Federal Question *(U.S. Government Not a Party)*

2 U.S. Government Defendant

4 Diversity *(Indicate Citizenship of Parties in Item III)*

III. CITIZENSHIP OF PRINCIPAL PARTIES *(Place an "X" in One Box for Plaintiff and One Box for Defendant)*

	Plf	Def		Plf	Def
Citizen of This State	<input type="checkbox"/> 1	<input checked="" type="checkbox"/> 3	Incorporated or Principal Place of Business in This State	<input type="checkbox"/> 4	<input type="checkbox"/> 4
Citizen of Another State	<input checked="" type="checkbox"/> 2	<input type="checkbox"/> 2	Incorporated and Principal Place of Business in Another State	<input type="checkbox"/> 5	<input type="checkbox"/> 5
Citizen or Subject of a Foreign Country	<input type="checkbox"/> 3	<input type="checkbox"/> 3	Foreign Nation	<input type="checkbox"/> 6	<input type="checkbox"/> 6

IV. NATURE OF SUIT *(Place an "X" in One Box Only)*

CONTRACT	TORTS	FORFEITURE/PENALTY	BANKRUPTCY	OTHER STATUTES
<input type="checkbox"/> 110 Insurance <input type="checkbox"/> 120 Marine <input type="checkbox"/> 130 Miller Act <input type="checkbox"/> 140 Negotiable Instrument <input type="checkbox"/> 150 Recovery of Overpayment & Enforcement of Judgment <input type="checkbox"/> 151 Medicare Act <input type="checkbox"/> 152 Recovery of Defaulted Student Loans (Excludes Veterans) <input type="checkbox"/> 153 Recovery of Overpayment of Veteran's Benefits <input type="checkbox"/> 160 Stockholders' Suits <input type="checkbox"/> 190 Other Contract <input type="checkbox"/> 195 Contract Product Liability <input type="checkbox"/> 196 Franchise	PERSONAL INJURY <input type="checkbox"/> 310 Airplane <input type="checkbox"/> 315 Airplane Product Liability <input type="checkbox"/> 320 Assault, Libel & Slander <input type="checkbox"/> 330 Federal Employers' Liability <input type="checkbox"/> 340 Marine <input type="checkbox"/> 345 Marine Product Liability <input type="checkbox"/> 350 Motor Vehicle <input type="checkbox"/> 355 Motor Vehicle Product Liability <input type="checkbox"/> 360 Other Personal Injury <input type="checkbox"/> 362 Personal Injury - Medical Malpractice	<input type="checkbox"/> 625 Drug Related Seizure of Property 21 USC 881 <input type="checkbox"/> 690 Other LABOR <input type="checkbox"/> 710 Fair Labor Standards Act <input type="checkbox"/> 720 Labor Management Relations <input type="checkbox"/> 740 Railway Labor Act <input type="checkbox"/> 751 Family and Medical Leave Act <input type="checkbox"/> 790 Other Labor Litigation <input type="checkbox"/> 791 Employee Retirement Income Security Act IMMIGRATION <input type="checkbox"/> 462 Naturalization Application <input type="checkbox"/> 465 Other Immigration Actions	<input type="checkbox"/> 422 Appeal 28 USC 158 <input type="checkbox"/> 425 Withdrawal 28 USC 157 PROPERTY RIGHTS <input type="checkbox"/> 820 Copyrights <input type="checkbox"/> 830 Patent <input checked="" type="checkbox"/> 840 Trademark SOCIAL SECURITY <input type="checkbox"/> 861 HIA (1895-ff) <input type="checkbox"/> 862 Black Lung (923) <input type="checkbox"/> 863 DIWC/DIWW (405(g)) <input type="checkbox"/> 864 SSID Title XVI <input type="checkbox"/> 865 RSI (405(g)) FEDERAL TAX SUITS <input type="checkbox"/> 870 Taxes (U.S. Plaintiff or Defendant) <input type="checkbox"/> 871 IRS—Third Party 26 USC 7609	<input type="checkbox"/> 375 False Claims Act <input type="checkbox"/> 400 State Reapportionment <input type="checkbox"/> 410 Antitrust <input type="checkbox"/> 430 Banks and Banking <input type="checkbox"/> 450 Commerce <input type="checkbox"/> 460 Deportation <input type="checkbox"/> 470 Kickbacks, Influenced and Corrupt Organizations <input type="checkbox"/> 480 Consumer Credit <input type="checkbox"/> 490 Cable Sat. TV <input type="checkbox"/> 850 Securities Commodities Exchange <input type="checkbox"/> 890 Other Statutory Actions <input type="checkbox"/> 891 Agricultural Acts <input type="checkbox"/> 893 Environmental Matters <input type="checkbox"/> 895 Freedom of Information Act <input type="checkbox"/> 896 Arbitration <input type="checkbox"/> 899 Administrative Procedure Act Review or Appeal of Agency Decision <input type="checkbox"/> 950 Constitutionality of State Statutes
REAL PROPERTY	CIVIL RIGHTS	PRISONER PETITIONS		
<input type="checkbox"/> 210 Land Condemnation <input type="checkbox"/> 220 Foreclosure <input type="checkbox"/> 230 Rent Lease & Ejectment <input type="checkbox"/> 240 Torts to Land <input type="checkbox"/> 245 Tort Product Liability <input type="checkbox"/> 290 All Other Real Property	<input type="checkbox"/> 440 Other Civil Rights <input type="checkbox"/> 441 Voting <input type="checkbox"/> 442 Employment <input type="checkbox"/> 443 Housing Accommodations <input type="checkbox"/> 445 Amer w Disabilities Employment <input type="checkbox"/> 446 Amer w Disabilities Other <input type="checkbox"/> 448 Education	Habeas Corpus: <input type="checkbox"/> 463 Alien Detainee <input type="checkbox"/> 510 Motions to Vacate Sentence <input type="checkbox"/> 530 General <input type="checkbox"/> 535 Death Penalty Other: <input type="checkbox"/> 540 Maudanus & Other <input type="checkbox"/> 550 Civil Rights <input type="checkbox"/> 555 Prison Condition <input type="checkbox"/> 560 Civil Detainee - Conditions of Confinement		

V. ORIGIN *(Place an "X" in One Box Only)*

1 Original Proceeding 2 Removed from State Court 3 Remanded from Appellate Court 4 Reinstated or Reopened 5 Transferred from Another District *(specify)* 6 Multidistrict Litigation

VI. CAUSE OF ACTION

Cite the U.S. Civil Statute under which you are filing *(Do not cite jurisdictional statutes unless diversity)*
15 U.S.C. §1051 et seq.

Brief description of cause:

VII. REQUESTED IN COMPLAINT: CHECK IF THIS IS A CLASS ACTION UNDER RULE 23 F.R.C.P. DEMAND \$ _____ CHECK YES only if demanded in complaint
 JURY DEMAND: Yes No

VIII. RELATED CASE(S) IF ANY *(See instructions)* JUDGE _____ DOCKET NUMBER _____

DATE _____ SIGNATURE OF ATTORNEY OF RECORD _____

FOR OFFICE USE ONLY

RECEIPT #	AMOUNT	APPLYING IFP	JUDGE	MAG. JUDGE
-----------	--------	--------------	-------	------------

JS 44AREVISED June, 2009
IN THE UNITED STATES DISTRICT COURT FOR THE WESTERN DISTRICT OF PENNSYLVANIA
THIS CASE DESIGNATION SHEET MUST BE COMPLETED

PART A

This case belongs on the (Erie Johnstown **X**Pittsburgh) calendar.

1. **ERIE CALENDAR** - If cause of action arose in the counties of Crawford, Elk, Erie, Forest, McKean, Venang or Warren, OR any plaintiff or defendant resides in one of said counties.
2. **JOHNSTOWN CALENDAR** - If cause of action arose in the counties of Bedford, Blair, Cambria, Clearfield or Somerset OR any plaintiff or defendant resides in one of said counties.
3. Complete if on **ERIE CALENDAR**: I certify that the cause of action arose in _____ County and that the _____ resides in _____ County.
4. Complete if on **JOHNSTOWN CALENDAR**: I certify that the cause of action arose in _____ County and that the _____ resides in _____ County.

PART B (You are to check ONE of the following)

1. This case is related to Number _____ . Short Caption _____
2. **X** This case is not related to a pending or terminated case.

DEFINITIONS OF RELATED CASES:

CIVIL: Civil cases are deemed related when a case filed relates to property included in another suit or involves the same issues of fact or it grows out of the same transactions as another suit or involves the validity or infringement of a patent involved in another suit.

EMINENT DOMAIN: Cases in contiguous closely located groups and in common ownership groups which will lead themselves to consolidation for trial shall be deemed related.

HABEAS CORPUS & CIVIL RIGHTS: All habeas corpus petitions filed by the same individual shall be deemed related. All pro se Civil Rights actions by the same individual shall be deemed related.

PART C

1. **CIVIL CATEGORY** (Place x in only applicable category).

1. Antitrust and Securities Act Cases
2. Labor-Management Relations
3. Habeas corpus
4. Civil Rights
5. **X** Patent, Copyright, and Trademark
6. Eminent Domain
7. All other federal question cases
8. All personal and property damage tort cases, including maritime, FELA, Jones Act, Motor vehicle, products liability, assault, defamation, malicious prosecution, and false arrest
9. Insurance indemnity, contract and other diversity cases.
10. Government Collection Cases (shall include HEW Student Loans (Education), V A (Overpayment, Overpayment of Social Security, Enlistment Overpayment (Army, Navy, etc.), HUD Loans, GAO Loans (Misc. Types), Mortgage Foreclosures, SBA Loans, Civil Penalties and Coal Mine Penalty and Reclamation Fees.)

I certify that to the best of my knowledge the entries on this Case Designation Sheet are true and correct.

Date: 8/14/13

David S. Cohen

ATTORNEY AT LAW

NOTE: ALL SECTIONS OF BOTH (2) & (3) MUST BE COMPLETED BEFORE CASE CAN BE PROCESSED.

EXHIBIT A

ON THE JET. BE BACK LATER.

Enter your email for early access to a private world of opulence and excess.

type email then hit enter

blackcardstatus Access to a Private World of Opulence and Excess.

© 2013 blackcardstatus.com

EXHIBIT B

About (<http://blackcardstatus.com/about/>)

Gallery (<http://blackcardstatus.com/instagram-gallery/>)

Contact (<http://blackcardstatus.com/contact/>)



(<http://instagram.com/blackcardstatus>)



(<http://twitter.com/blackcardstatus>)



(<http://youtube.com/blackcardvids>)



(<http://eepurl.com/xRR2f>)

it's time for another **WTF** moment
BLACKCARDSTATUS.COM

Why do people nitpick? *Seriously.* Do you have nothing better to do with your time? Is it really such a big deal that someone left the toilet seat up? Does it really matter that much that your boyfriend didn't make the bed?

-

Honestly, I think people just feel good criticizing other people. Get a life. Don't you have a job? Family? Aren't there personal issues you need to tend to? We've all seen fights started over the stupidest things—small, inconsequential personality traits or actions that are innocent and harmless, like leaving a dirty dish on the counter. *No one is perfect.* **Grow up.**

exclusive access

Sign up to receive exclusive content and a weekly recap so you don't miss a thing!

type email, hit enter

Posted on July 31, 2013 In Random Rants (<http://blackcardstatus.com/category/random-rants/>)

Leave a comment (<http://blackcardstatus.com/why-do-people-nitpick/>)
[/why-do-people-nitpick/#respond](http://blackcardstatus.com/why-do-people-nitpick/#respond)



250,000 Instagram Followers!

Milestone Achieved. This is Incredible! I can't believe the rate at which we have grown. My analytics say a lot of this traffic was driven by our #FanFriday (http://instagram.com/p/cNLGEPo_DN/) picture. You should probably check it out.

Posted on July 29, 2013 In Announcements (<http://blackcardstatus.com/category/announcements/>)

Leave a comment (<http://blackcardstatus.com/250000-instagram-followers/>)
[instagram-followers/#respond](http://blackcardstatus.com/250000-instagram-followers/#respond)

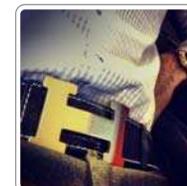
FINANCING VS PAYING CASH ([HTTP://BLACKCARDSTATUS.COM/financing-vs-paying-cash/](http://blackcardstatus.com/financing-vs-paying-cash/))

July 28, 2013 — Leave a comment (<http://blackcardstatus.com/financing-vs-paying-cash/#respond>)

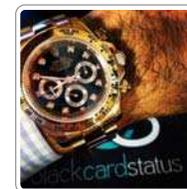


(<http://goo.gl/6ia6f>)

Latest Instagram Exploits



(http://distilleryimage3.s3.amazonaws.com/c194ce68fa0211e2b0f022000a9f1369_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/e6842b74f9f311e2af3522000ae91068_7.jpg)



TWITTER.COM/BLACKCARDSTATUS
INSTAGRAM.COM/BLACKCARDSTATUS

Cash or Credit? We've all heard the saying—at the grocery store, the mall, your favorite restaurant. But have you ever really thought about it? What's the difference between paying cash or credit? No one wants credit card debt or loan debt, so ditch the credit and pay in cash! *Right? Not exactly.* I used to think the same thing. Continue reading to see why paying with credit may be the best decision you'll ever make.

Continue Reading...
(<http://blackcardstatus.com/financing-vs-paying-cash/#more-362>)

In Business (<http://blackcardstatus.com/category/business/>)

<http://blackcardstatus.com/financing-vs-paying-cash/>



(http://distilleryimage11.s3.amazonaws.com/1711c608f9da11e2b0d822000ae80177_7.jpg)



(http://distilleryimage0.s3.amazonaws.com/3f273958f8da11e28e0122000aaa0935_7.jpg)



(http://distilleryimage5.s3.amazonaws.com/511465e2f8d911e297c822000a1f8f8e_7.jpg)



(http://distilleryimage1.s3.amazonaws.com/55bec716f89911e2a4b822000aaa04bd_7.jpg)



(http://distilleryimage0.s3.amazonaws.com/dbf70b06f89811e2ac6722000aa80125_7.jpg)





100,000 Instagram Followers!

Milestone Achieved. Thank you to everyone who has followed our Instagram account. This is a great achievement and it wouldn't have been possible without you!



(http://distilleryimage3.s3.amazonaws.com/f39a9b6ef7e011e28b9422000a1f8af5_7.jpg)



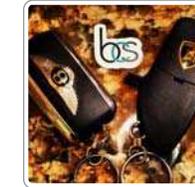
(http://distilleryimage3.s3.amazonaws.com/fb3a4feaf7b811e2893922000aeb0bbd_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/84a94468f75811e2998822000a1fbc5d_7.jpg)



(http://distilleryimage3.s3.amazonaws.com/ff5726faf73311e2bd6022000aa80383_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/180f9bb4f6d511e29b7122000a1f9a64_7.jpg)

Posted on July 27, 2013 In Announcements (<http://blackcardstatus.com/category/announcements/>)

Leave a comment

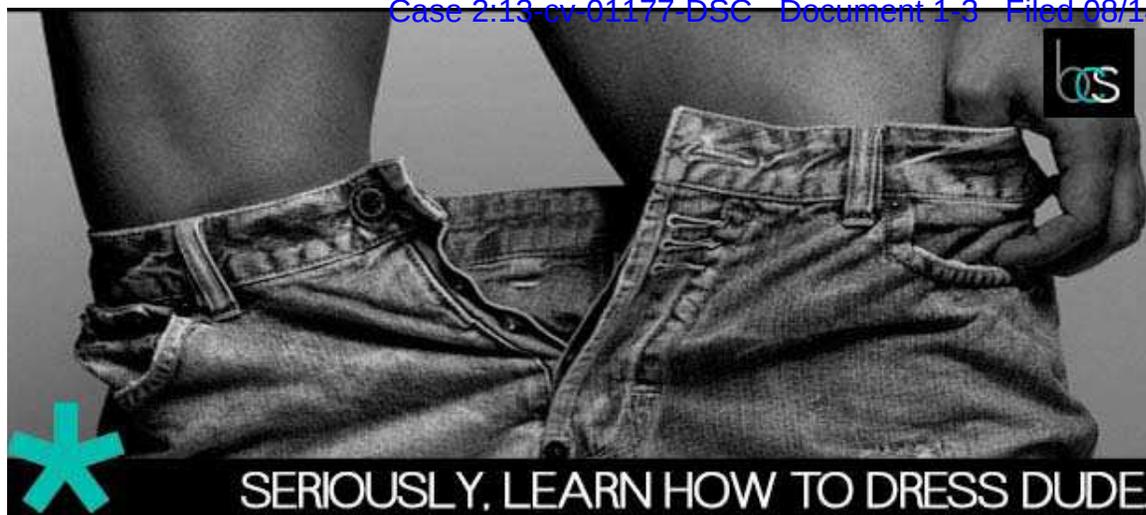


(<http://blackcardstatus.com/100000-instagram-followers/>)

(<http://blackcardstatus.com/100000-instagram-followers/#respond>)

NIGHTCLUB DRESS CODE—FOR MEN ([HTTP://BLACKCARDSTATUS.COM/NIGHTCLUB-DRESS-ATTIRE/](http://blackcardstatus.com/nightclub-dress-attire/))

July 25, 2013 — Leave a comment (<http://blackcardstatus.com/nightclub-dress-attire/#respond>)



(http://distilleryimage1.s3.amazonaws.com/5b129900f66411e285ee22000ae90dd1_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/71e023a0f63c11e283f722000a1fbd91_7.jpg)

Recent Blog Posts

Why Do People Nitpick?

