

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

PHOENIX LICENSING, L.L.C. AND
LPL LICENSING, L.L.C.

Plaintiffs,

VS.

NO. _____

ALLIANCE DATA SYSTEMS CORPORATION;
ALLIANCE DATA SYSTEMS, LLC; ADS ALLIANCE
DATA SYSTEMS, INC.; WORLD FINANCIAL
CAPITAL BANK; WORLD FINANCIAL CAPITAL
CREDIT COMPANY, LLC; WFN CREDIT COMPANY,
LLC; WORLD FINANCIAL NETWORK NATIONAL
BANK; CNO FINANCIAL GROUP, INC.; COLONIAL
PENN LIFE INSURANCE COMPANY; CREDIT ONE
BANK, N.A.; CREDIT ONE FINANCIAL; SHERMAN
FINANCIAL GROUP, LLC; CUNA MUTUAL
INSURANCE AGENCY, INC.; CUNA MUTUAL
INSURANCE SOCIETY; CUNA MUTUAL LIFE
INSURANCE CO.; MEMBERS LIFE INSURANCE CO.;
FARMERS GROUP, INC.; FARMERS INSURANCE
COMPANY, INC.; FARMERS NEW WORLD LIFE
INSURANCE COMPANY; 21ST CENTURY
INSURANCE AND FINANCIAL SERVICES INC.;
21ST CENTURY INSURANCE COMPANY;
21ST CENTURY INSURANCE COMPANY OF
CALIFORNIA; 21ST CENTURY INSURANCE
COMPANY OF THE SOUTHWEST; 21ST CENTURY
NATIONAL INSURANCE CO.; 21ST CENTURY
NORTH AMERICA INSURANCE CO.;
FIRST HORIZON NATIONAL CORPORATION;
FIRST TENNESSEE BANK, N.A.; FIRST NATIONAL
OF NEBRASKA, INC.; FIRST NATIONAL BANK OF
OMAHA; FIRST NATIONAL CREDIT CARD CENTER,
INC.; GE CAPITAL FINANCIAL, INC.; GE
CONSUMER FINANCE, INC.; GE MONEY BANK
F.S.B.; GENERAL ELECTRIC CAPITAL
CORPORATION; GENERAL ELECTRIC COMPANY;
GENERAL ELECTRIC CAPITAL SERVICES, INC.;
HUMANA, INC.; HUMANA HEALTH PLAN, INC.;
CARENETWORK, INC.; HUMANADENTAL
INSURANCE COMPANY; HUMANA INSURANCE

COMPANY; M&T BANK CORPORATION; M&T BANK; M&T BANK, N.A.; M&T CORPORATION; MANUFACTURERS AND TRADERS TRUST COMPANY; M&T SECURITIES, INC.; WILMINGTON TRUST CORPORATION; ELECTRIC INSURANCE COMPANY; REGIONS FINANCIAL CORPORATION; REGIONS BANK, N.A.; REGIONS INVESTMENT SERVICES, INC.; REGIONS INVESTMENT CORPORATION; TCF FINANCIAL CORPORATION; TCF NATIONAL BANK; TCF AGENCY, INC.; TCF AGENCY INSURANCE SERVICES, INC.; UNITED NATIONAL CORPORATION; FIRST PREMIER BANK; and PREMIER BANKCARD, LLC.

Defendants.

Jury Trial Demanded

COMPLAINT FOR PATENT INFRINGEMENT

Phoenix Licensing, L.L.C. (“Phoenix”) and LPL Licensing, L.L.C. (“LPL”) sue Alliance Data Systems Corporation; Alliance Data Systems, LLC; ADS Alliance Data Systems, Inc.; World Financial Capital Bank; World Financial Capital Credit Company, LLC; WFN Credit Company, LLC; World Financial Network National Bank; CNO Financial Group, Inc. f/k/a Conseco, Inc.; Colonial Penn Life Insurance Company; Credit One Bank, N.A.; Credit One Financial; Sherman Financial Group, LLC; CUNA Mutual Insurance Agency, Inc. f/k/a CMCI Corporation d/b/a CUNA Mutual; CUNA Mutual Insurance Society d/b/a CMIS d/b/a CUNA Mutual Group; CUNA Mutual Life Insurance Co.; Members Life Insurance Co. d/b/a CUNA Mutual; Farmers Group, Inc. d/b/a Farmers Insurance Group d/b/a Farmers Insurance Group of Companies; Farmers Insurance Company, Inc.; Farmers New World Life Insurance Company; 21st Century Insurance and Financial Services Inc. d/b/a 21st Century Insurance Agency d/b/a 21st Century Insurance and Financial Services Group; 21st Century Insurance Company; 21st Century Insurance Company of California; 21st Century Insurance Company of the Southwest; 21st Century National Insurance Company; 21st Century North America Insurance Company;

