

ESTTA Tracking number: **ESTTA1261038**

Filing date: **01/19/2023**

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

Proceeding no.	92077934
Party	Plaintiff Glydways, Inc.
Correspondence address	BRIAN M DAVIS VLP LAW GROUP LLP 5960 FAIRVIEW RD SUITE 400 CHARLOTTE, NC 28210 UNITED STATES Primary email: bdavis@vlplawgroup.com Secondary email(s): trademarks@vlplawgroup.com, saustin@vlplawgroup.com 704-245-6515
Submission	Motion to Suspend for Civil Action
Filer's name	Scott R. Austin
Filer's email	saustin@vlplawgroup.com, trademarks@vlplawgroup.com
Signature	/Scott R. Austin/
Date	01/19/2023
Attachments	Glydways Inc. Motion to Suspend Cancellation due to Pending District Court Proceedings.pdf(392390 bytes)

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

GLYDWAYS, INC.,

Petitioner,

v.

Cancellation No.: 92077934

Registration No. 5,503,597

Date of Issuance: June 26, 2018

GLYD, INC.,

Registrant.

MOTION FOR SUSPENSION OF PROCEEDING

Petitioner Glydways, Inc. hereby moves, pursuant to 37 C.F.R. § 2.117(a), for suspension of this cancellation proceeding pending final disposition of an ongoing action recently filed in the United States District Court for the Northern District of California, captioned *Glydways, Inc. v. Glyd, Inc.*, Case 3:23-cv-00203-EJD (N.D. Cal.) filed January 16, 2023 (the "Federal Action") the complaint for which is attached as Exhibit 1. The claims in this action directly bear on the question of whether registrant is entitled to maintain the GLYD registration.

Under 37 C.F.R. § 2.117(a). "[w]henver it shall come to the attention of the Trademark Trial and Appeal Board that a party or parties to a pending case are engaged in a civil action ... which may have a bearing on the case, proceedings before the Board

may be suspended until termination of the civil action." Generally, the Board will suspend a proceeding when the parties are involved in a civil action that may be dispositive of or have a bearing on the Board case. This policy exists both to conserve Board resources and because a federal court determination is binding on the Board, while Board decisions are not binding on a federal court. *See* Trademark Rule 2.117(a). *See also* Trademark Trial and Appeal Board Manual of Procedure, TBMP § 510.02(a) (2d ed. rev. 2004).

The Federal Action involves the same parties as this proceeding. The Petitioners herein are the plaintiffs in the Federal Action. The Registrant is defendant in the Federal Action.

The trademark at issue in this proceeding is at the heart of the allegations in the Federal Action. *See* Exhibit 1. In the Federal Action, petitioner seeks, *inter alia*, a federal court order canceling the registration at issue in this petition. Accordingly, the Federal Action involves issues of law and fact that will not only have a bearing on this proceeding, but may also be dispositive of it.

Petitioner believes it would be in the best interests of the Board to suspend the present proceeding and preserve Board resources. Petitioner therefore respectfully requests that this proceeding be suspended pending final determination of the pending Federal Action.

Dated: January 19, 2023
Fort Lauderdale, Florida

Respectfully submitted,
VLP Law Group LLP

By: /Scott R. Austin/
Scott R. Austin

Scott R. Austin
Brian M. Davis
101 NE 3rd Third Avenue
Fort Lauderdale, Florida 33301
(954) 204-3744
trademarks@vlplawgroup.com
Attorneys for Petitioner
Glydways, Inc.

EXHIBIT 1

1 Rob Buccieri (SBN 204255)
rbuccieri@vlplawgroup.com
2 VLP LAW GROUP LLP
1534 Plaza Lane, Suite 324
3 Burlingame, CA 94010
Telephone: (650) 235-4431
4 Facsimile: (650) 235-4724

5 Attorneys for Plaintiff
6 Glydways Inc.

7
8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA

10
11 Glydways, Inc. a Delaware Corporation

12 Plaintiff,

13 v.

14 Glyd, Inc., a Delaware Corporation, and
DOES 1-10, inclusive ,

15 Defendants.
16
17

Case No.