(<http://blackcardstatus.com/why-do-people-nitpick/>) July 31, 2013

250,000 Instagram Followers

(<http://blackcardstatus.com/250000-instagram-followers/>) July 29, 2013

Financing vs Paying Cash

(<http://blackcardstatus.com/financing-vs-paying-cash/>) July 28, 2013

100,000 Instagram Followers

(<http://blackcardstatus.com/100000-instagram-followers/>) July 27, 2013

Nightclub Dress Code—For Men

(<http://blackcardstatus.com/nightclub-dress-attire/>) July 25, 2013

Loud music, sexy women, adrenaline pumping. You've been waiting all week. The next four hours represent complete and utter bliss. **Welcome to the club.** You walk in with your friends; all eyes are on you. Women turn their heads. Whispers, nudges, winks. You feel great. It's been worth the wait, you are in your element. You proceed to the bar and slide through the crowd to order your drink. The whispers around you are aflutter. You feel a tap on the shoulder. Wow. You knew you were going to get hit on, *but not this soon!* You turn around with a smile on your face, wondering if she is a blonde or brunette. ~~She was gorgeous.~~ It was the bouncer, and he wanted to know how the hell you got in the club looking like such a scrub. Now it all makes sense, the whispers, the winks...the whole club was making fun of you. **Let's make sure this nightmare doesn't become a reality.**

Continue Reading...
 (<http://blackcardstatus.com/nightclub-dress-attire/#more-276>)

In Fashion (<http://blackcardstatus.com/category/fashion/>), Lifestyle (<http://blackcardstatus.com/category/lifestyle/>), Social (<http://blackcardstatus.com/category/social/>)

[\(http://blackcardstatus.com/nightclub-dress-attire/\)](http://blackcardstatus.com/nightclub-dress-attire/)



Introducing #FanFriday!

Show your love for blackcardstatus. Send us a picture showing as much bcs love as possible. The best picture will get posted every Friday to our Twitter (<http://twitter.com/blackcardstatus>) and Instagram (<http://instagram.com/blackcardstatus>) accounts! All photos can be submitted to our dedicated email fanphotos@blackcardstatus.com (<mailto:fanphotos@blackcardstatus.com>).

Posted on July 25, 2013 In Announcements (<http://blackcardstatus.com/category/announcements/>)

1 Comment (<http://blackcardstatus.com/fan-photos/#comments>)

[\(http://blackcardstatus.com/fan-photos/\)](http://blackcardstatus.com/fan-photos/)

[Older \(http://blackcardstatus.com/page/2/\)](http://blackcardstatus.com/page/2/)



(<http://twitter.com/blackcardstatus>)



(<http://instagram.com/blackcardstatus>)



(<http://youtube.com/blackcardvids>)

[About \(http://blackcardstatus.com/about/\)](http://blackcardstatus.com/about/) [Privacy Policy \(http://blackcardstatus.com/privacy-policy/\)](http://blackcardstatus.com/privacy-policy/)

[Comment Policy \(http://blackcardstatus.com/comment-policy/\)](http://blackcardstatus.com/comment-policy/) [Sitemap \(http://blackcardstatus.com/sitemap/\)](http://blackcardstatus.com/sitemap/)

Contact (<http://blackcardstatus.com/contact/>)

© 2013 blackcardstatus.com

About (<http://blackcardstatus.com/about/>)

Gallery (<http://blackcardstatus.com/instagram-gallery/>)

Contact (<http://blackcardstatus.com/contact/>)



(<http://instagram.com/blackcardstatus>)



(<http://twitter.com/blackcardstatus>)



(<http://youtube.com/blackcardvids>)



(<http://eepurl.com/xRR2f>)

NIGHTCLUB VIP VS GENERAL ADMISSION: WHICH IS MORE COST EFFECTIVE? ([HTTP://BLACKCARDSTATUS.COM /VIP-BOTTLE-SERVICE-VS-GENERAL- ADMISSION/](http://blackcardstatus.com/vip-bottle-service-vs-general-admission/))

July 14, 2013 — 2 Comments (<http://blackcardstatus.com/vip-bottle-service-vs-general-admission/#comments>)

exclusive access

Sign up to receive exclusive content and a weekly recap so you don't miss a thing!

type email, hit enter



BLACKCARDSTATUS.COM

TWITTER.COM/BLACKCARDSTATUS
 INSTAGRAM.COM/BLACKCARDSTATUS

It's Saturday night. You pay your cover charge and walk into the club. You wait at the bar and order your drinks, then you head to the dance floor. But wait, who are those people sitting in the luxury booths lining the dance floor? They have beautiful women everywhere, being served top shelf bottles of liquor and champagne. **Those are the club's VIPs.** They paid the beaucoup bucks to get prime real estate on the dance floor and have all the liquor they want at their disposal. **Or do they....** Let's take a step back and see what is really happening here.

Continue Reading...
 (<http://blackcardstatus.com/vip-bottle-service-vs-general-admission/#more-254>)

In Luxury (<http://blackcardstatus.com/category/luxury/>), Social (<http://blackcardstatus.com/category/social/>)

Social Influence



(<http://goo.gl/6ia6f>)

Latest Instagram Exploits



(http://distilleryimage3.s3.amazonaws.com/c194ce68fa0211e2b0f022000a9f1369_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/e6842b74f9f311e2af3522000ae91068_7.jpg)



Playboy Party Contest

Ready to Party? Here is your chance to win two tickets to the hottest party of the year. Playboy's Midsummer Night's Dream Party at the Playboy Mansion in LA. Entering is simple and should take 30 seconds! Click here (<http://playboysummer2013.com>) to enter. Good luck fellow party-goers.

Posted on July 13, 2013 In [Announcements](http://blackcardstatus.com/category/announcements/)

Leave a comment (<http://blackcardstatus.com>) (<http://blackcardstatus.com/win-tickets-to-playboy-party/>)
[/win-tickets-to-playboy-party/#respond](http://blackcardstatus.com/win-tickets-to-playboy-party/#respond)

WELCOME TO BLACKCARDSTATUS ([HTTP://BLACKCARDSTATUS.COM](http://blackcardstatus.com) /WELCOME/)

July 12, 2013 — Leave a comment (<http://blackcardstatus.com/welcome/#respond>)



(http://distilleryimage11.s3.amazonaws.com/1711c608f9da11e2b0d822000ae80177_7.jpg)



(http://distilleryimage0.s3.amazonaws.com/3f273958f8da11e28e0122000aaa0935_7.jpg)



(http://distilleryimage5.s3.amazonaws.com/511465e2f8d911e297c822000a1f8f8e_7.jpg)

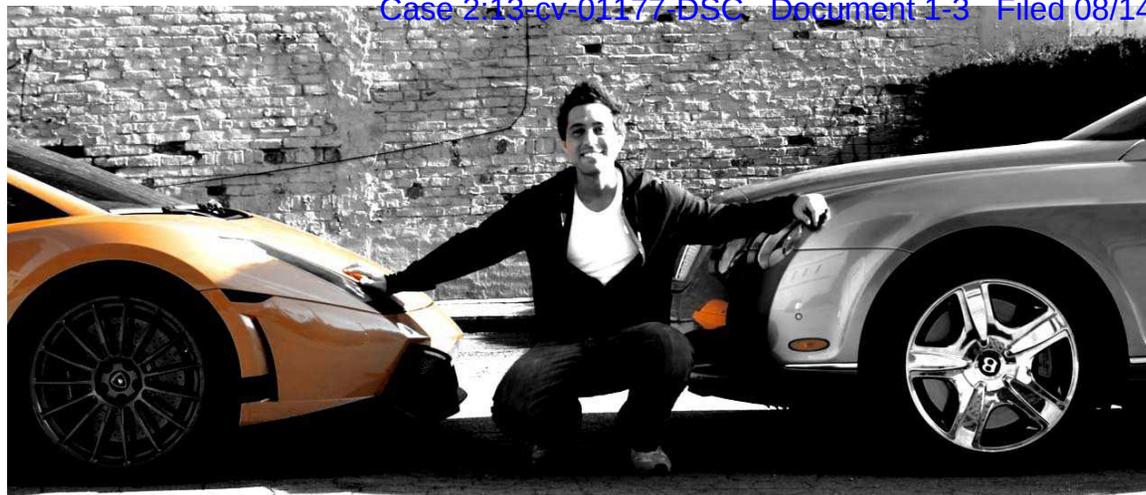


(http://distilleryimage1.s3.amazonaws.com/5b5bc716f89911e2a4b822000aaa04bd_7.jpg)



(http://distilleryimage0.s3.amazonaws.com/dbf70b06f89811e2ac6722000aa80125_7.jpg)





BLACKCARDSTATUS.COM

 TWITTER.COM/BLACKCARDSTATUS
 INSTAGRAM.COM/BLACKCARDSTATUS

Welcome. This website represents a whole new blog concept. It is your front row seat into an otherwise exclusive world of opulence and excess. I'm going to give you an inside look into things that the average 9-to-5'er may never experience in their lifetime. Even more than that, I am going to give you tools, knowledge, and insights that are aimed at helping you achieve these things for yourself. So, what qualifies me to provide such bold information? *Let's from the beginning...*

Continue Reading...

(<http://blackcardstatus.com/welcome/#more-225>)

In Lifestyle (<http://blackcardstatus.com/category/lifestyle/>), Luxury (<http://blackcardstatus.com/category/luxury/>)

 (<http://blackcardstatus.com/welcome/>)

Newer (<http://blackcardstatus.com/>)

(http://distilleryimage10.s3.amazonaws.com/8075f79cf89811e2a84922000a1f8c0f_7.jpg)



(http://distilleryimage3.s3.amazonaws.com/f39a9b6ef7e011e28b9422000a1f8af5_7.jpg)



(http://distilleryimage3.s3.amazonaws.com/fb3a4feaf7b811e2893922000aeb0bbd_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/84a94468f75811e2998822000a1fbc5d_7.jpg)



(http://distilleryimage3.s3.amazonaws.com/ff5726faf73311e2bd6022000aa80383_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/180f9bb4f6d511e29b7122000a1f9a64_7.jpg)



(http://distilleryimage1.s3.amazonaws.com/5b129900f66411e285ee22000ae90dd1_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/71e023a0f63c11e283f722000a1fbd91_7.jpg)

Recent Blog Posts

Why Do People Nitpick?

(<http://blackcardstatus.com/why-do-people-nitpick/>) July 31, 2013

250,000 Instagram Followers

(<http://blackcardstatus.com/250000-instagram-followers/>) July 29, 2013

Financing vs Paying Cash

(<http://blackcardstatus.com/financing-vs-paying-cash/>) July 28, 2013

100,000 Instagram Followers

(<http://blackcardstatus.com/100000-instagram-followers/>) July 27, 2013

Nightclub Dress Code—For Men

(<http://blackcardstatus.com/nightclub-dress-attire/>) July 25, 2013



<http://twitter.com/blackcardstatus>)



<http://instagram.com/blackcardstatus>)



<http://youtube.com/blackcardvids>)

About (<http://blackcardstatus.com/about/>) Privacy Policy (<http://blackcardstatus.com/privacy-policy/>)

Comment Policy (<http://blackcardstatus.com/comment-policy/>) Sitemap (<http://blackcardstatus.com/sitemap/>)

Contact (<http://blackcardstatus.com/contact/>)

About (<http://blackcardstatus.com/about/>)

Gallery (<http://blackcardstatus.com/instagram-gallery/>)

Contact (<http://blackcardstatus.com/contact/>)



(<http://instagram.com/blackcardstatus>)



(<http://twitter.com/blackcardstatus>)



(<http://youtube.com/blackcardvids>)



(<http://eepurl.com/xRR2f>)

Home (<http://blackcardstatus.com>) / Lifestyle (<http://blackcardstatus.com/category/lifestyle/>) /
Welcome to BlackCardStatus

WELCOME TO BLACKCARDSTATUS

July 12, 2013 — Leave a comment (<http://blackcardstatus.com/welcome/#respond>)

exclusive access

Sign up to receive exclusive content and a weekly recap so you don't miss a thing!

type email, hit enter



BLACKCARDSTATUS.COM

 TWITTER.COM/BLACKCARDSTATUS
 INSTAGRAM.COM/BLACKCARDSTATUS

Welcome. This website represents a whole new blog concept. It is your front row seat into an otherwise exclusive world of opulence and excess. I'm going to give you an inside look into things that the average 9-to-5'er may never experience in their lifetime. Even more than that, I am going to give you tools, knowledge, and insights that are aimed at helping you achieve these things for yourself. So, what qualifies me to provide such bold information? *Let's from the beginning...*

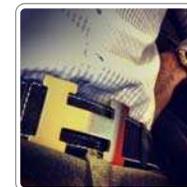
Hi, I'm Joe. I've owned over 12 businesses in the past 10 years. Most of them have been failures. But the ones that did well, did **really** well. I've had nothing handed to me, I've worked myself to the bone for everything I've accomplished. When I began my first business, there were no good resources out there, everything was so generic—I felt like everyone was trying to sell me something. **Wtf?** Can't anyone just give honest advice without trying to profit?

That is what I am here to do. I am not going to sell you anything. I want to share my knowledge and experiences with you in an effort to enlighten and motivate. This blog is for the young go-getter. It is for the seasoned veteran looking to

Social Influence


<http://goo.gl/6ia6f>

Latest Instagram Exploits


http://distilleryimage3.s3.amazonaws.com/c194ce68fa0211e2b0f022000a9f1369_7.jpg

http://distilleryimage8.s3.amazonaws.com/e6842b74f9f311e2af3522000ae91068_7.jpg

sharpen their game. It is for the luxury aficionado looking for a review on the next car, watch, or yacht he is about to buy. So, what qualifies me to provide such information? **Because I've been there.**

This blog will not be for the weak or the shy. It is going to be an extremely raw dialogue between my readers and I. **No fluff.** I'm going to tell you where I messed up, so you don't make those same mistakes. I'm going to tell you secrets and shortcuts I've come across that have saved me time, money, and much more. This blog will also act as a diary, where I will catalog new business endeavors. I will write about new products I've purchased, or brands that I've fallen in love with—and why I would recommend them. I want you to feel like you are right there alongside me. Some of the things I post may be obnoxious, others very humble, but just know that you are getting the real deal. Word for word, picture for picture, tweet for tweet.

I am going to attempt to post a few times a week. My life is quite busy, but I hope to find relaxation through connecting with my readers. I hope this new direction for my blog will not only be a good record of my personal revelations, but also helpful to those who are also trying to conquer some of the same obstacles I have. If you are interested, you can read more about me, my businesses, and my philosophies here (<http://blackcardstatus.com/about/>).

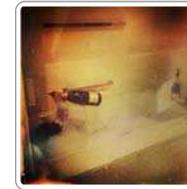
Remember, this is a dialogue. I encourage you to comment on my posts, and get in touch with me with any praise or qualms you might have. I'm best reached via twitter (<http://twitter.com/blackcardstatus>) or message (<http://blackcardstatus.com/contact/>). Thanks again, and welcome to **blackcardstatus**.

In Lifestyle (<http://blackcardstatus.com/category/lifestyle/>), Luxury (<http://blackcardstatus.com/category/luxury/>)

[\(http://blackcardstatus.com/welcome/\)](http://blackcardstatus.com/welcome/)



(http://distilleryimage11.s3.amazonaws.com/1711c608f9da11e2b0d822000ae80177_7.jpg)



(http://distilleryimage0.s3.amazonaws.com/3f273958f8da11e28e0122000aaa0935_7.jpg)



(http://distilleryimage5.s3.amazonaws.com/511465e2f8d911e297c822000a1f8f8e_7.jpg)



(http://distilleryimage1.s3.amazonaws.com/5b5ebc716f89911e2a4b822000aaa04bd_7.jpg)



(http://distilleryimage0.s3.amazonaws.com/dbf70b06f89811e2ac6722000aa80125_7.jpg)





Joe

Posts (<http://blackcardstatus.com/author/admin/>)

Website (<http://blackcardstatus.com/>)

Twitter (<http://twitter.com/blackcardstatus/>)

Google+ (<http://plus.google.com/111034317187226581515?rel=author/>)

Entrepreneurship is in my DNA. I live for innovation and the pursuit of opportunity without regard to resources. I've experienced more at my age than most people will in their entire lifetime. Stay subscribed (<http://blackcardstatus.us6.list-manage.com/subscribe?u=5f061318f70ab29a566280e69&id=d226bd5402>) to find out what's next.

dont miss another post. subscribe below.