First Horizon National Corporation; First Tennessee Bank, N.A.; First National of Nebraska, Inc.; First National Bank of Omaha d/b/a First National Bank Omaha d/b/a First Bankcard d/b/a First National Bank, First National Credit Card Center, Inc.; GE Capital Financial, Inc. d/b/a GE Capital Services d/b/a GE Capital; GE Consumer Finance, Inc. a/k/a General Electric Consumer Finance, Inc.; GE Money Bank F.S.B. d/b/a GE Money Bank d/b/a GE Money; General Electric Capital Corporation d/b/a GE Capital Services d/b/a GE Capital; General Electric Company, General Electric Capital Services, Inc. d/b/a GE Capital Services d/b/a GE Capital; Humana, Inc. d/b/a Humana Group d/b/a Humana; Humana Health Plan, Inc.; Carenetwork, Inc.; HumanaDental Insurance Company; Humana Insurance Company; M&T Bank Corporation; M&T Bank; M&T Bank, N.A.; M&T Corporation; Manufacturers and Traders Trust Company; M&T Securities, Inc.; Wilmington Trust Corporation; Electric Insurance Company; Regions Financial Corporation d/b/a Regions Bank; Regions Bank, N.A. d/b/a Regions Bank; Regions Investment Services, Inc.; Regions Investment Corporation; TCF Financial Corporation; TCF National Bank d/b/a TCF Bank; TCF Agency, Inc.; TCF Agency Insurance Services, Inc.; United National Corporation; First PREMIER Bank and PREMIER Bankcard, LLC d/b/a PREMIER Bankcard, Inc. d/b/a PREMIER Bankcard (collectively “Defendants”).

Introduction

1. Plaintiff Phoenix owns the inventions for the following marketing technology (i.e., the “patented marketing technology”):

(a) Computerized apparatuses, methods, or systems that implement decision criteria, product information, and client information to automatically select and present products appropriate for the client via client communications (for example, a direct mail communication incorporating variable information) as described and claimed in United

States Patent Number 5,987,434 entitled “Apparatus and Method for Transacting Marketing and Sales of Financial Products” (the “‘434 patent”);

(b) Apparatuses, methods, or systems that automatically prepare customized replies to responses, generated from marketing communications delivered to clients for products or services, such as financial products or services, as described and claimed in United States Patent Number 6,999,938 entitled “Automated Reply Generation Direct Marketing System” (the “‘938 patent”); and

(c) Apparatuses, methods, or systems that automatically generate personalized communication documents for financial products or services, where the communications include personalized content that present alternative descriptions, characteristics and/or identifications associated with the financial product or service, as described and claimed in United States Patent Number 7,890,366 entitled “Personalized Communication Documents, System and Method for Preparing Same” (the “‘366 patent”) (The ‘434, ‘938, and ‘366, patents are collectively referred to as the “Patents.”)

2. Pursuant to a license agreement dated December 1, 2006, Plaintiff LPL is the exclusive licensee of the Patents.

3. Defendants (a) have used, and continue to use, Plaintiff Phoenix’s patented marketing technology that they make, use, import, sell, and offer to sell, without Plaintiffs’ permission; and (b) have contributed to or induced, and continue to contribute to or induce, others to infringe the Patents.

4. Plaintiffs seek damages for patent infringement and an injunction preventing Defendants from making, using, selling, or offering to sell, and from contributing to and inducing others to make, use, sell, or offer to sell, the patented marketing technology without Plaintiffs’ permission.

Jurisdiction and Venue

5. This is an action for patent infringement arising under the patent laws of the United States, 35 U.S.C. §§ 271 and 281, et seq. The Court has original jurisdiction over this patent infringement action under 28 U.S.C. § 1338(a).