**Complaint for Declaratory
Judgment**

Demand for Jury Trial

18
19 Plaintiff Glydways, Inc. (“Plaintiff” or “Glydways Inc”), by and through undersigned
20 counsel, for its Complaint against Defendant GLYD, INC. (“Defendant” or “GLYD, INC.”), alleges
21 as follows on knowledge as to its own actions, and otherwise upon information and belief.

22 Allegations made on information and belief are premised on the belief that the same are likely to
23 have evidentiary support after a reasonable opportunity for further investigation and discovery.
24

PRELIMINARY STATEMENT

25 1. This is an action under the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202,
26 seeking a declaration that Plaintiff’s conduct does not infringe Defendant’s alleged GLYD
27 trademark (the “Defendant’s Designation”) or constitute unfair competition under the Lanham Act,
28

1 15 U.S.C. §1051 et. seq., or violate California trademark law. Plaintiff further seeks a declaration
2 that Defendant owns no enforceable trademark rights in Defendant's Designation in connection
3 with the transportation services identified in Class 39 set forth in Defendant's U.S. Trademark
4 Registration No. 5,503,597 nor existed prior to the date Plaintiff commenced use of Plaintiff's
5 Mark; and cancellation of such Registration for the services in Class 39 based on abandonment
6 under 15 U.S.C. §1127, and cancellation of such Registration for false first use date information
7 provided to the United States Patent and Trademark Office ("USPTO") in its application (Ser. No.
8 86/962,622) to intentionally deceive the USPTO in obtaining Defendant's U.S. Trademark
9 Registration No. 5,503,597.

10 2. This action arises out of Defendant's demands set out in its December 1, 2022 letter
11 to Plaintiff that Plaintiff cease and desist from using the trademark GLYDWAYS in standard
12 character and stylized form ("Plaintiff's Mark") as set forth in Applications for U.S. Trademark
13 Registration Serial Nos. 90/318,308 and 90/318,317 respectively, filed in connection with "Mass
14 transit services provided to the public; transportation services, namely, making reservations and
15 bookings for transportation; transportation services, namely, providing temporary use of vehicles;
16 passenger transportation services, namely, by autonomous vehicles; car rental services; freight
17 transportation by autonomous vehicles; providing a website featuring information regarding
18 autonomous car transportation services and scheduling transportation services; leasing of vehicles;
19 leasing of automobiles; transport and delivery of goods; supply chain logistics and reverse logistics
20 services, namely, storage, transportation, and delivery of goods for others by land; transportation
21 services, namely, the pickup and drop-off of passengers at designated or directed locations"
22 ("Plaintiff's Mass Transit Services") and its threats to commence legal action against Plaintiff if
23 Plaintiff does not comply with Defendant's demands. Plaintiff disputes Defendant's claim of
24 ownership of prior rights in Defendant's Designation and denies that it has infringed, diluted, or
25 otherwise violated any rights of Defendant.

26 **JURISDICTION**

27 3. This action arises under the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202,
28 and the trademark laws of the United States, 15 U.S.C. § 1051 et seq.

1 limited to a mobile application that allows users to post itineraries for travelers visiting their city
2 or region (see <http://www.glyd.co/>), which mobile app may no longer be downloadable, and there
3 is no evidence that the transportation services listed in Class 39 in Defendant’s trademark
4 registration are offered or have ever been offered.

5 **FACTS**

6 **Plaintiff’s Business and Use of Plaintiff’s Mark**

7 10. Plaintiff is an American transportation technology and clean energy company
8 based in South San Francisco, California, that unlike Defendant is engaged in the actual design,
9 manufacture, installation and operation of substantial but affordable infrastructure and energy-
10 efficient technologies for autonomous transportation of passengers and goods for low, medium
11 and extremely high capacity needs. Founded by an engineer in 2016, the company was started
12 with the goal of providing affordable mobility for communities across the world through a
13 tangible 24/7 human and freight mobility service solution that is environmentally net-negative in
14 terms of greenhouse gas production (GHG), and, inherently profitable. Plaintiff’s business
15 services of infrastructure for communities are wholly distinguishable from a business like
16 Defendant’s which is merely a mobile phone application for tourists to plan their travel
17 itineraries.