And don't worry, I hate spam as much as you do. I will never sell your email address or send you junk. Only the quality media and articles you've come to know and expect.

type email, hit enter

Playboy Party Ticket Contest (<http://blackcardstatus.com/win-tickets-to-playboy-party/>)

No Comments

Be the first to start the conversation.

http://distilleryimage10.s3.amazonaws.com/8075f79cf89811e2a84922000a1f8c0f_7.jpg



http://distilleryimage3.s3.amazonaws.com/f39a9b6ef7e011e28b9422000a1f8af5_7.jpg



http://distilleryimage3.s3.amazonaws.com/fb3a4feaf7b811e2893922000aeb0bbd_7.jpg



http://distilleryimage8.s3.amazonaws.com/84a94468f75811e2998822000a1fbc5d_7.jpg



http://distilleryimage3.s3.amazonaws.com/ff5726faf73311e2bd6022000aa80383_7.jpg



http://distilleryimage8.s3.amazonaws.com/180f9bb4f6d511e29b7122000a1f9a64_7.jpg

Leave a Reply



Name*

Email*

Website

Comment

Text formatting is available via select HTML.

Post Comment

- Notify me of follow-up comments by email.
- Notify me of new posts by email.



(http://distilleryimage1.s3.amazonaws.com/5b129900f66411e285ee22000ae90dd1_7.jpg)



(http://distilleryimage8.s3.amazonaws.com/71e023a0f63c11e283f722000a1fbd91_7.jpg)

Recent Blog Posts

Why Do People Nitpick?

(<http://blackcardstatus.com/why-do-people-nitpick/>) July 31, 2013

250,000 Instagram Followers

(<http://blackcardstatus.com/250000-instagram-followers/>) July 29, 2013

Financing vs Paying Cash

(<http://blackcardstatus.com/financing-vs-paying-cash/>) July 28, 2013

100,000 Instagram Followers

(<http://blackcardstatus.com/100000-instagram-followers/>) July 27, 2013

Nightclub Dress Code—For Men

(<http://blackcardstatus.com/nightclub-dress-attire/>) July 25, 2013



<http://twitter.com/blackcardstatus>)



<http://instagram.com/blackcardstatus>)



<http://youtube.com/blackcardvids>)

[About \(http://blackcardstatus.com/about/\)](http://blackcardstatus.com/about/) [Privacy Policy \(http://blackcardstatus.com/privacy-policy/\)](http://blackcardstatus.com/privacy-policy/)

[Comment Policy \(http://blackcardstatus.com/comment-policy/\)](http://blackcardstatus.com/comment-policy/) [Sitemap \(http://blackcardstatus.com/sitemap/\)](http://blackcardstatus.com/sitemap/)

[Contact \(http://blackcardstatus.com/contact/\)](http://blackcardstatus.com/contact/)

About (<http://blackcardstatus.com/about/>)

Gallery (<http://blackcardstatus.com/instagram-gallery/>)

Contact (<http://blackcardstatus.com/contact/>)



(<http://instagram.com/blackcardstatus>)



(<http://twitter.com/blackcardstatus>)



(<http://youtube.com/blackcardvids>)



(<http://eepurl.com/xRR2f>)

Home (<http://blackcardstatus.com>) / Hi, I'm Joe.

HI, I'M JOE.

Entrepreneur (<http://blackcardvc.com>), Philanthropist (<http://blackcardcares.org>), Designer (<http://blackcardpr.com>), Publisher (<http://blackcardlifemag.com>), & Mogul (<http://blackcardcollection.com>).

I am **Founder/CEO** of; BCPR® (<http://blackcardpr.com>), a global innovation firm. I help create and bring to market meaningful products, services, and experiences. I'm a consultant to high-tech corporations, focused on business management, networking, and building brand awareness through strategic marketing. BCVC® (<http://blackcardvc.com>) a Venture Capital Firm with a proven management style to build successful companies and create exceptional shareholder value. BCC™



Case 2:13-cv-01177-DSC Document 1-3 Filed 08/14/13 Page 24 of 25
(<http://blackcardcares.org>) a charitable-giving organization, we raise awareness for not-for-profit organizations that promote self-reliance and sustainability. Our work empowers the marginalized and the voiceless in society. Creator of BCMAG™ (<http://blackcardlifemag.com>), an eco-friendly online magazine featuring trending headlines from around the world; dedicated to European aesthetics, blackcardmag is an ongoing curation of art, design, photography, beauty and fashion.

I started this blog to create a rare introduction between the reader and the private world of wealth, affluence, and elitism. Too many things are kept a secret nowadays. Too many experiences and luxuries are only afforded to the socially elite. **I am against this.** I am here to discuss finance, travel, food and wine, fashion, technology, wristwatches, cars, yachts and planes—all from my own firsthand experience. I am going to speak to my background and how it has enabled me to propel myself. The goal is to give you more awareness, enjoyment and, hopefully, even more wealth and abundance (of money, time and knowledge) than you ever thought possible.

Anything else you need to know about me, you will learn as the blog evolves. I want to be as interactive as possible, so please comment and comment often. Feel free to shoot me an email (<http://blackcardstatus.com/contact/>), or find me on twitter (<http://twitter.com/blackcardstatus>). Remember, I like people who push boundaries, exceed limits, and question truths. Don't be afraid to challenge me. **Ready?** Let's do this.

About (<http://blackcardstatus.com/about/>) Privacy Policy (<http://blackcardstatus.com/privacy-policy/>)

Comment Policy (<http://blackcardstatus.com/comment-policy/>) Sitemap (<http://blackcardstatus.com/sitemap/>)

Contact (<http://blackcardstatus.com/contact/>)

EXHIBIT C

(<http://blackcardvc.com>)

Case 2:13-cv-01177-DSC Document 1-4 Filed 08/14/13 Page 2 of 11



. (<http://blackcardvc.com/>)

[About \(http://blackcardvc.com\)](http://blackcardvc.com) [Strategy \(http://blackcardvc.com/strategy.html\)](http://blackcardvc.com/strategy.html) [Our Team \(http://blackcardvc.com/executiveteam.html\)](http://blackcardvc.com/executiveteam.html)

[Resources \(http://blackcardvc.com/resources.html\)](http://blackcardvc.com/resources.html) [Contact \(http://blackcardvc.com/contact.html\)](http://blackcardvc.com/contact.html)

[Home \(http://blackcardvc.com\)](http://blackcardvc.com) / [About](#)

We've Been in Your Shoes

The best ideas require exceptional operational leadership and company-building expertise to succeed.

We've been on the front lines of starting, growing, running and exiting highly successful companies and, for us, there is nothing more compelling than working with a motivated team out to change the world. At BlackCardVC (BCVC) we provide capital and support for early stage technology companies. We add value far beyond capital by partnering with great teams to pursue innovative ideas in areas where we have deep experience and strong networks.

Who We Are

We are an experienced, cohesive team that possesses:

- Senior operating, entrepreneurial and proven venture experience
- Strong domain expertise and a history of identifying disruptive technologies and models
- Strengths in building and scaling early stage businesses
- Active industry, investment and leadership networks

We partner with entrepreneurs and help wherever possible by:

- Providing practical strategic advice and sharing real world experiences
- Introducing and helping close key customer and strategic partners
- Building and recruiting top-performing teams
- Offering direct operating and financing assistance
- Positioning companies for successful exit

Our Operating Principles

True to our entrepreneurial roots, BCVC is a firm that addresses the current challenging market conditions, which make it hard for entrepreneurs to raise the right amount of capital. At BCVC, we know that the smartest entrepreneurs take as little capital as they can, but as much as they should, and that the amount of capital shouldn't be dictated by the size of the VC fund. We operate by the following principles:

- Honest and straightforward communication is necessary for effective partnering
- Industry operating leadership and company-building experience are the core competencies of our team
- Management team cohesiveness, operational excellence, entrepreneurial spirit and capital-efficiency are the means to build successful businesses



[Resources \(http://blackcardvc.com/resources.html\)](http://blackcardvc.com/resources.html) [Legal & Privacy \(http://blackcardvc.com/privacy.html\)](http://blackcardvc.com/privacy.html)

[Contact \(http://blackcardvc.com/contact.html\)](http://blackcardvc.com/contact.html)

© 2013 blackcardvc.com (<http://blackcardvc.com>)

<http://blackcardvc.com>

Case 2:13-cv-01177-DSC Document 1-4 Filed 08/14/13 Page 6 of 11

blackcardvc[. \(http://blackcardvc.com/\)](http://blackcardvc.com/)[About \(http://blackcardvc.com\)](http://blackcardvc.com) [Strategy \(http://blackcardvc.com/strategy.html\)](http://blackcardvc.com/strategy.html) [Our Team \(http://blackcardvc.com/executiveteam.html\)](http://blackcardvc.com/executiveteam.html)[Resources \(http://blackcardvc.com/resources.html\)](http://blackcardvc.com/resources.html) [Contact \(http://blackcardvc.com/contact.html\)](http://blackcardvc.com/contact.html)[Home \(http://blackcardvc.com\)](http://blackcardvc.com) / [Strategy](http://blackcardvc.com/strategy.html)

STRATEGY

Next Generation VC

Appeal to sophisticated entrepreneurs building capital-efficient businesses.

Many great entrepreneurs are building their businesses more capital efficiently than ever before. At BCVC, we work with entrepreneurs to give them the capital they need to optimize their business or reach the next inflection point of value creation.

Put operational expertise at our core.

We don't have Venture Partners or EIRs - our operational experience and entrepreneurial roots are at the core of our firm, culture and our investment professionals. We don't have to hire outside consultants to tell us how to help companies grow - we know based on our years of experience starting and running our own businesses.

Build an agile team structure that aligns with entrepreneurs.

We're small, flexible and wear many hats just like our entrepreneurs. We work in a fluid, collaborative way to give our entrepreneurs the support they need. And while we leverage our skills and lessons learned across our portfolio, we realize that each company has unique needs and requires a differentiated approach.

How We Invest

Proactive Research.

We spend a great deal of time thinking about market discontinuities that can be exploited by new technologies and companies. We are always actively looking for companies with a particular focus.

Opportunity Identification.

We review lots of opportunities every year looking for the most compelling entrepreneurs tackling problems in the biggest markets. We typically have several meetings to understand a concept.

Validation.

Once we decide that an idea is within our sweet spot, we focus our full effort to understand as much as we can. We talk to prospective customers and competitors, possible partners and potential advisors to assess whether the opportunity is right for us.

Feedback.

During our diligence process, we spend a great deal of time with the entrepreneur providing feedback on everything we've learned. Potential customers' names and other useful information are passed on to the entrepreneur regardless of whether we decide to invest.

Decision.

We select opportunities that resonate strongly with us and where we can add disproportionate value. Our initial investments are typically between \$1 and \$4 million per company with substantial additional capital reserved for follow-on investment.

What We Look For

We invest in people, markets and technology.

For us, it starts with the people. There also needs to be a big, vibrant market where the proposed product or service addresses a need, solves a problem or alleviates a pain point for a very large audience in a highly differentiated way.

We want to work with visionary entrepreneurs and strong teams who move quickly and embody successful entrepreneurial DNA with their passion, creativity and endurance.

Partnering with BCVC

We're more than just a partner.

With .406 Ventures, you get much more than financial support, you also get operational expertise to help you build a business with the potential to create significant value and leave a legacy. We're more than just a partner; we are part of the team, working together to give your company the best chance of hitting a home run.

We act quickly and engage openly, honestly and directly. We aspire to be the first call our CEOs make when they encounter a challenge, see an opportunity, need some advice or have a success to celebrate.



<http://blackcardvc.com> <http://blackcardvc.com> About <http://blackcardvc.com>

[Resources \(http://blackcardvc.com/resources.html\)](http://blackcardvc.com/resources.html) [Legal & Privacy \(http://blackcardvc.com/privacy.html\)](http://blackcardvc.com/privacy.html)

[Contact \(http://blackcardvc.com/contact.html\)](http://blackcardvc.com/contact.html)

© 2013 blackcardvc.com (<http://blackcardvc.com>)



. (<http://blackcardvc.com/>)

[About \(http://blackcardvc.com\)](http://blackcardvc.com) [Strategy \(http://blackcardvc.com/strategy.html\)](http://blackcardvc.com/strategy.html) [Our Team \(http://blackcardvc.com/executiveteam.html\)](http://blackcardvc.com/executiveteam.html)

[Resources \(http://blackcardvc.com/resources.html\)](http://blackcardvc.com/resources.html) [Contact \(http://blackcardvc.com/contact.html\)](http://blackcardvc.com/contact.html)

[Home \(http://blackcardvc.com\)](http://blackcardvc.com) / [Management Team](#)

Meet the Team

We're an experienced team of investors, executives, and entrepreneurs.

Founder, Managing Partner



Meet Joe.

Joe is Managing Partner and Founder of blackcardvc (BCVC). Prior to forming BCVC, Joe was a Senior Portfolio Manager at Profinity Management; previously he also provided trustee advisory services at The Bank of New York from 2008 to 2011. Joe holds a BS in Economics from the University of Pittsburgh. Joe is also the Founder and President of AQS LLC, which previously managed a long/short equity hedge fund and continues to manage long-only equity portfolios and alternative equity products for high-net-worth individuals, families and institutions. The fund is closed to the public.

official blackcardvc executive

Managing Partner



Meet Matthew.

Matthew is a Managing Partner of BCVC. Matthew is involved in strategic planning and marketing. Previously, Matthew was a co-founder and Managing Partner of a well-known capital advisory group founded in 2003. His firm focused on asset management and investment consulting services to small and mid-sized insurance companies. Matthew has also incubated and managed a variety of businesses in the financial services, manufacturing and retail industries. Matthew has over 30 years of experience in the investment industry, having worked at Citicorp, First Boston, Drexel Burnham, Bear Stearns and William Blair & Company as a taxable fixed income salesperson. Matthew graduated from the University of Pennsylvania with Finance and Marketing degrees where he also attended the Wharton School of Business.

official blackcardvc executive

Principal, CFO



Meet Anise.

Anise is a Principal and CFO for BCVC. Anise spent four years at Morgan Stanley as an analyst in Global High Yield and the Real Estate in the Investment Banking Division. In addition, Anise worked closely with the Chief Investment Officer of Private Wealth Management America at Morgan Stanley and was the managing editor for several periodicals and publications used by Morgan Stanley Investment Bank. Prior to joining BCVC in 2003, she was a portfolio analyst at Neuberger Berman. Anise earned a BA in Economics from Columbia University.

official blackcardvc executive

Senior Analyst



Meet Jeremy.

Jeremy is a Senior Analyst at BCVC and has been investing in startups at BCVC since 2006. Responsible for the sourcing, due diligence investment management of BCVC portfolio companies, Jeremy also oversees the BCVC entrepreneur support facility. Jeremy started with the Global Investment Research division of Goldman Sachs and earned a BS Magna Cum Laude in Economics from the Wharton University of Pennsylvania in 2005.

official blackcardvc executi

For more information on our management team, or to submit an inquiry, please contact us (</contact.html>).



<http://blackcardvc.com>

..... (<http://blackcardvc.com>)

About (<http://blackcardvc.com>)

Resources (<http://blackcardvc.com/resources.html>) Legal & Privacy (<http://blackcardvc.com/privacy.html>)

Contact (<http://blackcardvc.com/contact.html>)

© 2013 blackcardvc.com (<http://blackcardvc.com>)

EXHIBIT D



Advanced

6



Home Profile Network Jobs Interests

Premium Solutions

Upgrade

98 New NY Clients - 98 new legal clients seeking a New York attorney. View their cases today. | [Read More »](#)



Tom Patterson

3rd

CEO & Founder at Tommy John

Greater New York City Area | Apparel & Fashion

Previous SmartPill, Covidien (formerly Tyco Healthcare / Nellcor), Team Surgical

Education Arizona State University

Connect

Send InMail

500+ connections

www.linkedin.com/pub/tom-patterson/3/335/9b6

Contact Info

Background

Experience

CEO & Founder



Tommy John

April 2008 – Present (5 years 5 months) | Greater New York City Area

Tommy John is a solution focused men's underwear brand known for solving an age-old problem with men's undershirts and was founded in 2009. We solve fit problems through innovative design, unmatched comfort, and smart fabric technology.

Our products are carried at department stores like Nordstrom and Neiman Marcus. Our online, direct-to-consumer business is also seeing exciting growth. We were on Business Insider's list of "Top 51 Companies That Are Changing The Way We Shop" and comments like "Tommy John is the Apple of Men's Underwear" confirm the belief that we are onto something revolutionary.

People You May Know



Fred Mared

--
Connect

LinkedIn Polls

How is sustainability integrated into your corporate culture?

- Political involvement
- Organized community support
- Responsible operations
- Building public awareness

People Also Viewed



Matt Kritzer

VP, ecommerce at Tommy John

Erin Fujimoto



Advanced

6



Home Profile Network Jobs Interests

Western Regional Sales Specialist

SmartPill

May 2008 – September 2008 (5 months)

Responsible for growth and business development of new motility capsule technology for diagnosing disease states such as gastroparesis and dyspepsia. Concentrated focus on Gastroenterologists within hospitals and private practice settings, Motility Specialists, University Research Centers, and VA Hospitals.

- Based in San Diego and responsible for new business development in territory covering CA/ OR/ WA/ NV/ AZ/ HI/AK
- Support GI customers and systems in the field by performing on-site training and technical support.