6. Within this judicial district each of the Defendants has committed acts and continues to commit acts that give rise to this action, including making sales of infringing products and offering for sale infringing products. Venue is proper in this district pursuant to 28 U.S.C. § 1391(b) and § 1400.

Plaintiffs Phoenix and LPL

7. Phoenix Licensing, L.L.C. is an Arizona limited liability company having a principal place of business in Scottsdale, Arizona.

8. LPL Licensing, L.L.C. is a Delaware limited liability company having a principal place of business in Scottsdale, Arizona.

Defendants

Alliance

9. Upon information and belief, Alliance Data Systems Corporation is a Delaware corporation with its principal place of business in Plano, Texas.

10. Upon information and belief, Alliance Data Systems, LLC is a Delaware LLC with its principal place of business in Plano, Texas.

11. Upon information and belief, ADS Alliance Data Systems, Inc. is a Delaware LLC with its principal place of business in Plano, Texas.

12. Upon information and belief, World Financial Capital Bank is a Utah bank with its principal place of business in Salt Lake City, Utah.

13. Upon information and belief, World Financial Capital Credit Company, LLC is a Delaware LLC with its principal place of business in Salt Lake City, Utah.

14. Upon information and belief, WFN Credit Company, LLC is a Delaware LLC with its principal place of business in Salt Lake City, Utah.

15. Upon information and belief, World Financial Network National Bank is a federally chartered national bank with its principal place of business in Salt Lake City, Utah. (Alliance Data Systems Corporation, Alliance Data Systems, LLC, ADS Alliance Data Systems, Inc., World Financial Capital Bank, World Financial Capital Credit Company, LLC, WFN Credit Company, LLC and World Financial Network National Bank are collectively referred to as “Alliance”).

CNO

16. Upon information and belief, CNO Financial Group, Inc. f/k/a Consec, Inc. is a Delaware corporation with its principal place of business in Carmel, Indiana.

17. Upon information and belief, Colonial Penn Life Insurance Company is a Pennsylvania corporation with its principal place of business in Philadelphia, Pennsylvania. (CNO Financial Group, Inc. f/k/a Consec, Inc. and Colonial Penn Life Insurance Company are collectively referred to as “CNO”).

Credit One

18. Upon information and belief, Credit One Bank, N.A. is a national bank with its principal place of business in Las Vegas, Nevada.

19. Upon information and belief, Credit One Financial is a Nevada corporation with its principal place of business in Las Vegas, Nevada.

20. Upon information and belief, Sherman Financial Group, LLC is a Delaware LLC with its principal place of business in Las Vegas, Nevada. (Credit One Bank, N.A., Credit One Financial and Sherman Financial Group, LLC are collectively referred to as “Credit One”).

CUNA

21. Upon information and belief, CUNA Mutual Insurance Agency, Inc. f/k/a CMCI Corporation d/b/a CUNA Mutual is a Wisconsin corporation with its principal place of business in Madison, Wisconsin.

22. Upon information and belief, CUNA Mutual Insurance Society d/b/a CMIS d/b/a CUNA Mutual Group is an Iowa mutual organization with its principal place of business in Waverly, Iowa.

23. Upon information and belief, CUNA Mutual Life Insurance Co. is an Iowa insurance company with its principal place of business in Waverly, Iowa.

24. Upon information and belief, Members Life Insurance Co. d/b/a CUNA Mutual is an Iowa corporation with its principal place of business in Madison, Wisconsin. (CUNA Mutual Insurance Agency, Inc. f/k/a CMCI Corporation d/b/a CUNA Mutual, CUNA Mutual Insurance Society d/b/a CMIS d/b/a CUNA Mutual Group, CUNA Mutual Life Insurance Co. and Members Life Insurance Co. d/b/a CUNA Mutual are collectively referred to as “CUNA”).

Farmers

25. Upon information and belief, Farmers Group, Inc. d/b/a Farmers Insurance Group d/b/a Farmers Insurance Group of Companies (“Farmers Group”) is a Nevada corporation with its principal place of business in Los Angeles, California.

26. Upon information and belief, Farmers Insurance Company, Inc. is a Kansas corporation with its principal place of business in Los Angeles, California.

27. Upon information and belief, Farmers New World Life Insurance Company is a Washington corporation with its principal place of business in Mercer Island, Washington.