18 11. On or around 2016, Plaintiff commenced its business involving the development of
19 technology for its transportation services intending that those services be identified by Plaintiff’s
20 Mark and ultimately selected GLYDWAYS as Plaintiff’s Mark because the term provided the best
21 single term to express through a coined unique word Plaintiff’s visionary system of on-demand,
22 anytime, public transportation featuring autonomous, personal vehicles moving in dedicated
23 lanes , as the next logical expansion in the historical technological continuum of human and
24 freight mobility systems, from “railways” to “roadways” to “glydways”, which as marketed,
25 requires working in collaboration with city officials, community leaders, land surveyors,
26 environmental engineers, and Plaintiff’s infrastructure and manufacturing partners, to establish
27 such a major shift in transportation infrastructure.

1 12. Plaintiff has made substantial investments of over \$42 million since its founding in
2 2016, in advertising, marketing, and research and development of the technology and
3 infrastructure architecture for its autonomous vehicle transportation services with the intent to
4 use Plaintiff's Mark in commerce in California and throughout the United States to identify
5 Plaintiff as the source of Plaintiff's substantial transportation services targeting municipalities as
6 customers for its services, namely, the services set forth in Plaintiff's Application for U.S.
7 Trademark Registration referenced in the immediately following numbered paragraph below.
8 Attached hereto as Composite Exhibits A-1 and A-2 are website content, photographs, videos and
9 representative samples of materials showing Plaintiff's proposed use of Plaintiff's Mark in
10 connection with its transportation services.

11 13. On November 13, 2020 , Plaintiff filed Applications for U.S. Trademark
12 Registration Serial Nos. 90/318,308 and 90/318,317 respectively, for the marks GLYDWAYS (in
13 standard character form) and GLYDWAYS (in a stylized font), each on an intent-to-use basis
14 under Section 1B of the US Trademark Act, to register Plaintiff's Mark for Plaintiff's Mass Transit
15 Services, namely, "Mass transit services provided to the public; transportation services, namely,
16 making reservations and bookings for transportation; transportation services, namely,
17 providing temporary use of vehicles; passenger transportation services, namely, travel by
18 autonomous vehicles; car rental services; freight transportation by autonomous vehicles;
19 providing a website featuring information regarding autonomous car transportation services and
20 scheduling transportation services; leasing of vehicles; leasing of automobiles; transport and
21 delivery of goods; supply chain logistics and reverse logistics services, namely, storage,
22 transportation, and delivery of goods for others by land; transportation services, namely,
23 coordinating the pickup and drop-off of passengers at designated or directed locations" in
24 International Class 39 (collectively, the "GLYDWAYS Applications").

25 14. On April 25, 2021, the USPTO issued Office Actions which cited as a conflict to
26 the registration of each of the GLYDWAYS Applications, Defendant's U.S. Trademark
27 Registration No. 5,503,597 for the GLYD Designation, a copy of which registration is attached to
28 this Complaint as Exhibit B (the "597 Registration")

1 15. The ‘597 Registration for Defendant’s GLYD Designation, was registered June 26,
2 2018, for a range of transportation services in International Class 39 set forth in the ‘597
3 Registration, and claimed a first use date of May 13, 2013, as set forth on Exhibit B.

4 16. Plaintiff, after diligent investigation on or about August 2021, determined that
5 the validity of the ‘597 Registration was doubtful because, among other things, it appeared there
6 was no evidence of use by Defendant of the GLYD Designation for any of the transportation
7 services listed in the ‘597 Registration, and Registrant’s website at the time was inactive.

8 17. Subsequently, Plaintiff also determined that the first use date claimed by
9 Defendant for the GLYD Designation, May 13, 2013, was clearly fraudulent since it pre-dated by
10 almost 3 years Defendant’s corporate existence, which began when it was incorporated on
11 January 14, 2016, , as shown on the Delaware Secretary of State corporate records for Defendant,
12 a copy of which is attached as Exhibit C.

13 18. On August 31, 2021, Plaintiff filed a petition for cancellation of the ‘597
14 Registration before the Trademark Trial and Appeal Board pursuant to 15 U.S.C. § 1064(3)
15 because upon information and belief, Defendant had abandoned the mark that is the subject of
16 the ‘ 597 Registration in the United States, as the term “abandonment” is defined in 15 U.S.C.
17 §1127 (the “Petition for Cancellation”). Attached as Exhibit D is a true and correct copy of the
18 Petition for Cancellation as filed by Plaintiff as Petitioner.