Patient Monitoring Account Manager

Covidien (formerly Tyco Healthcare / Nellcor)

April 2005 – March 2008 (3 years)

Responsible for growth and development of a \$4.2M+ territory with multiple product lines and call points in San Diego area. Concentrated focus in the OR, ICU, CCU, ED, Anesthesia, and cardiopulmonary presenting monitoring solutions for pulse oximetry, temperature, and convective warming.

Biologics Sales Rep

Team Surgical

August 2004 – March 2005 (8 months)

Conduct sales calls to promote, sell, and service Team Surgical surgical implants and services to existing and competitive customers in San Diego. Duties include calling on Surgeons, Operating Room Directors, Operating Room Educators, and Materials Managers.

Major Account Executive

DHL

September 2002 – August 2004 (2 years)

Contacted and developed sales leads with client corporations while maintaining customer relationships with multiple major accounts in Minneapolis. Lead extensive research of the markets and prepared and presented bids to many top-level executives of large volume prospective companies.

Premium Solutions

Upgrade

Lawrence Lenihan

Managing Director at FirstMark Capital

Katie Moran

Director of Sales at Tommy John

Yvette Huber

Merchandise Planner at Under Armour

Nikii Parker

Product Development/Production
Planner at Tommy John

Preston Moxcey

VP Licensed Brands, Emporio Armani
Watches at the Fossil Group

Mary Haubehofer

Service Sales Representative at
SimplexGrinnell

Han Wen

Vice President, Digital & Ecommerce
Americas at Clarins Groupe

Jill Chernin

Senior Manager, Retention Marketing
at 1stdibs.com

How You're Connected

You



Advanced

6



Home Profile Network Jobs Interests

Arizona State University

BS, Business Communications

1999 – 2002

Milbank High School

1994 – 1998

Activities and Societies: [Football](#), [Basketball](#), and [Track](#).

Premium Solutions

Upgrade

[Rosanna Garza Lipscomb](#)

[Igor Fuks](#)

8 more connections can introduce you to someone who knows Tom

[Get introduced](#)



Tom Patterson

Tom's Network

Company ▾

Nordstrom (19)



Advanced

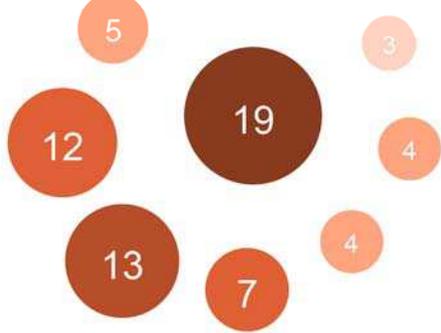
6



Home Profile Network Jobs Interests

Premium Solutions

Upgrade



In Common with Tom



[Help Center](#) | [About](#) | [Press](#) | [Blog](#) | [Careers](#) | [Advertising](#) | [Talent Solutions](#) | [Tools](#) | [Mobile](#) | [Developers](#) | [Publishers](#) | [Language](#) | [Upgrade Your Account](#)

LinkedIn Corporation © 2013 | [User Agreement](#) | [Privacy Policy](#) | [Community Guidelines](#) | [Cookie Policy](#) | [Copyright Policy](#) | [Send Feedback](#)

EXHIBIT E



Real Estate in Philadelphia, Pa

- 
- [Home](#)
- [About](#)
- [Buy](#)
- [Sell](#)
- [Agents](#)
- [Neighborhoods](#)
- [Blog](#)

- [PROPERTY SEARCH](#)

AMBER KEDAR



Office Phone: 215.625.3650

Cell Phone: 215.252.4770

Fax: 215-625-4721

[Visit Amber's Website](#)

Amber Kedar is a graduate of Penn State University with a background in sales and consulting. She has been involved with residential and commercial real estate development for nearly a decade, and has been brought up in the family contracting business. This experience has given her an exceptional eye for design and a deep understanding of construction. Coupled with her entrepreneurial spirit and passion, she enjoys a career that encompasses all of her strengths.

As a resident of the city's Northern Liberties section, she has experienced the excitement of living in a trend-setting neighborhood. This has sparked her interest to work with both developers and homeowners, with a focus on new construction. With an analytical and enthusiastic approach, Amber is here to guide you through your transactions with the utmost integrity and diligence by treating your investments as her own.

Archives

Select Month

Categories

Select Category

Latest Blog Posts:

- [Philadelphia Real Estate Price Change Update – 3.14.12](#)

- [Philadelphia Real Estate Transactions Update – 3.14.12](#)
- [Philadelphia Real Estate Price Change Update – 3.9.12](#)
- [Philadelphia Real Estate Transactions Update – 3.9.12](#)
- [Philadelphia Open House Schedule for Weekend of 3.9.12](#)
- [Philadelphia Real Estate Price Change Update – 3.6.12](#)
- [Philadelphia Real Estate Transactions Update – 3.6.12](#)
- [Philadelphia Real Estate Transactions Update – 3.2.12](#)
- [Philadelphia Real Estate Price Change Update – 3.2.12](#)
- [Philadelphia Open House Schedule for Weekend of 3.3.12](#)

[JUST LISTED](#) [SITEMAP](#) [CONTACT](#)

CITYSPACE 2200 WALNUT STREET PHILADELPHIA PA 19103 t:215.625.3650 f:215.625.4721



Advanced

6



Home Profile Network Jobs Interests

Premium Solutions

Upgrade

Certified in Health Law - TTL provides expert legal advice in all stages of Research & Development | [Read More](#)



Amber Kedar

3rd

REALTOR

Philadelphia, Pennsylvania | Real Estate

Current CITYSPACE

Previous Global Services, Inc., UPMC Health Plan, Gleason Agency

Education Penn State University

Connect

Send InMail



78 connections

www.linkedin.com/pub/amber-kedar/4b/315/468

Contact Info

People You May Know



People Also Viewed



Rachel Long

Realtor at RE/MAX Results

Dena Thobe



Advanced

6



Home Profile Network Jobs Interests

Amber Kedar is a graduate of Penn State University with a background in sales and consulting. She has been involved with residential and commercial real estate development for nearly a decade, and has been brought up in the family contracting business. This experience has given her an exceptional eye for design and a deep understanding of construction. Coupled with her entrepreneurial spirit and passion, she enjoys a career that encompasses all of her strengths.

As a resident of the city's Northern Liberties section, she has experienced the excitement of living in a trend-setting neighborhood. This has sparked her interest to work with both developers and home owners, with a focus on new construction. With an analytical and enthusiastic approach, Amber is here to guide you through your transactions with the upmost integrity and diligence by treating your investments as her own.

Experience

Realtor

CITYSPACE

December 2012 – Present (9 months) | Greater Philadelphia Area

Licensed Real Estate Agent with a focus on development, new construction and high-end luxury real estate. www.amber.searchphillylistings.com

▶ 1 organization



Business Development Consultant

Global Services, Inc.

2007 – December 2012 (5 years) | Greater Philadelphia Area

Worked on large real estate development projects, including marketing, design and analysis. Led HR efforts recruiting, compensation package design and managing employee benefits. Helped develop several presentations, case studies, and general marketing materials. Worked on formulating responses to large RFP's, preparing project cost and ROI estimates. Managed relationships with agents by familiarizing them with properties and handling inquiries.

Premium Solutions Upgrade



Sarah Wood

Platinum Consultant at Nevill Imaging Solutions



Courtney McQuade

Business Development Consultant at Fromz



Monica Fuller

Administrative Consultant at JP Group



Tanya Smith

REALTOR at Keller Williams Southern Nevada



Sue Burkhart

Realtor at HomeSmart ,Phoenix



HEATHER MCMAHAN

Realtor - Luxury Homes, Commercial, Investments



Kaylyn Hill

Operations at National Bankruptcy Services / Brice, Vander Linden & Wernick, P.C.



Christina Meek P.A.

REALTOR at Platinum Properties Real Estate Inc.

How You're Connected



You



Advanced

6



Home Profile Network Jobs Interests

Premium Solutions Upgrade

Sales Consultant

UPMC Health Plan

2005 – 2007 (2 years)

UPMC HEALTH PLAN

Coordinated and conducted informational seminars to sell individual health insurance plans, including HMO, PPO, and supplemental products, to Medicare beneficiaries. Personally generated leads, promoted seminar attendance, and made in-home presentations to prospective members. Managed book of business by tracking daily sales and service activities in the client database. Consistently exceeded monthly sales goals (Quotas) for new Medicare Advantage Plan membership within assigned territory. Researched competition and the dynamics of the territory to develop a strategic business plan to grow membership and brand awareness in a four county area.

Account Manager

Gleason Agency

2004 – 2005 (1 year)

Managed corporate employee benefit large group accounts from 50 to 1,000 lives by conducting monthly meetings, producing various reports, and consulting clients by giving recommendations for renewal decisions. Established, developed, and nurtured relationships with clients and vendors. Provided exceptional customer service to clients by addressing administrative issues, handling enrollments and changes, and resolving claim issues and benefit inquiries. Designed and delivered presentations to customers and prospects to educate them about products and services and tailoring services for clients based on their business issues and unique needs. Researched products, applications, and competitive marketplace in order to remain abreast of market trends.

Organizations

GPAR
Realtor

Marie-Claire can introduce you to someone who knows Amber
[Get introduced](#)

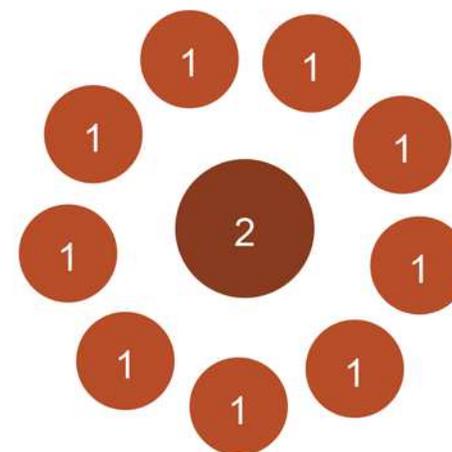


Amber Kedar

Amber's Network

Company

● City Wide Realty Inc. (2)





Advanced

6



Home Profile Network Jobs Interests

Premium Solutions

Upgrade

Courses

Penn State University

- Advanced Business Communications
- Business Finance
- Marketing Concepts
- Accounting
- Economics

Skills & Expertise

Most endorsed for...

2 Real Estate



Sales & Business...

Strategic Business...

Territory Management

Presentations & Training

Amber also knows about...

Solution-Focused...

Excellent multitasking...

Ability to exercise...

Account Management

Medicare

Medicare Part D

Medicare Advantage



Advanced

6



Home Profile Network Jobs Interests

Premium Solutions

Upgrade

See 4+

Education

Penn State University

Bachelor's degree, Business, Marketing, and Communications

2002 – 2004

▶ 5 courses

West Virginia University

2001 – 2002

Additional Info

Interests

[Real Estate](#)

Advice for Contacting Amber

www.amber.searchphillylistings.com

akedar@phillycityspace.com



Advanced

6



Home Profile Network Jobs Interests

Premium Solutions

Upgrade

Most Outstanding Young Woman of Bedford County Scholarship Program Winner, 2000
Miss Penn State 2004

Groups



Commercial Real Est...

Join

Following



Real Estate

184,764 followers

Follow

CITYSPACE

Real Estate

Follow

[Help Center](#) | [About](#) | [Press](#) | [Blog](#) | [Careers](#) | [Advertising](#) | [Talent Solutions](#) | [Tools](#) | [Mobile](#) | [Developers](#) | [Publishers](#) | [Language](#) | [Upgrade Your Account](#)

LinkedIn Corporation © 2013 | [User Agreement](#) | [Privacy Policy](#) | [Community Guidelines](#) | [Cookie Policy](#) | [Copyright Policy](#) | [Send Feedback](#)

EXHIBIT F



Great Oaks

VENTURE CAPITAL

[ABOUT](#) [TEAM](#) [PORTFOLIO](#) [JOBS](#) [STRATEGIC OPERATING COMMITTEE](#) [ADVISORY BOARD](#) [CO-WORKING SPACE](#) [EVENTS](#)



John Philosophos, Partner, Business Development

John is a Partner of GOVC. Located in Chicago, John is involved in strategic planning and marketing. Previously, John was a co-founder and Managing Partner of Wellspring Capital Advisors, a federally registered investment advisor. Founded in 2003, Wellspring provides asset management and investment consulting services to small and mid- sized insurance companies. John has also incubated and managed a variety of businesses in the financial services, manufacturing and retail industries. John has over 30 years of experience in the investment industry, having worked at Credit Suisse First Boston, Drexel Burnham, Bear Stearns and William Blair & Company as a taxable fixed income salesperson. John graduated from the University of Wisconsin-Madison with Finance and Marketing degrees where he also attended the Graduate School of Business.



Great Oaks

VENTURE CAPITAL

[ABOUT](#) [TEAM](#) [PORTFOLIO](#) [JOBS](#) [STRATEGIC OPERATING COMMITTEE](#) [ADVISORY BOARD](#) [CO-WORKING SPACE](#) [EVENTS](#)

Celine Kwok, Principal, CFO & Investment Analyst

Celine is a Principal and CFO for GOVC; Celine is based in San Francisco. Celine spent four years at Morgan Stanley as an analyst in Global High Yield and the Real Estate Group in the Investment Banking Division. In addition, Celine worked closely with the Chief Investment Officer of Private Wealth Management of North America at Morgan Stanley and was the managing editor for several periodicals and publications used by Morgan Stanley Investment Advisors. Prior to joining Great Oaks Capital Management in 2003, she was a portfolio analyst at Neuberger Berman. Celine earned a BA in Economics from Columbia University.



Great Oaks

VENTURE CAPITAL

[ABOUT](#) [TEAM](#) [PORTFOLIO](#) [JOBS](#) [STRATEGIC OPERATING COMMITTEE](#) [ADVISORY BOARD](#) [CO-WORKING SPACE](#) [EVENTS](#)



Ben Lin, Managing Partner

Ben is Managing Partner of Great Oaks Venture Capital and has been investing in startups at Great Oaks since 2006. Responsible for the sourcing, due diligence and investment management of GOVC portfolio companies, Ben also oversees the GOVC entrepreneur support facility. Ben started his career with the Global Investment Research division of Goldman Sachs and earned a BS Magna Cum Laude in Economics from the Wharton School, University of Pennsylvania in 2005.

EXHIBIT G

We provide capital and operational expertise to help today's innovators become tomorrow's market leaders. [Learn More >](#)

We like to be the first institutional investor in early stage technology companies being built by the finest entrepreneurs — as entrepreneurs ourselves, that's where we can add the most value.

[Learn More >](#)

Pwnie Express' Pwn Plug R2 lets you hackproof networks over 4G

Posted on 7.31.13

Pwnie Express has a knack for stuffing powerful security testing tools into innocuous housings, and this time they're flexing that unique talent with the Pwnie Plug R2. Ars Technica's gotten ahold of the contraption ahead of its debut at the Black Hat ...

[Read More >](#) [More About Pwnie Express >](#)

**Three Companies Receive
Veracode 2013 Secure
Development Award**

**.406 Ventures Promotes Greg
Dracon to Partner**

Posted on 7.30.13

Posted on 7.31.13

[Read More >](#)

[More About Veracode >](#)

[Read More >](#)

[More About .406 Ventures >](#)

[Read All News And Press >](#)

[View Our Full Portfolio >](#)

Boston Red Sox legend Ted Williams achieved an unsurpassed .406 batting average in the 1941 baseball season. He accomplished this by being a selective hitter and only swinging at pitches within the specific areas of the strike zone in which he knew he could hit best.

[Learn How This Relates to Our Philosophy ›](#)

[About](#)

[Team](#)

[Strategy](#)

[Portfolio](#)

[Resources](#)

© 2013 .406 Ventures, LLC. All rights reserved.

617.406.3300

[Contact](#)

[Live Feed](#)

[News](#)

[Careers](#)

[Legal & Privacy](#)

[Share This Page](#)

617.406.3301

We provide capital and operational expertise to help today's innovators become tomorrow's market leaders. [Learn More >](#)

Next Generation VC

[STRATEGY](#) [NEXT GENERATION VC](#) [HOW WE INVEST](#) [WHAT WE LOOK FOR](#)
[PARTNERING WITH .406](#)



.406 Ventures

Learn more **about our firm** and **what we look for** in our **entrepreneurs**.

Check out our **portfolio companies**.

Recent News

Pwnie Express' Pwn Plug R2 lets you hackproof networks over 4G

07.31.13

.406 Ventures adds 1st partner outside of founders, promoting Greg Dracon

07.30.13

Bit9 Announces Free Tool to Assess Advanced Threat Risks on PCs

07.30.13

Invest the right amount of capital at the right time.

We raised a 'right-sized' fund so that we can make true early stage investments to convert good ideas into growing businesses. Larger funds need to deploy more capital in each company, which may result in overcapitalization and unnecessary dilution for the entrepreneurs. Over the past 15 years, while it's become increasingly less expensive to start a new company, many venture firms have raised bigger and bigger funds. This dichotomy has made it hard for entrepreneurs to find a partner willing and able to make right-sized investments. This is where .406 sees a great opportunity.