28. Upon information and belief, 21st Century Insurance and Financial Services Inc. d/b/a 21st Century Insurance Agency d/b/a 21st Century Insurance and Financial Services Group (“21st Century IFS”) is a Delaware corporation with its principal place of business in Wilmington, Delaware.

29. Upon information and belief, 21st Century Insurance Company is a California corporation with its principal place of business in Wilmington, Delaware.

30. Upon information and belief, 21st Century Insurance Company of California is a Delaware corporation with its principal place of business in Wilmington, Delaware.

31. Upon information and belief, 21st Century Insurance Company of the Southwest is an Arizona corporation with its principal place of business in Lewisville, Texas.

32. Upon information and belief, 21st Century National Insurance Company is a New York corporation with its principal place of business in Wilmington, Delaware.

33. Upon information and belief, 21st Century North America Insurance Company is a New York corporation with its principal place of business in Wilmington, Delaware. (Farmers Group, Farmers Insurance Company, Inc., Farmers New World Life Insurance Company, 21st Century IFS, 21st Century Insurance Company, 21st Century Insurance Company of California, 21st Century Insurance Company of the Southwest, 21st

Century National Insurance Company and 21st Century North America Insurance Company are collectively referred to as “Farmers”).

First Horizon

34. Upon information and belief, First Horizon National Corporation is a Tennessee corporation with its principal place of business in Memphis, Tennessee.

35. Upon information and belief, First Tennessee Bank, N.A. is a national banking association with its principal place of business in Memphis, Tennessee. (First Horizon National Corporation and First Tennessee Bank, N.A. are collectively referred to as “First Horizon”).

First National

36. Upon information and belief, First National of Nebraska, Inc. is a Nebraska corporation with its principal place of business in Omaha, Nebraska.

37. Upon information and belief, First National Bank of Omaha d/b/a First National Bank Omaha d/b/a First Bankcard d/b/a First National Bank is a national bank with its principal place of business in Omaha, Nebraska...

38. Upon information and belief, First National Credit Card Center, Inc. is a Nebraska corporation with its principal place of business in Omaha, Nebraska. (First National of Nebraska, Inc., First National Bank of Omaha d/b/a First National Bank Omaha d/b/a First Bankcard, First National Bank and First National Credit Card Center, Inc. are collectively referred to as “First National”).

GE

39. Upon information and belief, GE Capital Financial, Inc. d/b/a GE Capital Services d/b/a GE Capital (“GE Cap Fin”) is a Utah corporation with its principal place of business in Holliday, Utah.

40. Upon information and belief, GE Consumer Finance, Inc. a/k/a General Electric Consumer Finance, Inc. is a Delaware corporation with its principal place of business in Norwalk, Connecticut.

41. Upon information and belief, GE Money Bank F.S.B. d/b/a GE Money Bank d/b/a GE Money (“GE Money”) is a federal savings bank with its principal place of business in Draper, Utah.

42. Upon information and belief, General Electric Capital Corporation d/b/a GE Capital Services d/b/a GE Capital (“GE Capital”) is a Delaware corporation with its principal place of business in Stamford, Connecticut.

43. Upon information and belief, General Electric Company is a New York corporation with its principal place of business in Fairfield, Connecticut.

44. Upon information and belief, General Electric Capital Services, Inc. d/b/a GE Capital Services d/b/a GE Capital (“GE Cap Serv”) is a Delaware corporation with its principal place of business in Stamford, Connecticut. (GE Cap Fin, GE Consumer Finance, Inc. a/k/a General Electric Consumer Finance, Inc., GE Money, GE Capital, General Electric Company and GE Cap Serv are collectively referred to as “GE”).

Humana

45. Upon information and belief, Humana, Inc. d/b/a Humana Group d/b/a Humana is a Delaware corporation with its principal place of business in Louisville, Kentucky.

46. Upon information and belief, Humana Health Plan, Inc. is a Kentucky corporation with its principal place of business in Louisville, Kentucky.

47. Upon information and belief, Carenetwork, Inc. is a Wisconsin corporation with its principal place of business in Louisville, Kentucky.

48. Upon information and belief, HumanaDental Insurance Company is a Wisconsin corporation with its principal place of business in Louisville, Kentucky.