19 19. Plaintiff argued in its Petition and as evidence in support thereof attached the
20 GooglePlay description of Defendant’s mobile application, showing that Defendant’s GLYD
21 Designation: “is used solely in association with a mobile application that allows locals to create
22 travel itineraries for out-of-town visitors. There is no indication that transportation services are
23 offered, other than mentioning that having someone accompany the visitor on the itinerary would
24 be a feature that was coming in “Summer 2019.” Further, the website associated with Respondent
25 is now inactive which suggests that the Respondent is no longer in business.” Exhibit D, Petition
26 for Cancellation at page 2, para. 3.

27 20. Plaintiff further argues here as it did in its Petition, that Defendant “appears to
28 have discontinued, or never begun, all service mark use of its GLYD mark with no intent to

1 resume such use in connection with the services covered by the ['597] Registration in
2 International Class 39, namely "Transport and delivery of goods; Transport and storage of goods;
3 Transport of persons and goods; Transport reservation; Arranging transport for travelers;
4 Organizing transport for travelers; Passenger transport; Providing transport for guided tours by
5 individual preference" ("Defendant's Claimed Transportation Services") Exhibit D, Petition for
6 Cancellation at page 2, para. 4..

7 21. Plaintiff contended, therefore, that it established a prima facie case of
8 abandonment, having shown Defendant's non-use of the mark that is the subject of its '597
9 Registration for a period longer than three consecutive years, occurring after the issuance of the
10 Registration, which qualifies within the meaning of the term "abandonment" as defined in 15
11 U.S.C. §1127; Defendant has abandoned the GLYD Designation that is the subject of the '597
12 Registration in the United States, and therefore the Registration is subject to cancellation under
13 15 U.S.C. § 1064(3). Exhibit D, Petition for Cancellation at page 2, paras. 5 and 6.

14 22. Based on these claims and materials submitted to support them, because Plaintiff
15 would be damaged by the continued presence of the '597 Registration on the Principal Register,
16 Plaintiff asked the Board to cancel the U.S. Trademark Registration No. 5,503,597 for the GLYD
17 Designation pursuant to 15 U.S.C. § 1064 with regard to the services listed in International Class
18 39. Exhibit D, Petition for Cancellation at page 2, para 7.

19
20 **Defendant's Designation**

21 23. On information and belief, Defendant never commenced use of Defendant's GLYD
22 Designation in connection with Defendant's Claimed Transportation Services in Class 39, and
23 therefore there can be no actual or likely confusion among consumers, especially where such
24 services were falsely claimed to be sold to establish trademark use by Defendant years before
25 Defendant, a corporate entity, ever existed.

26 24. Despite Defendant's claim that it owns prior trademark rights in Defendant's
27 GLYD Designation for transportation services, Defendant owns no trademark rights in the
28

1 designation for such services in class 39 as there is no evidence that the transportation services
2 were ever provided that would confuse consumers with Plaintiff's GLYDWAYS Mark.

3 25. Defendant provides only travel itineraries through an app or its website as shown
4 in the limited specimens which Defendant submitted in its response to overcome specimen
5 refusals to all of its submitted classes of goods and services in an office action issued by the
6 USPTO on March 29, 2017 questioning Defendant's then U.S. Application for registration of the
7 GLYD Designation (Ser. No. 86/962,622). The specimens submitted admit to no use or
8 ownership of transport vehicles or transportation infrastructure like Plaintiff proposes to use to
9 provide Plaintiff's Mass Transit Services. Instead, each cell phone screen shot submitted in
10 Defendant's response to office action dated September 1, 2017, a copy of which is attached as
11 Composite Exhibit E, and Composite Exhibits E1 through E5, each of which shows a tiny screen
12 shot of a mobile phone using Defendant's app displaying maps and itineraries for various
13 activities such as hiking or visiting an observatory. None of Defendant's specimens in Composite
14 Exhibit E show any ownership or operation of mass transit vehicles, autonomous or otherwise by
15 Defendant that would likely confuse, deceive or cause consumers to mistake Defendant's mobile
16 app tourist itineraries with Plaintiff's substantial mass transit fleet of autonomous cars and cargo
17 hauling trucks that comprise Plaintiff's anticipated transportation services identified in its
18 application, which evidence of Defendant's Claimed Transportation Services of record with the
19 USPTO demonstrates Plaintiff's Mass Transit Services are clearly unrelated and sufficiently
20 distinct from Defendant's services to avoid a likelihood of confusion between Plaintiff's
21 GLYDWAY Marks used to identify its services, and the GLYD Designation identifying only mobile
22 app tourist itineraries as Defendant's Claimed Transportation Services.