Appeal to sophisticated entrepreneurs building capital-efficient businesses.

Many great entrepreneurs are building their businesses more capital efficiently than ever before. At .406, we work with entrepreneurs to give them the capital they need to optimize their business or reach the next inflection point of value creation.

Put operational expertise at our core.

We don't have Venture Partners or EIRs - our operational experience and entrepreneurial roots are at the core of our firm, culture and our investment professionals. We don't have to hire outside consultants to tell us how to help companies grow - we know based on our years of experience starting and running our own businesses.

Build an agile team structure that aligns with entrepreneurs.

We're small, flexible and wear many hats just like our entrepreneurs. We work in a fluid, collaborative way to give our entrepreneurs the support they need. And while we leverage our skills and lessons learned across our portfolio, we realize that each company has unique needs and requires a differentiated approach.

Recent Press Releases

Three Companies Receive Veracode 2013 Secure Development Award

07.31.13

.406 Ventures Promotes Greg Dracon to Partner

07.30.13

Pwnie Express Raises \$5.1 Million Series A Funding

07.30.13

Boston Red Sox legend Ted Williams achieved an unsurpassed .406 batting average in the 1941 baseball season. He accomplished this by being a selective hitter and only swinging at pitches within the specific areas of the strike zone in which he knew he could hit best.

[Learn How This Relates to Our Philosophy ›](#)

[About](#)

[Team](#)

[Strategy](#)

[Portfolio](#)

[Resources](#)

© 2013 .406 Ventures, LLC. All rights reserved.

617.406.3300

[Contact](#)

[Live Feed](#)

[News](#)

[Careers](#)

[Legal & Privacy](#)

[Share This Page](#)

617.406.3301

We provide capital and operational expertise to help today's innovators become tomorrow's market leaders. [Learn More ›](#)

How We Invest

[STRATEGY](#) [NEXT GENERATION VC](#) [HOW WE INVEST](#) [WHAT WE LOOK FOR](#)
[PARTNERING WITH .406](#)



Our logo

While **our name** represents our approach, our logo depicts our investment strategy.

The dots illustrate Ted Williams' strike zone with the bright points highlighting the zone of greatest potential success.

We embrace the same philosophy — acknowledging our strengths and knowing where we have the best chance to hit it out of the park.

Investment process

Proactive research

We spend a great deal of time thinking about market discontinuities that can be exploited by new technologies and companies. We are always actively looking for companies with a particular focus.

Opportunity identification

We review lots of opportunities every year looking for the most compelling entrepreneurs tackling problems in the biggest markets. We typically have several meetings to understand a concept.

Validation

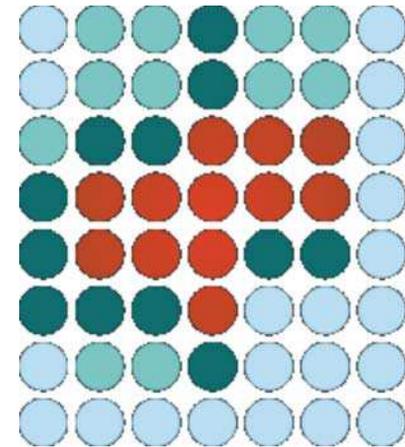
Once we decide that an idea is within our sweet spot, we focus our full effort to understand as much as we can. We talk to prospective customers and competitors, possible partners and potential advisors to assess whether the opportunity is right for us.

Feedback

During our diligence process, we spend a great deal of time with the entrepreneur providing feedback on everything we've learned. Potential customers' names and other useful information are passed on to the entrepreneur regardless of whether we decide to invest.

Decision

We select opportunities that resonate strongly with us and where we can add disproportionate value. Our initial investments are typically between \$1 and \$4 million per company with substantial additional capital reserved for follow-on investment.



Boston Red Sox legend Ted Williams achieved an unsurpassed .406 batting average in the 1941 baseball season. He accomplished this by being a selective hitter and only swinging at pitches within the specific areas of the strike zone in which he knew he could hit best.

[Learn How This Relates to Our Philosophy ›](#)

[About](#)

[Team](#)

[Strategy](#)

[Portfolio](#)

[Resources](#)

© 2013 .406 Ventures, LLC. All rights reserved.

617.406.3300

[Contact](#)

[Live Feed](#)

[News](#)

[Careers](#)

[Legal & Privacy](#)

[Share This Page](#)

617.406.3301

We provide capital and operational expertise to help today's innovators become tomorrow's market leaders. [Learn More >](#)

What We Look For

[STRATEGY](#) [NEXT GENERATION VC](#) [HOW WE INVEST](#) [WHAT WE LOOK FOR](#)
[PARTNERING WITH .406](#)



We invest in people, markets and technology.

For us, it starts with the people. There also needs to be a big, vibrant market where the proposed product or service addresses a need, solves a problem or alleviates a pain point for a very large audience in a highly differentiated way.

Fit with .406 Strategy

Are you a smart, motivated entrepreneur with big ideas?

Does your concept provide value that hasn't been available before?

Have you created unique, defensible technology?

Does your concept have the potential to be a market leader?

Are your business models innovative and highly differentiated?

Is your venture a good fit with our firm's domain expertise, experience and style?

Our entrepreneurs can answer an enthusiastic "Yes!" to these questions.

We want to work with visionary entrepreneurs and strong teams who move quickly and embody successful entrepreneurial DNA with their passion, creativity and endurance.

Broadly defined, our targeted industries are:

Big Data

Digital Media Infrastructure

Financial Tech

Information Security/Fraud

Open Source

Web Infrastructure

Cloud Technology

Energy IT

Healthcare IT

Next Generation Software

Tech-enabled Services (Managed / On Demand / SaaS)

Other

Boston Red Sox legend Ted Williams achieved an unsurpassed .406 batting average in the 1941 baseball season. He accomplished this by being a selective hitter and only swinging at pitches within the specific areas of the strike zone in which he knew he could hit best.

[Learn How This Relates to Our Philosophy ›](#)

[About](#)

[Team](#)

[Strategy](#)

[Portfolio](#)

[Resources](#)

© 2013 .406 Ventures, LLC. All rights reserved.

617.406.3300

[Contact](#)

[Live Feed](#)

[News](#)

[Careers](#)

[Legal & Privacy](#)

[Share This Page](#)

617.406.3301

We provide capital and operational expertise to help today's innovators become tomorrow's market leaders. [Learn More >](#)

Partnering with .406

[STRATEGY](#) [NEXT GENERATION VC](#) [HOW WE INVEST](#) [WHAT WE LOOK FOR](#)

[PARTNERING WITH .406](#)



With .406 Ventures, you get much more than financial support, you also get operational expertise to help you build a business with the potential to create significant value and leave a legacy. We're more than just a partner; we are part of the team, working together to give your company the best chance of hitting a home run.

.406 Ventures

Learn more **about our firm** and **what we look for** in our entrepreneurs.

Check out our **portfolio companies**.

Recent News

Pwnie Express' Pwn Plug R2 lets you hackproof networks over 4G

07.31.13

.406 Ventures adds 1st partner outside of founders, promoting Greg Dracon

07.30.13

Bit9 Announces Free Tool to Assess Advanced Threat Risks on PCs

07.30.13

We act quickly and engage openly, honestly and directly. We aspire to be the first call our CEOs make when they encounter a challenge, see an opportunity, need some advice or have a success to celebrate.

We help by:

Partnering to create, test and adapt corporate strategy

Providing operational advice

Offering marketing and sales guidance

Facilitating introductions to potential customers, strategic channels and partners

Recruiting key executives and building management teams

Providing Board leadership

Advising on corporate finance, debt and equity financing strategies

Working with the management team to ensure an optimal exit

Recent Press Releases

Three Companies Receive Veracode 2013 Secure Development Award

07.31.13

.406 Ventures Promotes Greg Dracon to Partner

07.30.13

Pwnie Express Raises \$5.1 Million Series A Funding

07.30.13

Boston Red Sox legend Ted Williams achieved an unsurpassed .406 batting average in the 1941 baseball season. He accomplished this by being a selective hitter and only swinging at pitches within the specific areas of the strike zone in which he knew he could hit best.

[Learn How This Relates to Our Philosophy >](#)

[About](#)

[Team](#)

[Strategy](#)

[Portfolio](#)

[Resources](#)

© 2013 .406 Ventures, LLC. All rights reserved.

617.406.3300

[Contact](#)

[Live Feed](#)

[News](#)

[Careers](#)

[Legal & Privacy](#)

[Share This Page](#)

617.406.3301

EXHIBIT H

(<http://blackcardcares.org>)



. (<http://blackcardcares.org/>)

About (<http://blackcardcares.org>) Charitable Fund Management (<http://blackcardcares.org/fundmanagement.html>)

Fiscal Agency (<http://blackcardcares.org/fiscalagency.html>) Donate (<http://blackcardcares.org/donate.html>)

Contact (<http://blackcardcares.org/contact.html>)

Home (<http://blackcardcares.org>) / About

Mission Statement

BlackCardCares (BCC) strives to raise awareness for not-for-profit 501(c)(3) organizations that promote self-reliance and sustainability. BCC unites volunteers and hosts charity events with strategic partners like the Ritz-Carlton, Hyatt Regency, Tiffany & Co., Microsoft, and many other socially conscious organizations. BCC raises awareness for non-profit organizations that serve one of the following 5 core areas:

- Education
- Environment

- Health Care
- Community Development
- Poverty Relief

Foundation's Background

BlackCardCares (BCC) believes that society, as a whole, rises when those who have been marginalized are given the opportunity to thrive. Humankind benefits when each person fulfills his or her potential and contributes to his or her fullest capabilities.

BCC serves as a clearinghouse for other not-for-profit organizations, by verifying other non-profit organizations and raising awareness of these organizations through creative campaigns and awareness raising networking events.

BCC develops strategic partnerships with organizations locally and around the world to create ongoing, sustainable change. BCC believes that mobilization, networking and awareness are catalysts to facilitating change.



[http //blackcardcares.org](http://blackcardcares.org) <http://blackcardcares.org> About <http://blackcardcares.org>

[Fund Management \(http://blackcardcares.org/fundmanagement.html\)](http://blackcardcares.org/fundmanagement.html) [Fiscal Agency \(http://blackcardcares.org/fiscalagency.html\)](http://blackcardcares.org/fiscalagency.html)

[Contact \(http://blackcardcares.org/contact.html\)](http://blackcardcares.org/contact.html)

© 2013 blackcardcares.org (<http://blackcardcares.org>)

<http://blackcardcares.org>

Case 2:13-cv-01177-DSC Document 1-9 Filed 08/14/13 Page 5 of 8

blackcardcares[. \(http://blackcardcares.org/\)](http://blackcardcares.org/)[About \(http://blackcardcares.org\)](http://blackcardcares.org) [Charitable Fund Management \(http://blackcardcares.org/fundmanagement.html\)](http://blackcardcares.org/fundmanagement.html)[Fiscal Agency \(http://blackcardcares.org/fiscalagency.html\)](http://blackcardcares.org/fiscalagency.html) [Donate \(http://blackcardcares.org/donate.html\)](http://blackcardcares.org/donate.html)[Contact \(http://blackcardcares.org/contact.html\)](http://blackcardcares.org/contact.html)[Home \(http://blackcardcares.org\)](http://blackcardcares.org) / [Charitable Fund Management](http://blackcardcares.org/fundmanagement.html)

CHARITABLE FUND MANAGEMENT

Many charitable objectives have investment implications, and a growing number of charities want to invest in line with their mission.

Failing to align a charity's investment in line with its mission can cause reputational risks for the charity which can alienate supporters and donors. Charities are becoming increasingly interested in which ESG factors can help managers control risks or seek out opportunities, and whether shareholder engagement might further their causes.

Our Role

BlackCardCares (BCC) provides a range of products and services to help charity fund managers develop responsible investment solutions which meet their clients' needs. We also have considerable experience of helping fund managers translate a charity's ethical investment policy into a practical, workable responsible investment solution.

Building Your Charity

Ethical and responsible investment is increasingly important to charity investors. BCC makes it our goal to understand your charity's particular mission, as we know those missions are very diverse. It follows that we offer an array of tailored solutions, or else to be clear about the needs of particular groups of charities in their target audience. As people become aware of more ways in which environmental and social factors can identify risks and opportunities, all charities will increasingly expect managers to be able to explain how they integrate these factors into their investment process.

Looking Ahead

Charity fund managers may work with BCC for a range of reasons:

- To create specific strategies for groups of charities
- To provide segregated portfolios to larger charities
- To support engagement, which creates value to advance the charitable cause

For more details on how we can help, please contact our client team (</contact.html>).



<http://blackcardcares.org> <http://blackcardcares.org> About (<http://blackcardcares.org>)

Fund Management (<http://blackcardcares.org/fundmanagement.html>) Fiscal Agency (<http://blackcardcares.org/fiscalagency.html>)

Contact (<http://blackcardcares.org/contact.html>)

<http://blackcardcares.org>

Case 2:13-cv-01177-DSC Document 1-9 Filed 08/14/13 Page 7 of 8

blackcardcares[. \(http://blackcardcares.org/\)](http://blackcardcares.org/)[About \(http://blackcardcares.org\)](http://blackcardcares.org) [Charitable Fund Management \(http://blackcardcares.org/fundmanagement.html\)](http://blackcardcares.org/fundmanagement.html)[Fiscal Agency \(http://blackcardcares.org/fiscalagency.html\)](http://blackcardcares.org/fiscalagency.html) [Donate \(http://blackcardcares.org/donate.html\)](http://blackcardcares.org/donate.html)[Contact \(http://blackcardcares.org/contact.html\)](http://blackcardcares.org/contact.html)[Home \(http://blackcardcares.org\)](http://blackcardcares.org) / [Donate](#)

DONATE

BlackCardCares is a not-for-profit public charity. Donations to BCC are tax-deductible as permitted under law. BCC is an exempt public charity organization under section 501(c)(3) of the Internal Revenue Code.

BCC is a 100% volunteer organization. All net proceeds are donated directly to charity. Your donation supports our grants, programs, fundraising activities, and beneficiary charities. BCC's executive team receives no compensation for their volunteer work.

Thank you for your donation through BlackCardCares. Together we empower the marginalized and the voiceless in society.

BCC's five areas of focus are:

- Education
- Environment
- Health Care
- Community Development
- Poverty Relief

All donations are welcome, even in as little as \$5.

Interested in making a donation? Please click below.



(/donations.html)



<http://blackcardcares.org>)

..... (<http://blackcardcares.org>)

About (<http://blackcardcares.org>)

Fund Management (<http://blackcardcares.org/fundmanagement.html>)

Fiscal Agency (<http://blackcardcares.org/fiscalagency.html>)

Contact (<http://blackcardcares.org/contact.html>)

© 2013 blackcardcares.org (<http://blackcardcares.org>)

EXHIBIT I



[US](#)

[BCCF MEDIA](#)

[BENEFICIARY CHARITIES](#)

[HOW BCCF WORKS?](#)

[UPDATES AND EVENTS](#)

[GET HELP OR VOLUNTEER](#)

About Us



BLACK CARD CIRCLE FOUNDATION CHARITY DINNER & M...



Mission Statement

The Black Card Circle Foundation (BCCF) strives to raise awareness for IRS recognized not-for-profit 501(c)(3) organizations that promote self-reliance and sustainability. BCCF unites volunteers and hosts charity events with strategic partners like the Ritz-Carlton, Hyatt Regency, Tiffany & Co., Microsoft, and many other socially conscious organizations. BCCF raises awareness for non-profit organizations that serve one of the following 5 core areas:

- Education
- Environment
- Health Care
- Community Development
- Poverty Relief

Black Card Circle Foundation Background

The Black Card Circle Foundation (BCCF) believes that society, as a whole, rises when those who have been marginalized are given the opportunity to thrive. Humankind benefits when each person fulfills his or her potential and contributes to his or her fullest capabilities.

BCCF serves as a clearinghouse for other not-for-profit organizations, by verifying other non-profit organizations and raising awareness of these organizations through creative campaigns and awareness raising networking events.

BCCF develops strategic partnerships with organizations locally and around the world to create ongoing, sustainable change. BCCF believes that mobilization, networking and awareness are catalysts to facilitating change.

To learn more about how the networking organization Black Card Circle® & the Black Card Circle® Foundation work together, please visit [Business Week's Business Exchange](#) for more information.

Supporting Documents

- [Article of Incorporation](#)
- [CA Exempt Status](#)

Updates and Events

[Hollywood Meets China](#)

["If we have no peace..." - Mother Teresa](#)

[BCCF's Beach Clean Up 2012](#)

[Roost.com Partnership for Social Good](#)

[What Is Your Legacy?](#)

[Lotay Yang - Why Blue Matters Interview](#)

[My Favorite @BCCF Cause: Autism Speaks](#)

Links and Tools

[BCCF Anymeeting](#)

[BCCF Cause on Facebook](#)

[BCCF Webmail](#)

[BCCF Website backend](#)

[Black Card Circle](#)

[Ethyrial Technology Solutions](#)

[Lotay Yang](#)

Copyright © 2012 - Black Card Circle® Foundation and blackcardcirclefoundation.org. All rights reserved. Federal Tax Identification Number 26-2849618.