49. Upon information and belief, Humana Insurance Company is a Wisconsin corporation with its principal place of business in Louisville, Kentucky. (Humana, Inc. d/b/a Humana Group d/b/a Humana, Humana Health Plan, Inc., Carenetwork, Inc., HumanaDental Insurance Company and Humana Insurance Company are collectively referred to as “Humana”).

M&T

50. Upon information and belief, M&T Bank Corporation is a New York corporation with its principal place of business in Buffalo, New York.

51. Upon information and belief, M&T Bank is a New York chartered bank with its principal place of business in Buffalo, New York.

52. Upon information and belief, M&T Bank, N.A. is a national banking association with its principal place of business in Buffalo, New York.

53. Upon information and belief, M&T Corporation is a New York corporation with its principal place of business in Buffalo, New York.

54. Upon information and belief, Manufacturers and Traders Trust Company is a New York corporation with its principal place of business in Buffalo, New York.

55. Upon information and belief, M&T Securities, Inc. is a New York corporation with its principal place of business in Buffalo, New York.

56. Upon information and belief, Wilmington Trust Corporation is a Delaware corporation with its principal place of business in Wilmington, Delaware.

57. Upon information and belief, Electric Insurance Company is a Delaware corporation with its principal place of business in Wilmington, Delaware. (M&T Bank Corporation, M&T Bank, M&T Bank, N.A., M&T Corporation, Manufacturers and Traders Trust Company, M&T Securities, Inc., Wilmington Trust Corporation and Electric Insurance Company are collectively referred to as “M&T”).

Regions

58. Upon information and belief, Regions Financial Corporation d/b/a Regions Bank is a Delaware corporation with its principal place of business in Birmingham, Alabama.

59. Upon information and belief, Regions Bank, N.A. d/b/a Regions Bank is a national banking association with its principal place of business in Birmingham, Alabama.

60. Upon information and belief, Regions Investment Services, Inc. is a Delaware corporation with its principal place of business in Birmingham, Alabama.

61. Upon information and belief, Regions Investment Corporation is a Delaware corporation with its principal place of business in Birmingham, Alabama. (Regions Financial Corporation d/b/a Regions Bank, Regions Bank, N.A. d/b/a Regions Bank, Regions Investment Services, Inc. and Regions Investment Corporation are collectively referred to as “Regions”).

TCF

62. Upon information and belief, TCF Financial Corporation is a Delaware corporation with its principal place of business in Wayzata, Minnesota.

63. Upon information and belief, TCF National Bank d/b/a TCF Bank is a national banking association with its principal place of business in Wayzata, Minnesota.

64. Upon information and belief, TCF Agency, Inc. is a Minnesota corporation with its principal place of business in Wayzata, Minnesota.

65. Upon information and belief, TCF Agency Insurance Services, Inc. is a Minnesota corporation with its principal place of business in Wayzata, Minnesota. (TCF Financial Corporation, TCF National Bank d/b/a TCF Bank, TCF Agency, Inc. and TCF Agency Insurance Services, Inc. are collectively referred to as “TCF”).

United National

66. Upon information and belief, United National Corporation is a South Dakota corporation with its principal place of business in Sioux Falls, South Dakota.

67. Upon information and belief, First PREMIER Bank is a South Dakota banking corporation with its principal place of business in Sioux Falls, South Dakota.

68. Upon information and belief, PREMIER Bankcard, LLC d/b/a PREMIER Bankcard, Inc. d/b/a PREMIER Bankcard is a South Dakota LLC with its principal place of business in Sioux Falls, South Dakota. (United National Corporation, First PREMIER Bank and PREMIER Bankcard, LLC d/b/a PREMIER Bankcard, Inc. d/b/a PREMIER Bankcard are collectively referred to as “United National”).

First Claim for Patent Infringement
(infringement of the ‘434 patent)

69. Plaintiffs incorporate by reference each of the allegations in paragraphs 1 through 68 above and further allege as follows:

70. The United States Patent and Trademark Office issued the '434 patent on November 16, 1999 for inventions covering the following marketing technology: computerized apparatuses, methods, or systems that implement decision criteria, product information, and client information to automatically select and present products appropriate for the client (for example, a direct mail communication incorporating variable information), as described and claimed in the '434 patent. Through assignment, Plaintiff Phoenix is the owner of all right, title, and interest in the '434 patent, including all rights to pursue and collect damages for past infringements of the patent.

71. Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National have infringed, contributed to the infringement, and induced others to infringe the '434 patent and, unless enjoined, will continue to do so, by manufacturing, importing, using, selling, or offering for sale Plaintiffs' patented marketing technology and by contributing to or inducing others to infringe the claims of the '434 patent without a license or permission from Plaintiffs.

72. Plaintiffs have been damaged by the infringement of Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National of the '434 patent and will suffer additional irreparable damage and impairment of the value of its patent rights unless Defendants are enjoined from continuing to infringe the '434 patent.

73. Plaintiffs are entitled to recover damages from the Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National to compensate them for the infringement.

Second Claim for Patent Infringement
(infringement of the '938 patent)

74. Plaintiffs incorporate by reference each of the allegations in paragraphs 1 through 73 above and further alleges as follows:

75. The United States Patent and Trademark Office issued the '938 patent on February 14, 2006 for inventions covering the following marketing technology: apparatuses, methods, or systems that automatically prepare customized replies to responses, generated from marketing communications delivered to clients for products or services, such as financial products or services, as described and claimed in the '938 patent. Through assignment, Plaintiff Phoenix is the owner of all right, title, and interest in the '938 patent, including all rights to pursue and collect damages for past infringements of the patent.

76. Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National have infringed, contributed to the infringement, and induced others to infringe the '938 patent and, unless enjoined, will continue to do so, by manufacturing, importing, using, selling, or offering for sale Plaintiffs' patented marketing technology and by contributing to or inducing others to infringe the claims of the '938 patent without a license or permission from Plaintiffs.

77. Plaintiffs have been damaged by the infringement of Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National of the '938 patent and will suffer additional irreparable damage and impairment of the value of its patent rights unless Defendants are enjoined from continuing to infringe the '938 patent.

78. Plaintiffs are entitled to recover damages from the Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National to compensate them for the infringement.

Third Claim for Patent Infringement
(infringement of the '366 patent)

79. Plaintiffs incorporate by reference each of the allegations in paragraphs 1 through 78 above and further alleges as follows:

80. The United States Patent and Trademark Office issued the '366 patent on February 15, 2011 for inventions covering the following marketing technology: apparatuses, methods, or systems that automatically generate personalized marketing communications for financial products or services, where the communications include personalized content that present alternative descriptions, characteristics and/or identifications associated with the financial product or service, as described and claimed in the '366 patent. Through assignment, Plaintiff Phoenix is the owner of all right, title, and interest in the '366 patent, including all rights to pursue and collect damages for past infringements of the patent.

81. Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National have infringed, contributed to the infringement, and induced others to infringe the '366 patent and, unless enjoined, will continue to do so, by manufacturing, importing, using, selling, or offering for sale Plaintiffs' patented marketing technology and by contributing to or inducing others to infringe the claims of the '366 patent without a license or permission from Plaintiffs.

82. Plaintiffs have been damaged by the infringement of Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National of the '366 patent and will suffer additional irreparable damage and impairment of the value of its patent rights unless Defendants are enjoined from continuing to infringe the '366 patent.

83. Plaintiffs are entitled to recover damages from Defendants Alliance, CNO, Credit One, CUNA, Farmers, First Horizon, First National, GE, Humana, M&T, Regions, TCF and United National as compensation for the infringement of the '366 patent.

DEMAND FOR JURY TRIAL

84. Plaintiffs, under Rule 38 of the Federal Rules of Civil Procedure, demand a trial by jury of any issues so triable by right.

PRAYER FOR RELIEF

WHEREFORE, Plaintiffs pray for judgment as follows:

- A. A decree preliminarily and permanently enjoining Defendants, their officers, directors, employees, agents, and all persons in active concert with them, from infringing, contributing to the infringement of, or inducing others to infringe, the Patents;
- B. Compensatory damages for Defendants' infringement of the Patents;
- C. Costs of suit and attorneys' fees on the basis that this patent infringement case is exceptional;
- D. Pre-judgment interest; and
- E. All such other relief as justice requires.

Date: June 14, 2011

Respectfully Submitted,

COLLINS, EDMONDS & POGORZELSKI, PLLC

/s/ John J. Edmonds

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