23 **Existence of an Actual Controversy**

24 26. There is an actual controversy within the jurisdiction of this Court under 28 U.S.C.
25 §§ 2201 and 2202.

26 27. On December 1, 2022, Defendant through its counsel sent a letter ("Defendant's
27 Cease and Desist Letter") via email and overnight courier addressed to "c/o" Plaintiff's counsel,
28 but also sent separately via courier directly to each of Plaintiff's individual officers and directors,

1 objecting to Plaintiff's use of Plaintiff's Mark, claiming that Plaintiff's use of Plaintiff's
2 GLYDWAYS Mark constitutes trademark infringement, false designation of origin and unfair
3 competition under federal law ("Defendant's Claims").

4 28. In its letter, Defendant demanded that Plaintiff cease all use of Plaintiff's Mark in
5 connection with Plaintiff's transportation services, and any terms similar to "Glydways" or "Glyd
6 Cars". Defendant also stated that if Plaintiff did not comply with its demands Defendant would
7 initiate litigation and seek all legal remedies including "compensatory damages, punitive
8 damages, and attorney's fees". Attached hereto as Exhibit F is a true and correct copy of
9 Defendant's Cease and Desist Letter.

10 29. Defendant's accusations of infringement and unfair competition set out in
11 Defendant's letter are without basis because Defendant owns no trademark rights in Defendant's
12 Designation for transportation services due to its abandonment of use of the GLYD Designation
13 for such services in Class 39.

14 30. Defendant's Claims, accusations of infringement and unfair competition set out in
15 Defendant's Cease and Desist Letter, are without basis because consumers are not likely to
16 confuse Plaintiff's use of Plaintiff's Mark for its distinctive mass transit infrastructure
17 transportation services featuring autonomous cars and trucks, which services are clearly
18 distinguishable from Defendant's mobile app tourist itinerary services featuring screen shots of
19 local landmarks and tourist itineraries.

20 31. On December 8, 2022, Plaintiff's counsel responded via email to Defendant's
21 Letter noting receipt of Defendant's Claims. Plaintiff vigorously disputes Defendant's Claims,
22 takes the position that Defendant's accusations are without merit, that Plaintiff is not liable, and
23 that Plaintiff is not obligated to discontinue use of Plaintiff's Mark. Attached hereto as Exhibit G is
24 a true and correct copy of Plaintiff's counsel's email noting .

25 32. Based on the foregoing, a justiciable controversy exists between Plaintiff and
26 Defendant as to whether Plaintiff's conduct constitutes trademark infringement or unfair
27 competition under the Lanham Act, and whether Defendant owns valid trademark rights in
28 Defendant's Designation for transportation services in Class 39 .

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Second Cause of Action
(Declaratory Judgment of No Unfair Competition)

38. Plaintiff repeats and realleges paragraphs 1 through 37 above, as if fully set forth herein.

39. As a result of the acts described in the preceding paragraphs, there exists a controversy of sufficient immediacy and reality to warrant the issuance of a declaratory judgment that Plaintiff has not engaged in and is not engaging in unfair competition with Defendant.

40. A judicial declaration is necessary and appropriate so that Plaintiff may ascertain its right to continue using Plaintiff's Mark in connection with Plaintiff's transportation services in the manner set out in this Complaint.

41. Plaintiff is entitled to a declaratory judgment that Plaintiff's use of Plaintiff's Mark and its conduct described herein does not constitute unfair competition under 15 U.S.C. § 1125(a) .