[ABOUT US](#)[BCCF MEDIA](#)[BENEFICIARY CHARITIES](#)[HOW BCCF WORKS?](#)[UPDATES AND EVENTS](#)[GET HELP OR VOLUNTEER](#)

Donation



The Black Card Circle® Foundation, Inc. is an IRS recognized 501(c)(3) not-for-profit public charity. Donations are tax deductible as permitted under law. For frequently asked questions (FAQs) regarding Black Card Circle® Foundation (BCCF), please visit this link: <http://bit.ly/BCCFFAQs>

Donations to the Black Card Circle® Foundation (BCCF) are tax-deductible as permitted under law. BCCF is an exempt public charity organization under section 501(c)(3) of the Internal Revenue Code.

BCCF is a 100% volunteer organization. All net proceeds are donated directly to charity. Your donation supports our grants, programs, fundraising activities, and beneficiary charities. BCCF's executive team receives no compensation for their volunteer work.

Thank you for your donation to the Black Card Circle® Foundation. Together we empower the marginalized and the voiceless in society.

BCCF's 5 areas of focus are:

- Education
- Environment
- Health Care

Community Development Poverty Relief

Interested in making a donation? Please visit www.causes.com/blackcardcirclefoundation or click below.

All donations welcome even if it is as little as \$5.

Interested in volunteering?



-

\$

Enter Amount

-

Thank you.

Updates and Events

[Hollywood Meets China](#)

["If we have no peace..." - Mother Teresa](#)

[BCCF's Beach Clean Up 2012](#)

[Roost.com Partnership for Social Good](#)

[What Is Your Legacy?](#)

[Lotay Yang - Why Blue Matters Interview](#)

[My Favorite @BCCF Cause: Autism Speaks](#)

Links and Tools

[BCCF Anymeeting](#)

[BCCF Cause on Facebook](#)

[BCCF Webmail](#)

[BCCF Website backend](#)

[Black Card Circle](#)

[Ethyrial Technology Solutions](#)

[Lotay Yang](#)

Copyright © 2012 - Black Card Circle® Foundation and blackcardcirclefoundation.org. All rights reserved. Federal Tax Identification Number 26-2849618.



EXHIBIT J

- [Home](#)
- [About us](#)
- [Contact](#)
- [Media](#)
- [Events](#)
- [Jobs](#)
- [EIRIS Foundation](#)
- [Academics](#)
- [Publications](#)
- [Blog](#)

Site search:

- [For Asset Managers](#)
- [For Pension Funds](#)
- [For Charities](#)
- [For Companies](#)
- [For Advisers](#)
- [For Consumers](#)

EIRIS Blog:

[Rana plaza disaster – could this have been foreseen, or prevented?](#)

-
-
-

You are here: [Home](#) > [Asset Managers](#) > [Charity Fund Managers](#)



An essential ingredient in charity fund management

Many charitable objectives have investment implications and a growing number of charities want to invest in line with their mission.

Demand for responsible investment from the charity sector is growing. A 2009 survey conducted by the EIRIS Foundation and the Charity Finance Directors' Group showed that 45% of charities have an ethical investment policy.

Failing to align a charity's investment in line with its mission can cause reputational risks for the charity and this can alienate supporters and donors. Charities are also becoming increasingly interested in which ESG factors can help managers control risks or seek out opportunities, and whether shareholder engagement might further their causes.

The EIRIS role

EIRIS provides a range of products and services to help charity fund managers develop responsible investment solutions which meet their clients' needs. We also have considerable experience of helping fund managers translate a charity's ethical investment policy into a practical, workable responsible investment solution.

The EIRIS Foundation is itself a charity and has supported a charity project (www.charitysri.org) to provide detailed guidance to trustees, managers and owners in this area. EIRIS was originally created 25 years ago by a group of churches and charities who needed the kind of information we provide.

Building your business

Ethical or responsible investment is increasingly important to charity investors. Fund managers need to position themselves as ready and willing to support those trustees wishing to invest responsibly. The particular complication for managers is that such policies are quite rightly driven by a charities particular mission, and those missions are very diverse. It follows that managers need to offer tailored solutions, or else to be clear about the needs of particular groups of charities in their target audience. As people become aware of more ways in which ESG factors can identify risks and

opportunities, all charities will increasingly expect managers to be able to explain how they integrate these factors into their investment process.

The way forward

Charity fund managers may work with EIRIS for a range of reasons:

- To create specific funds for groups of charities
- To provide segregated portfolio is to larger charities
- To support engagement which creates value or perhaps which advances a charitable cause
- To help trustees assessed pooled funds

For more details of how we can help please contact our [client team](#)

- [Why invest responsibly?](#)
- [Institutional fund managers](#)
- [Retail fund managers](#)
- [Wealth managers](#)
- [Charity fund managers](#)
- [Key Strategies](#)
 - [Engagement](#)
 - [Creating portfolios](#)
 - [Integrating ESG](#)
- [Products & Services](#)
 - [EIRIS portfolio manager \(EPM\)](#)
 - [Climate change toolkit](#)
 - [Controversial weapons watch](#)
 - [Country bonds](#)
 - [Convention watch](#)
 - [Sustainability ratings](#)
 - [Engagement service](#)
 - [ESG news monitor](#)
 - [UN PRI toolkit](#)
 - [Voting service](#)
- [Bespoke services](#)
- [Our research](#)
- [Our clients](#)
- [UN PRI](#)

- [Climate change](#)
- [Sustainable investment](#)



News & events

- [World leaders and laggards exposed in 2nd EIRIS Global Sustainability Ratings Report](#) 25 June 2013

[Read more](#)

- [EIRIS welcomes final US reporting requirements on investment in Burma](#) 29 May 2013

[Read more](#)

- [See all news items](#)



[EIRIS research is externally certified to the ARISTA Quality Standard](#)

e-news sign up

To subscribe to e-news or to request further information on EIRIS please [click here](#).

[Back to top](#)

- [Home](#)
- [About us](#)
- [Contact](#)
- [Jobs](#)
- [Legal Information](#)
- [Asset Managers](#)
- [Pension Funds](#)
- [Charities](#)
- [Companies](#)
- [Advisers](#)
- [RSS Feeds](#)

© The EIRIS Foundation and Ethical Investment Research Services 2013. All rights reserved. Please read [Legal Information](#)

[Design and build by neo](#)

EXHIBIT K

(<http://blackcardpr.com>)

Case 2:13-cv-01177-DSC Document 1-12 Filed 08/14/13 Page 2 of 14

blackcardmedia

. (<http://blackcardpr.com/>)

[About \(http://blackcardpr.com\)](http://blackcardpr.com) [Services \(http://blackcardpr.com/services.html\)](http://blackcardpr.com/services.html) [Expertise \(http://blackcardpr.com/expertise.html\)](http://blackcardpr.com/expertise.html)

[Capabilities \(http://blackcardpr.com/capabilities.html\)](http://blackcardpr.com/capabilities.html) [Contact \(http://blackcardpr.com/contact.html\)](http://blackcardpr.com/contact.html)

[Home \(http://blackcardpr.com\)](http://blackcardpr.com) / [About](#)

Welcome to Our Firm

We generate insights through provocation and lateral thinking.

BlackCardMedia ("BCPR") works with the world's leading companies, helping them to design, engineer, and bring to market meaningful products and services. With an interdisciplinary team of designers, strategists, and software engineers, BCPR delivers connected experiences that span multiple technologies, platforms, and media. BCPR works across a broad spectrum of industries, including consumer electronics, telecommunications, healthcare, energy, automotive, media, entertainment, education, finance, retail, and fashion.



<http://blackcardpr.com>) <http://blackcardpr.com>) About (<http://blackcardpr.com>) Services (<http://blackcardpr.com/services.html>)

Expertise (<http://blackcardpr.com/expertise.html>) Capabilities (<http://blackcardpr.com/capabilities.html>)

Contact (<http://blackcardpr.com/contact.html>)

© 2013 blackcardpr.com (<http://blackcardpr.com>)

About (<http://blackcardpr.com>) Services (<http://blackcardpr.com/services.html>) Expertise (<http://blackcardpr.com/expertise.html>)

Capabilities (<http://blackcardpr.com/capabilities.html>) Contact (<http://blackcardpr.com/contact.html>)

Home (<http://blackcardpr.com>) / Services

Process

We meet client challenges with a simple yet powerful process.

Discover	Design	Deliver
Through intensive design research and strategic analysis, BCPR gains insight into customers, competitors, client brand, and key opportunities. Discover inspires and guides Design and Deliver.	Here is where we produce a range of design approaches and concepts to more fully address the client's challenge. The concepts are reviewed, tested, refined, and crafted into a focused design direction.	In this phase we specify, document, and deliver project details to the client for implementation, or we get involved directly in the production process—both guarantee the accurate translation of ideas into reality.

Capabilities

Our interdisciplinary approach informs and supports every project.

Interaction Design	Brand	Innovation Strategy
--------------------	-------	---------------------

We create interactive and visual design for physical, online, and mobile.

We shape brands by building the brand story into the products we create.

We uncover market insights and craft strategies to commercialize ideas.

Expertise

Our views on industry trends arm clients with a wealth of insights.

Mobile

Mobile technology is reshaping our lives. In four decades, we've worked with the world's industry leaders to design every element of the mobile ecosystem.

Media

The media industry is changing. We help our clients come up with new products and business models, and the strategies to put them in place.

Social Innovation

Improving the world through design and technology is one of our core principles, and we're committed to creating effective ecosystems to drive social change.



<http://blackcardpr.com>

..... <http://blackcardpr.com>

About <http://blackcardpr.com>

Services <http://blackcardpr.com/services.html>

Expertise <http://blackcardpr.com/expertise.html>

Capabilities <http://blackcardpr.com/capabilities.html>

Contact <http://blackcardpr.com/contact.html>

© 2013 blackcardpr.com <http://blackcardpr.com>



. (http://blackcardpr.com/)

About (<http://blackcardpr.com>) Services (<http://blackcardpr.com/services.html>) Expertise (<http://blackcardpr.com/expertise.html>)

Capabilities (<http://blackcardpr.com/capabilities.html>) Contact (<http://blackcardpr.com/contact.html>)

Home (<http://blackcardpr.com>) / Expertise

REBOOTING MEDIA

Our Media Expertise

Research

We conduct immersive user research to understand patterns of media behavior.

Emerging Technologies

We examine emerging technologies to inspire new ways of content creation and distribution.

Product and Interaction Design

We create products, services, and experiences to engage more demanding, participatory, and mobile audiences.

Innovation Strategy

We help our clients develop digital innovation strategies and new business models.

The BCPR® Perspective

In the new, distributed world, you want to be where the people are.

It's an understatement to say that the media industry is changing. Social networks, news aggregators, citizen journalism, hyper-local news, WikiLeaks, location-based services, branded content, content farming, IPTV, and the "tablet revolution" are just some of the new realities with which media companies find themselves grappling as their audiences fragment and their reach, relevance, and revenue erode.

Some see the disruptive forces of the real-time social web as an existential threat, while others consider them a historic opportunity to transform the role of media in society. Almost everyone in the industry, however, understands the need to innovate and is keen on exploring new, commercially viable ways of media production and distribution.

From print to TV to mobile, BCPR creates rich engagement models that build and bolster media brands in the digital age. Our extensive software expertise allows us to quickly prototype and deliver new formats and applications. As media companies evolve into software companies and B2B and B2C brands act as content publishers, we translate our insights from diverse industries into innovative solutions that can successfully engage "the people formerly known as the audience."



<http://blackcardpr.com>) <http://blackcardpr.com>) About <http://blackcardpr.com>) Services <http://blackcardpr.com/services.html>)

Expertise <http://blackcardpr.com/expertise.html>) Capabilities <http://blackcardpr.com/capabilities.html>)

Contact <http://blackcardpr.com/contact.html>)

© 2013 blackcardpr.com <http://blackcardpr.com>)

[About \(http://blackcardpr.com\)](http://blackcardpr.com) [Services \(http://blackcardpr.com/services.html\)](http://blackcardpr.com/services.html) [Expertise \(http://blackcardpr.com/expertise.html\)](http://blackcardpr.com/expertise.html)

[Capabilities \(http://blackcardpr.com/capabilities.html\)](http://blackcardpr.com/capabilities.html) [Contact \(http://blackcardpr.com/contact.html\)](http://blackcardpr.com/contact.html)

[Home \(http://blackcardpr.com\)](http://blackcardpr.com) / [Capabilities](#)

WE ARE IMPRESSIVE.

Interaction Design

We create user experiences for most technologies and platforms.

These days, value for our clients is driven more by software than by physical products, although the two often coexist. BCPR was one of the first design firms to recognize the importance of software and user interfaces, and we have made them a core part of our offering.

For us, experience design encompasses a huge range: consumer and enterprise desktop applications, websites, "weblications" and cloud-based applications, mobile interfaces and applications on multiple platforms, social networking, and interfaces embedded into physical products such as appliances or consumer electronics. The list goes on. If it involves software running on a screen, we've done it.

In the traditional model, software development starts with building the system architecture, then moves to defining the use cases and related workflows. That's followed by sketching the interface in wire frames and giving the software its visual appearance. At BCPR, we take a more progressive approach: We combine many of these activities in parallel streams that inform and inspire one another. This makes our designs more innovative, brings the software to maturity faster, and means we are validating feasibility and usability simultaneously.

Throughout the design process, BCPR's technologists and visual designers work alongside the rest of the team to ensure that the emerging designs can be implemented and are easy to use. We also identify ways in which technologies open up opportunities for new functionality and

Brand

We build brands through experience.

In a networked world—where product experience drives brand perception, and consumer behavior is measured at the speed of a tweet—brands need to deliver relevant products and services that generate authentic functional and emotional value for the people they serve, time after time.

At BCPR, our brand discipline helps clients identify and express a brand's promise through tangible behavior and signature experiences that connect with consumers, differentiate offerings, and create real business value. Our holistic approach integrates qualitative and quantitative research, strategy, design, and technology in a way that few others can match.

Collectively, this allows us to deliver strategic insights that illuminate opportunities, and design solutions that make them real. The result is experiences that live the brand and brands that can live anywhere—from physical to digital, from showroom to handset.

Product Design

Our legacy in craftsmanship brings form to our clients' ideas.

For BCPR, success is having a meaningful and lasting relationship with consumers, and well-designed products are vital to the experience one has with a brand. That's why we believe understanding consumers is the key to great product design. Consumers are increasingly more demanding about the quality of products in their lives because they have more choices than ever before. They're also keenly aware of the impact of consumption on our world. We realize that the physical is finite, and we design accordingly.

In each project we strive to comprehend the totality of the problem. We embrace cultural and business diversity. Our designers have mastered the tools and processes, but we don't believe in standardized scripts. We're constantly challenging conventional wisdom and exploring new directions.

Lastly, as technology continues to rapidly evolve, the ability to mediate between people and technology—between art and science—will define the next generation of design at BCPR.

Innovation Strategy

We uncover insights and craft strategies to commercialize ideas.

Innovation strategy ensures that the products and services we design are market-ready and aligned with our clients' objectives. We do this by working closely with our creative and technology teams to understand projects at every stage. We also partner with our clients from idea generation to market commercialization in order to mitigate the risks often associated with disruptive product innovation.

BCPR's design approach is always heavily influenced by the consumer voice. We gather market insights from qualitative and quantitative sources, giving us broad inputs that are more likely to identify opportunities that can achieve lasting market impact. Organizational insights come from deep immersion into our clients' business operations and decision-making processes. This ensures that objectives are evaluated early in the idea generation cycle.

Once product and service opportunities are identified, our strategists make sure they're viable by erecting strategic frameworks that position opportunities in various business contexts. Market dynamics, competitive response, and client capabilities are considered. We also provide clients with the financial justification, quantitative insights, and value analytics needed to better evaluate, prioritize, and communicate the business rationale.

Many of our clients don't have the capabilities required to make new ideas real, so our strategists help plan and execute new projects and processes, including assistance with necessary organizational changes. We make sure our creative efforts aren't compromised during the development cycle and that what eventually makes it to market is consistent with the original business and creative vision.



<http://blackcardpr.com> <http://blackcardpr.com> About (<http://blackcardpr.com>) Services (<http://blackcardpr.com/services.html>)

Expertise (<http://blackcardpr.com/expertise.html>) Capabilities (<http://blackcardpr.com/capabilities.html>)

Contact (<http://blackcardpr.com/contact.html>)

[. \(http://blackcardpr.com\)](http://blackcardpr.com)

Case 2:13-cv-01177-DSC Document 1-12 Filed 08/14/13 Page 12 of 14

blackcardmedia

[. \(http://blackcardpr.com/\)](http://blackcardpr.com/)[About \(http://blackcardpr.com\)](http://blackcardpr.com/) [Services \(http://blackcardpr.com/services.html\)](http://blackcardpr.com/services.html) [Expertise \(http://blackcardpr.com/expertise.html\)](http://blackcardpr.com/expertise.html)[Capabilities \(http://blackcardpr.com/capabilities.html\)](http://blackcardpr.com/capabilities.html) [Contact \(http://blackcardpr.com/contact.html\)](http://blackcardpr.com/contact.html)[Home \(http://blackcardpr.com\)](http://blackcardpr.com/) / [Contact Us](#)

CONTACT US

At BCPR, we partner with companies around the world to drive design deeper into the business process—informing our clients' offerings with the highest levels of strategic, creative, and technological insight. Whether revitalizing an existing product or service, entering a new market, or determining a long-term innovation strategy, we work closely with senior leadership to shape and execute programs that help businesses achieve their market potential.

We are committed to our clients' success and look forward to the opportunity to find the right team for your company's needs.

Name *

Title

Organization

Industry *

Country *

Email *

Reason for Inquiry *

Additional Information *

We will contact you if we need additional information to appropriately answer your inquiry. Contact information you provide, including e-mail address, may be used to respond to your request. We will not use the contact information you provide for product or promotional advertising unless you specifically request to receive product news or information.



(<http://blackcardpr.com>) (<http://blackcardpr.com>) About (<http://blackcardpr.com>) Services (<http://blackcardpr.com/services.html>)

Expertise (<http://blackcardpr.com/expertise.html>) Capabilities (<http://blackcardpr.com/capabilities.html>)

Contact (<http://blackcardpr.com/contact.html>)

© 2013 blackcardpr.com (<http://blackcardpr.com>)

EXHIBIT L



Work **Services** About Careers Contact [design mind \(http://designmind.frogdesign.com\)](http://designmind.frogdesign.com) [中文 \(http://www.frogdesign.cn\)](http://www.frogdesign.cn)
/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.2.1375990709927)

Interaction Design Product Design Innovation Strategy Brand Design Research Technology Software Engineering **frogThink**



frogThink

We generate insights through provocation and lateral thinking.

frogThink® is frog's approach to long-term creative partnerships. It is a means of infusing creativity into client organizations through facilitated work sessions and collaborative activities. We deploy frogThink at moments of clarity and confusion to create alignment, to generate new and innovative ideas, and to escape the paralysis that's all

creativity. The session can last from several hours to several days, and it demands that stakeholders reframe their understanding of their core business. Through this reframing comes risk and uncertainty, but with that comes reward and insight. The output of a frogThink is a set of actionable materials that can ensure alignment, create



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.2.1375990709927)

Interaction Design Product Design Innovation Strategy Brand Design Research Technology Software Engineering **frogThink**

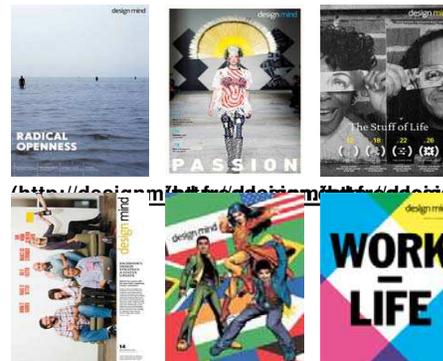
Expertise

Mobile
Energy
Healthcare
Software & Computing
Media
Retail
Social Innovation
China

Capabilities

Interaction Design
Product Design
Innovation Strategy
Brand
Design Research
Technology
Software Engineering
frogThink

design mind



(<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>)

Contacts

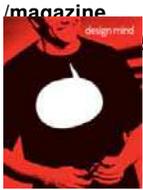
New Business

Media Contact

James Cortese, US
Emily Chong, Asia & EMEA
www.frogdesign.com

Locations

[Amsterdam](#)
[Austin](#)
[Boston](#)
[Johannesburg](#)
[Kyiv](#)
[Milan](#)
[Munich](#)
[New York](#)
[San Francisco](#)
[Seattle](#)



Shanghai

Yinnytasya

<http://designmind.frogdesign.com> | <http://designpower.frogdesign.com> | <http://designmotion.frogdesign.com>

/magazine | /magazine | /magazine

(the substance of power) | (motion)

of things

not seen

© 2013 frog design inc. | [Privacy Policy](#) | [Terms of Use](#)



Work Services **About** Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.3.1375990709927)

Appearances Centers of Passion History Management Network Press Center Publications Speakers

About frog

frog works with the world's leading companies, helping them to design, engineer, and bring to market meaningful products and services. With an interdisciplinary team of more than 1,000 designers, strategists, and software engineers, frog delivers connected experiences that span multiple technologies, platforms, and media. frog works across a broad spectrum of industries, including consumer electronics, telecommunications, healthcare, energy, automotive, media, entertainment, education, finance, retail, and fashion. Clients include Disney, GE, HP, Intel, Microsoft, MTV, Qualcomm, Siemens, and many other Fortune 500 brands. Founded in 1969, frog is headquartered in San Francisco, with locations in Amsterdam, Austin, Boston, Johannesburg, Kiev, Milan, Munich, New York, Seattle, Shanghai, and Vinnytsya. frog is a company of the Aricent Group, a global innovation and technology services firm.

[frog Overview \(long\)](#)
[frog Overview \(short\)](#)



In the News

Doreen Lorenzo on *Fortune*
[\(http://tech.fortune.cnn.com/2013/08/01/business-needs-to-practice-the- tao-of-simplicity/\)](http://tech.fortune.cnn.com/2013/08/01/business-needs-to-practice-the- tao-of-simplicity/)

To succeed, companies of all types have to learn how to help simplify consumers' lives.

Core77 Interviews Jonas Damon
http://www.core77.com/blog/videos/industrial_design_in_the_modern_world_short_

Hosted Events



Appearances

TEDxJohannesburg
[\(http://www.tedxjohannesburg.com/\)](http://www.tedxjohannesburg.com/)
 frog Executive Strategy Director Ravi Chhatpar will speak on August 15.

[\(http://www.tedxjohannesburg.com/\)](http://www.tedxjohannesburg.com/)

UX Week (<http://uxweek.com/2013/>)
 Principal Designer David Sherwin will



Work Services **About** Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.3.1375990709927)

Appearances Centers of Passion History Management Network Press Center Publications Speakers

(<http://gizmodo.com/what-comes-after-click-a-crash-course-in-tangible-user-815532137>)

Gizmodo features frog Fellow Jared Ficklin's walkthrough of RoomE.

The Store is Everywhere

(<http://www.businessoffashion.com/2013/07/the-store-is-everywhere-frog-forrester-google-nike-apple-steve-jobs-the-fancy-joe-einhorn.html>)

Chief Creative Officer Mark Rolston discusses the implications of pervasive computing for retail on the *Business of Fashion*.

technology, and business with key decision makers and influencers. Our design mind Salons are one format. In June 2012, we held the "Reinvent Business" hackathon. We run the event series *The Others*, a "live mash-up," and the Digital Brand Tank events in Munich. We support the TED Salons in London. We host "Think-Ins" in San Francisco. And we throw the SXSW Interactive opening party in Austin.

[Learn More](#)

/2013/)



(<http://www.outsellinc.com/signature/2013>)

7th Annual Outsell's Signature Event (<http://www.outsellinc.com/signature/2013>)

frog Chief Creative Officer Mark Rolston will speak at this exclusive gathering on October 4.

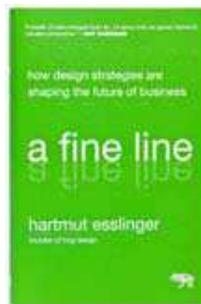
[More Appearances](#)

Publications



design mind

We publish *design mind*, a semi-annual award-winning magazine about innovation, technology, and design. Contributors include some of the world's leading thinkers, photographers, and writers.



A Fine Line

A Fine Line: How Design Strategies are Shaping the Future of Business is frog Founder Hartmut Esslinger's story of the innovation process and how he built a small design shop into the global company we are today.

[See Other frog Publications](#)

History



Here's a look at 42 years of frog.

[More History](#)



[Work](#)
[Services](#)
[About](#)
[Careers](#)
[Contact](#)
[design mind \(http://designmind.frogdesign.com\)](http://designmind.frogdesign.com)
[中文 \(http://www.frogdesign.cn\)](http://www.frogdesign.cn)

[/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.3.1375990709927\)](http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.3.1375990709927)

[Appearances](#)
[Centers of Passion](#)
[History](#)
[Management](#)
[Network](#)
[Press Center](#)
[Publications](#)
[Speakers](#)

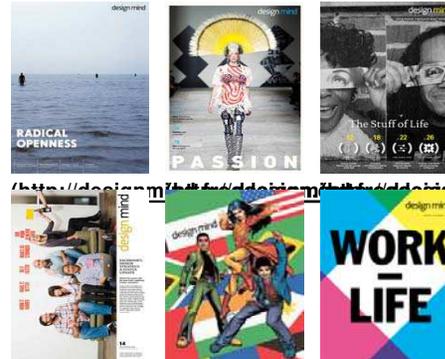
Expertise

Mobile
 Energy
 Healthcare
 Software & Computing
 Media
 Retail
 Social Innovation
 China

Capabilities

Interaction Design
 Product Design
 Innovation Strategy
 Brand
 Design Research
 Technology
 Software Engineering
 frogThink

design mind



<http://designmind.frogdesign.com>
<http://designmind.frogdesign.com>
<http://designmind.frogdesign.com>
<http://designmind.frogdesign.com>

Contacts

[New Business](#)
[Media Contact](#)
[James Cortese, US](#)
[Emily Chong, Asia & EMEA](#)
[frogdesign.com](http://www.frogdesign.com)

Locations

[Amsterdam](#)
[Austin](#)
[Boston](#)
[Johannesburg](#)
[Kyiv](#)
[Milan](#)
[Munich](#)
[New York](#)
[San Francisco](#)
[Seattle](#)



Shanghai

Yinnytsya

(http://designm1/frogdesign.com/frogdesign.com/frogdesign.com/frogdesign.com)

/magazine /magazine /magazine

(the substance (power) (motion))

of-things-

not-seen/

© 2013 frog design inc. | [Privacy Policy](#) | [Terms of Use](#)



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (<http://www.frogdesign.cn>)
/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.4.1375990709927)

Process Capabilities Expertise

We meet client challenges with a simple yet powerful process.

Discover

Analysis Becomes Insight

Through intensive design research and strategic analysis, frog gains insight into customers, competitors, client brand, and key opportunities. Discover inspires and guides Design and Deliver.

Design

Insights Become Ideas

Here is where we produce a range of design approaches and concepts to more fully address the client's challenge. The concepts are reviewed, tested, refined, and crafted into a focused design direction.

Deliver

Ideas Become Reality

In this phase we specify, document, and deliver project details to the client for implementation, or we get involved directly in the production process—both guarantee the accurate translation of ideas into reality.



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (<http://www.frogdesign.cn>)
 /?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.4.1375990709927)

Process Capabilities Expertise

Expertise	Capabilities	design mind	Contacts	Locations
Mobile Energy Healthcare Software & Computing Media Retail Social Innovation China	Interaction Design Product Design Innovation Strategy Brand Design Research Technology Software Engineering frogThink	  http://designmind.frogdesign.com	New Business Media Contact James Cortese, US Emily Chong, Asia & EMEA www.frogdesign.com	Amsterdam Austin Boston Johannesburg Kyiv Milan Munich New York San Francisco Seattle



Shanghai

Yinnytasya

<http://designm1/frogdesign.com> <http://designm2/frogdesign.com> <http://designm3/frogdesign.com>

/magazine /magazine /magazine

(the substance (power)) (motion)

of-things-

not-seen/

© 2013 frog design inc. | [Privacy Policy](#) | [Terms of Use](#)



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (<http://www.frogdesign.cn>)
/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.5.1375990709927)

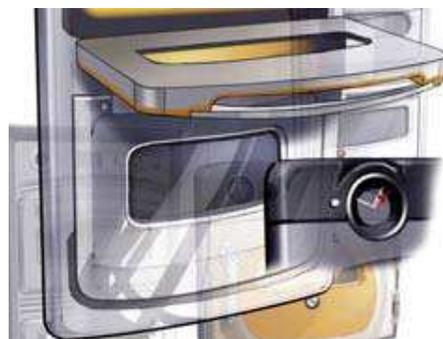
Process **Capabilities** Expertise

Our interdisciplinary approach informs and supports every project.



Interaction Design

We create interactive and visual design for physical, online, and mobile.



Product Design

Our legacy in craftsmanship brings form to our clients' ideas.



Innovation Strategy

We uncover market insights and craft strategies to commercialize ideas.



Brand

We shape brands by building the brand story into the products we create.



Design Research



Technology



Software Engineering



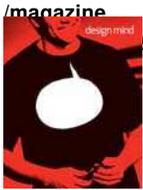
frogThink



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (<http://www.frogdesign.cn>)
 /?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.5.1375990709927)

Process **Capabilities** Expertise

Expertise	Capabilities	design mind	Contacts	Locations
Mobile Energy Healthcare Software & Computing Media Retail Social Innovation China	Interaction Design Product Design Innovation Strategy Brand Design Research Technology Software Engineering frogThink	  <p>(http://designmind.frogdesign.com) (http://designmind.frogdesign.com) (http://designmind.frogdesign.com)</p>	<p><u>New Business</u></p> <p><u>Media Contact</u></p> <p><u>James Cortese, US</u> <u>Emily Chong, Asia & EMEA</u> www.frogdesign.com</p>	<p><u>Amsterdam</u></p> <p><u>Austin</u></p> <p><u>Boston</u></p> <p><u>Johannesburg</u></p> <p><u>Kyiv</u></p> <p><u>Milan</u></p> <p><u>Munich</u></p> <p><u>New York</u></p> <p><u>San Francisco</u></p> <p><u>Seattle</u></p>



Shanghai

Yinnytasya

(http://designmind.frogdesign.com/)

/magazine

/magazine

/magazine

(the substance

(power)

(motion)

of things

not seen)

© 2013 frog design inc. | [Privacy Policy](#) | [Terms of Use](#)



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (<http://www.frogdesign.cn>)
/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.6.1375990709927)

Process Capabilities **Expertise**

Our views on industry trends arm clients with a wealth of insights.



Mobile

Mobile technology is reshaping our lives. In four decades, we've worked with the world's industry leaders to design every element of the mobile ecosystem.



Energy

With better digital tools, easier access to information, and the ability to share and compare consumption, we can foster more energy-efficient behavior.



Healthcare

Healthcare systems ought to focus more on consumer needs, which is why we design personal, meaningful, and supportive experiences.



Software & Computing

We think computing is about culture rather than computers: innovation comes from understanding technology and the interaction people have with it.





Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.6.1375990709927)

to put them in place.

help our clients compete.

effective ecosystems to drive social change.

Process Capabilities **Expertise**
the country?

Expertise

Mobile
Energy
Healthcare
Software & Computing
Media
Retail
Social Innovation
China

Capabilities

Interaction Design
Product Design
Innovation Strategy
Brand
Design Research
Technology
Software Engineering
frogThink

design mind



(<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>)

Contacts

New Business
Media Contact
James Cortese, US
Emily Chong, Asia & EMEA
www.frogdesign.com

Locations

[Amsterdam](#)
[Austin](#)
[Boston](#)
[Johannesburg](#)
[Kyiv](#)
[Milan](#)
[Munich](#)
[New York](#)
[San Francisco](#)
[Seattle](#)



Shanghai
Yinnytsya
fe/

(<http://designmind.frogdesign.com>)
<http://designmind.frogdesign.com>
<http://designmind.frogdesign.com>
 /magazine /magazine /magazine
 (the substance (power) (motion))
 of-things-
 not-seen/

© 2013 frog design inc. | [Privacy Policy](#) | [Terms of Use](#)



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.7.1375990709927)

Mobile Energy Healthcare Software & Computing **Media** Retail Social Innovation China

Rebooting Media

It's an understatement to say that the media industry is changing. Social networks, news aggregators, citizen journalism, hyper-local news, WikiLeaks, location-based services, branded content, content farming, IPTV, and the "tablet revolution" are just some of the new realities with which media companies find themselves grappling as their audiences fragment and their reach, relevance, and revenue erode.