Third Cause of Action
(Declaratory Judgment for Cancellation of Defendant's Registration with regard to the services listed in International Class 39 based on Defendant's Abandonment of the GLYD Designation for such services; 15 U.S.C. § 1064 and § 1127)

42. Plaintiff repeats and realleges paragraphs 1 through 41 above, as if fully set forth herein.

43. As a result of the acts described in the preceding paragraphs, there exists a controversy of sufficient immediacy and reality to warrant the issuance of a declaratory judgment that Defendant owns no valid trademark rights in Defendant's GLYD Designation in connection with transportation services in Class 39 as identified in the '597 Registration as of the date Plaintiff commenced use of Plaintiff's Mark.

44. A judicial declaration is necessary and appropriate so that Plaintiff Glydways, Inc. may ascertain its rights to continue using Plaintiff's Mark in connection with Plaintiff's transportation services in the manner set out in this complaint.

1 issuing the '597 registration, and thereby obtain priority over competing applications or existing
2 registrations.

3 48. A judicial declaration is necessary and appropriate so that Plaintiff Glydways, Inc.
4 may ascertain its rights to continue using Plaintiff's Mark in connection with Plaintiff's
5 transportation services in the manner set out in this complaint.

6 49. Plaintiff is entitled to a declaratory judgment that Defendant owns no valid
7 trademark rights in Defendant's GLYD Designation in connection with Defendant's '597
8 Registration as of the date Plaintiff commenced use of Plaintiff's Mark. Plaintiff therefore has not
9 violated any rights in Defendant's GLYD Designation.

10
11 Plaintiff requests judgment against Defendant as follows:

12 1. Adjudging that Plaintiff has not infringed and is not infringing, either directly or
13 indirectly, any valid and enforceable trademark rights of Defendant under 15 U.S.C. § 1114(1) or
14 15 U.S.C. § 1125(a);

15 2. Adjudging that that Plaintiff has not engaged in and is not engaging in unfair
16 competition in violation of 15 U.S.C. § 1125(a);

17 3. Adjudging that Defendant abandoned the use of the GLYD Designation for
18 trademark or service mark use under 15 U.S.C. § 1127, in connection with the transportation
19 services identified in Class 39 set forth in Defendant's U.S. Trademark Registration No.
20 5,503,597, that no such rights existed prior to the date Plaintiff commenced use of Plaintiff's
21 Mark; and U.S. Trademark Registration No. 5,503,597 is canceled pursuant to 15 U.S.C. § 1064
22 with regard to the services listed in International Class 39;

23 4. Adjudging that Defendant falsely alleged use of the GLYD Designation in the
24 Statement of Use submitted by Defendant in its Application occurred prior to its corporate
25 existence based on material known facts, to intentionally deceive the USPTO into obtaining
26
27
28

1 Defendant's U.S. Trademark Registration No. 5,503,597; and therefore, U.S. Trademark
2 Registration No. 5,503,597 is canceled in its entirety pursuant to 15 U.S.C. § 1064;

3
4 5. Restraining and enjoining Defendant and each of its officers, directors, agents,
5 counsel, servants, employees, and all of persons in active concert or participation with any of
6 them from alleging, representing, or otherwise stating that Plaintiff's use of Plaintiff's Mark
7 infringes any rights of Defendant in Defendant's Designation or constitutes unfair competition or
8 is unlawful;

9
10 6. Declaring Plaintiff the prevailing party and this case as exceptional, and awarding
11 Plaintiff its reasonable attorneys' fees, pursuant to 15 U.S.C. § 1117(a);

12 7. Awarding Plaintiff all fees, expenses, and costs associated with this action; and

13 8. Awarding such other and further relief as this Court deems just and proper.

14
15 **Demand For Attorney's Fees**

16 Plaintiff, Glydways, Inc., hereby demands an award of its costs and reasonable attorneys'
17 fees incurred in this action pursuant to Section 35(a) of the Lanham Act (15 U.S.C. § 1117(a)),
18 together with prejudgment and post-judgment interest.

19 Dated: January 16, 2023

VLP LAW GROUP LLP

20
21
22 By: 

23 Rob Buccieri
24 Attorneys for Plaintiff
25 Glydways, Inc.