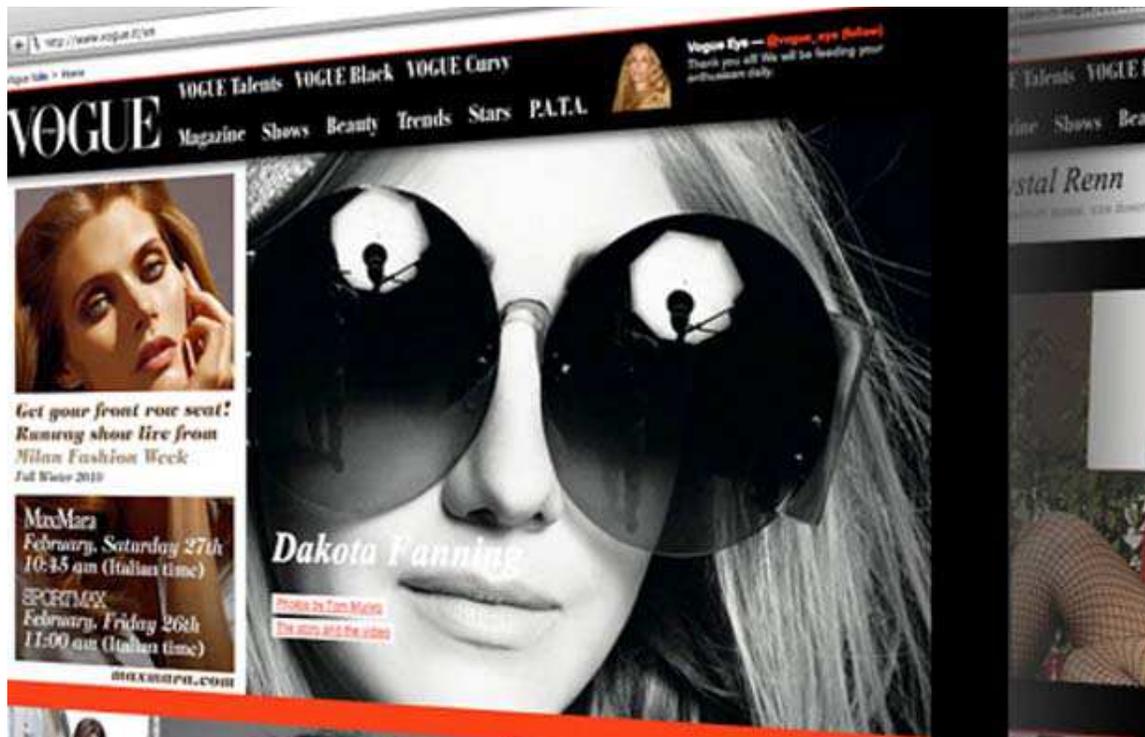
Some see the disruptive forces of the real-time social web as an existential threat, while others consider them a historic opportunity to transform the role of media in society. Almost everyone in the industry, however, understands the need to innovate and is keen on exploring new, commercially viable ways of media production and distribution.

From print to TV to mobile, frog creates rich engagement models that build and bolster media brands in the digital age. Our extensive software expertise allows us to quickly prototype and deliver new formats and applications. As media companies evolve into software companies and B2B and B2C brands act as content publishers, we translate our insights from diverse industries into innovative solutions that can successfully engage "the people formerly known as the audience."



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (<http://www.frogdesign.cn>)
/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.7.1375990709927)

Mobile Energy Healthcare Software & Computing **Media** Retail Social Innovation China



Vogue Italy asked us to translate the allure of its print magazine to the digital world.

patterns of media behavior.

Emerging Technologies

We examine emerging technologies to inspire new ways of content creation and distribution.

Product and Interaction Design

We create products, services, and experiences to engage more demanding, participatory, and mobile audiences.

Innovation Strategy

We help our clients develop digital innovation strategies and new business models.

4 Questions for Media

How do you:

create additional value for your audiences?

get your brand to **carry** your outlets?

get your outlets to **build** your brand?

become a **social** organization?

TV Goes Social



(<http://www.tvchatterapp.com/>)
[tvChatter](http://www.tvchatterapp.com/)



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.7.1375990709927)

Mobile Energy Healthcare Software & Computing **Media** Retail Social Innovation China

Expertise

Mobile
Energy
Healthcare
Software & Computing
Media
Retail
Social Innovation
China

Capabilities

Interaction Design
Product Design
Innovation Strategy
Brand
Design Research
Technology
Software Engineering
frogThink

design mind



(<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>) (<http://designmind.frogdesign.com>)

Contacts

New Business

Media Contact

James Cortese, US
Emily Chong, Asia & EMEA
www.frogdesign.com

Locations

Amsterdam
Austin
Boston
Johannesburg
Kyiv
Milan
Munich
New York
San Francisco
Seattle



Shanghai

Yinnytsya

<http://designmind.frogdesign.com> | <http://designpower.frogdesign.com> | <http://designmotion.frogdesign.com>

/magazine | /magazine | /magazine

(the substance of power) | (motion)

of things

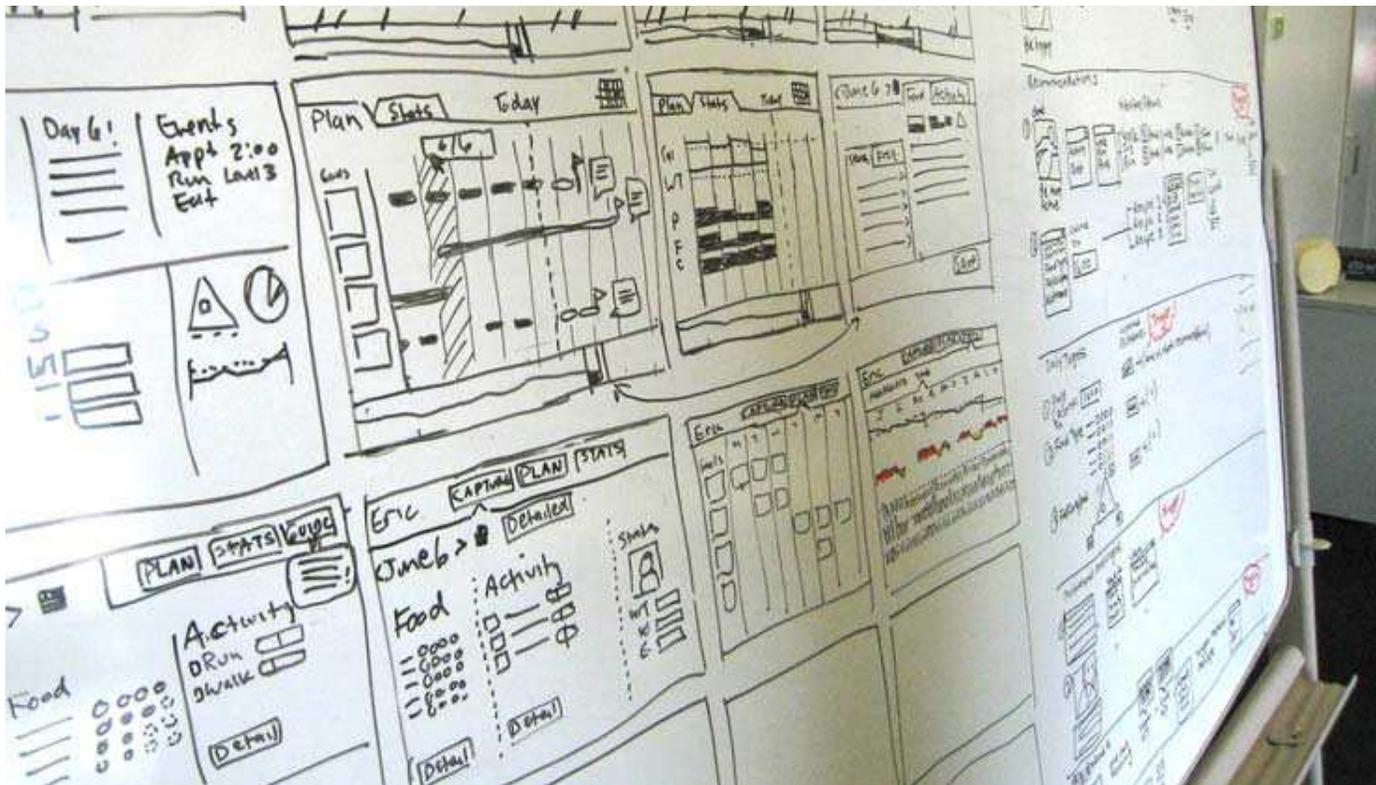
not seen

© 2013 frog design inc. | [Privacy Policy](#) | [Terms of Use](#)



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.8.1375990709927)

Interaction Design Product Design Innovation Strategy Brand Design Research Technology Software Engineering frogThink



Interaction Design

We create user experiences for most technologies and platforms.

These days, value for our clients is driven more by software than by physical products, although the two often coexist. frog was one of the first design firms to recognize the importance of software and user interfaces, and we have made them a core part of our offering since the early 1990's.

For us, experience design encompasses a huge range:

use cases and related workflows. That's followed by sketching the interface in wire frames and giving the software its visual appearance. At frog, we take a more progressive approach: We combine many of these activities in parallel streams that inform and inspire one another. This makes our designs more innovative, brings the software



Work **Services** About Careers Contact design mind (<http://designmind.frogdesign.com>) 中文 (http://www.frogdesign.cn/?__hstc=9223338.868097f44fa41b0adfff4625ff9ad99f.1373488666558.1375369948247.1375990709927.3&__hssc=9223338.8.1375990709927)

Interaction Design Product Design Innovation Strategy Brand Design Research Technology Software Engineering frogThink

Expertise	Capabilities	design mind	Contacts	Locations
Mobile Energy Healthcare Software & Computing Media Retail Social Innovation China	Interaction Design Product Design Innovation Strategy Brand Design Research Technology Software Engineering frogThink	<p> http://designmind.frogdesign.com http://designmind.frogdesign.com http://designmind.frogdesign.com </p>	<p>New Business</p> <p>Media Contact</p> <p>James Cortese, US Emily Chong, Asia & EMEA www.frogdesign.com</p>	<p>Amsterdam</p> <p>Austin</p> <p>Boston</p> <p>Johannesburg</p> <p>Kyiv</p> <p>Milan</p> <p>Munich</p> <p>New York</p> <p>San Francisco</p> <p>Seattle</p>



Shanghai

Vinnitsya

(<http://designm1.frogdesign.com/>) (<http://designm2.frogdesign.com/>) (<http://designm3.frogdesign.com/>)

/magazine /magazine /magazine

(the substance (power)) (motion)

of things-

not seen)

© 2013 frog design inc. | [Privacy Policy](#) | [Terms of Use](#)

AO 440 (Rev. 06/12) Summons in a Civil Action

UNITED STATES DISTRICT COURT

for the

WESTERN District of PENNSYLVANIA

AMERICAN EXPRESS MARKETING & DEVELOPMENT)
CORP. and AMERICAN EXPRESS TRAVEL)
RELATED SERVICES COMPANY, INC.)

Plaintiff(s)

v.

Civil Action No.

BLACKCARDSTATUS LLC and)
JOSEPH GRAZIANO)

Defendant(s)

SUMMONS IN A CIVIL ACTION

To: (Defendant's name and address)

BLACKCARDSTATUS LLC
c/o NEVADA BUSINESS CENTER LLC
311 West Third Street
Suite 3955
Carson City, NV 89703

A lawsuit has been filed against you.

Within 21 days after service of this summons on you (not counting the day you received it) — or 60 days if you are the United States or a United States agency, or an officer or employee of the United States described in Fed. R. Civ. P. 12 (a)(2) or (3) — you must serve on the plaintiff an answer to the attached complaint or a motion under Rule 12 of the Federal Rules of Civil Procedure. The answer or motion must be served on the plaintiff or plaintiff's attorney, whose name and address are:

David R. Cohen
REED SMITH LLP
Reed Smith Centre
225 Fifth Avenue
Pittsburgh, PA 15222

If you fail to respond, judgment by default will be entered against you for the relief demanded in the complaint. You also must file your answer or motion with the court.

CLERK OF COURT

Date:

Signature of Clerk or Deputy Clerk

Civil Action No. _____

PROOF OF SERVICE

(This section should not be filed with the court unless required by Fed. R. Civ. P. 4 (l))

This summons for *(name of individual and title, if any)*
was received by me on *(date)*

I personally served the summons on the individual at *(place)*
on *(date)* ; or

I left the summons at the individual's residence or usual place of abode with *(name)*
a person of suitable age and discretion who resides there,
on *(date)* , and mailed a copy to the individual's last known address; or

I served the summons on *(name of individual)* , who is
designated by law to accept service of process on behalf of *(name of organization)*
on *(date)* ; or

I returned the summons unexecuted because _____ ; or

Other *(specify)*: _____

My fees are \$ _____ for travel and \$ _____ for services, for a total of \$ _____.

I declare under penalty of perjury that this information is true.

Date: _____

Server's signature

Printed name and title

Server's address

Additional information regarding attempted service, etc:

AO 440 (Rev. 06/12) Summons in a Civil Action

UNITED STATES DISTRICT COURT

for the

Western District of Pennsylvania

AMERICAN EXPRESS MARKETING & DEVELOPMENT)
CORP. AND AMERICAN EXPRESS TRAVEL)
RELATED SERVICES COMPANY, INC.)

Plaintiff(s)

v.

Civil Action No.

BLACKCARDSTATUS LLC AND)
JOSEPH GRAZIANO)

Defendant(s)

SUMMONS IN A CIVIL ACTION

To: (Defendant's name and address)

Joseph Graziano
151 Fort Pitt Blvd
Pittsburgh, PA 15222

A lawsuit has been filed against you.

Within 21 days after service of this summons on you (not counting the day you received it) — or 60 days if you are the United States or a United States agency, or an officer or employee of the United States described in Fed. R. Civ. P. 12 (a)(2) or (3) — you must serve on the plaintiff an answer to the attached complaint or a motion under Rule 12 of the Federal Rules of Civil Procedure. The answer or motion must be served on the plaintiff or plaintiff's attorney, whose name and address are:

David R. Cohen
Reed Smith LLP
Reed Smith Centre
225 Fifth Avenue
Pittsburgh, PA 15222

If you fail to respond, judgment by default will be entered against you for the relief demanded in the complaint. You also must file your answer or motion with the court.

CLERK OF COURT

Date:

Signature of Clerk or Deputy Clerk

Civil Action No. _____

PROOF OF SERVICE

(This section should not be filed with the court unless required by Fed. R. Civ. P. 4 (l))

This summons for *(name of individual and title, if any)*
was received by me on *(date)*

I personally served the summons on the individual at *(place)*
on *(date)* ; or

I left the summons at the individual's residence or usual place of abode with *(name)*
a person of suitable age and discretion who resides there,
on *(date)* and mailed a copy to the individual's last known address; or

I served the summons on *(name of individual)*, who is
designated by law to accept service of process on behalf of *(name of organization)*
on *(date)* ; or

I returned the summons unexecuted because _____ ; or

Other *(specify)*:

My fees are \$ _____ for travel and \$ _____ for services, for a total of \$ _____.

I declare under penalty of perjury that this information is true.

Date:

Server's signature

Printed name and title

Server's address

Additional information regarding attempted service, etc:

EXHIBIT C

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

----- x	:	
AMERICAN EXPRESS MARKETING &	:	
DEVELOPMENT CORP. and AMERICAN	:	Civil Action No. 13-cv-01177-DSC
EXPRESS TRAVEL RELATED SERVICES	:	
COMPANY, INC.,	:	David S. Cercone
	:	United States District Judge
Plaintiffs,	:	
	:	
- against -	:	
	:	
BLACKCARDSTATUS LLC and JOSEPH	:	
GRAZIANO,	:	
	:	
Defendants.	:	
----- x	:	

**REQUEST TO ENTER DEFAULT AGAINST
DEFENDANT BLACKCARDSTATUS LLC**

To the Clerk of the U.S. District Court for the Western District of Pennsylvania

You will please enter the default of defendant Blackcardstatus LLC for failure to plead or otherwise defend as provided by the Federal Rules of Civil Procedure as appears from the affidavit of Camille Calman hereto attached.

Dated: Pittsburgh, Pennsylvania
October 28, 2013

Respectfully submitted,

DAVIS WRIGHT TREMAINE LLP

By: /s/ Camille Calman
Marcia B. Paul (admitted *pro hac vice*)
Carolyn K. Foley (admitted *pro hac vice*)
Camille Calman (admitted *pro hac vice*)
1633 Broadway 27th floor
New York, New York 10019
(212) 489-8230

REED SMITH LLP
Reed Smith Centre
225 Fifth Avenue
Pittsburgh, PA 15222

David R. Cohen (PA ID No. 39540)
William J. Sheridan (PA ID No.
206718)

*Attorneys for American Express Marketing &
Development Corp. and American Express
Travel Related Services Company, Inc.*

AND NOW, THIS 29th DAY OF October, 2013 pursuant to request to enter default and affidavits filed, default is hereby entered against Defendant Blackcardstatus LLC for failure to plead or otherwise defend.

Clerk



EXHIBIT D

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

AMERICAN EXPRESS MARKETING & DEVELOPMENT CORP. and AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC.,	:	Civil Action No. 13-cv-01177-DSC
	:	David S. Cercone
	:	United States District Judge
Plaintiffs,	:	
- against -	:	
BLACKCARDSTATUS LLC and JOSEPH GRAZIANO,	:	
Defendants.	:	

**REQUEST TO ENTER DEFAULT AGAINST
DEFENDANT JOSEPH GRAZIANO**

To the Clerk of the U.S. District Court for the Western District of Pennsylvania

You will please enter the default of defendant Joseph Graziano for failure to plead or otherwise defend as provided by the Federal Rules of Civil Procedure as appears from the affidavit of Camille Calman hereto attached.

Dated: Pittsburgh, Pennsylvania.
November 25, 2013

Respectfully submitted,

DAVIS WRIGHT TREMAINE LLP

By: /s/ Camille Calman
Marcia B. Paul (admitted *pro hac vice*)
Carolyn K. Foley (admitted *pro hac vice*)
Camille Calman (admitted *pro hac vice*)
1633 Broadway 27th floor
New York, New York 10019
(212) 489-8230