

**UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND**

**ALS SCAN, INC.,
a Maryland corporation;**

Plaintiff,

v.

CASE NO.: L-03-1028

**GLOBAL INNOVATIONS, INC.,
a Maryland corporation;**

**RAMSEY LAMERSON,
an individual;**

**VICTOR ALAN HANNAN,
a/k/a John Galt,
an individual;**

**CHRIS FERNANDEZ,
a/k/a Caf Webhosting and
Technologie,
an individual;**

and,

DOES 1 through 10 inclusive;

Defendants.

AMENDED COMPLAINT

Plaintiff ALS Scan, Inc. ("ALS"), by its attorney, for its Amended Complaint against defendants, based upon federal question jurisdiction, alleges as follows:

NATURE OF ACTION

1. This action seeks damages based upon a pattern of unfair competition and wholesale misappropriation by defendants, who comprise a ring of adult websites doing business on the Internet. Pursuant to a common scheme and conspiracy among

them, defendants are engaged in (i) a willful and systematic infringement of the intellectual property rights of ALS and third-party publishers, and (ii) an ongoing deception of consumers and resulting diversion of Internet traffic to defendants' websites from those of ALS and other publishers of legitimate content on the Internet.

2. More specifically, defendants are engaged in the following pattern of unlawful conduct:

a. Defendants are infringing ALS' copyrights and trademark by the repeated unauthorized reproduction, display and distribution of photographs owned by plaintiff on websites controlled by defendants;

b. Defendants are infringing the copyrights of hundreds of other publishers by the systematic construction of websites based on wholly misappropriated content, including unauthorized compilations of thousands of photographs illegally displayed on defendants' websites;

c. Defendants are intentionally deceiving consumers by palming off product misappropriated from others as their own, by creating confusion among consumers as to the source or sponsorship of the content on their websites.

3. Defendants' ring of infringing websites unlawfully competes with ALS by promoting and displaying substantial content misappropriated from ALS and third parties in competition with ALS' website, thereby diverting consumers from ALS' products and services. Despite notice from ALS and third parties of the ongoing infringement of their rights by defendants, defendants have refused to cease their wrongful conduct.

4. The conduct of defendants constitutes a pattern of racketeering and criminal copyright infringement in violation of the Racketeer Influenced and Corrupt Organizations Act; a willful infringement of ALS' copyrights and trademark; trademark disparagement; and unfair competition.

JURISDICTION AND VENUE

5. This action arises under the Copyright Act of 1976, 17 U.S.C. § 101 *et seq.*, the Lanham Act, 15 U.S.C. §§ 1051, *et seq.*, and the Racketeer Influenced and Corrupt Organizations Act, 18 U.S.C. §§ 1961, *et seq.* This Court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. §§ 1331, 1338(a) and (b).

6. Venue is proper in this Court pursuant to 28 U.S.C. § 1391(b)(2) and 18 U.S.C. § 1965.

THE PARTIES

7. ALS Scan, Inc ("ALS") is, and at all times mentioned herein was, a corporation organized and existing under the laws of the State of Maryland with its principal place of business in Columbia, Maryland.

8. Global Innovations, Inc. ("Global") is a Maryland corporation that lists its offices with the Maryland Department of Assessments and Taxation at 7313 D Grove Road, Frederick, Maryland.

9. Based upon information and belief, Ramsey Lamerson ("Lamerson") is an individual who resides in Walkersville, Maryland. ALS is further informed and believes, and on that basis alleges, that Lamerson is the only employee and/or officer of Global and as such, exercises total control over the operations of Global. ALS is further

informed and believes, and on that basis alleges, that at times relevant hereto, Lamerson personally had knowledge of, consented to, participated in, acquiesced in, authorized, and directed the wrongful conduct alleged herein. Lamerson is liable directly, vicariously and/or as an aider and abettor for the wrongful conduct alleged herein. Therefore, all corporate acts of Global are the personal acts of Lamerson.

10. Based upon information and belief, Victor Alan Hannan, (“Hannan”) is an individual who resides in Los Gatos, California.

11. Based upon information and belief, Chris Fernandez, (“Fernandez”) is an individual who resides in Pickering, Ontario, Canada.

12. Plaintiff is unaware of the true names and capacities, whether individual, corporate, associate or otherwise, of defendants Does 1 through 10, inclusive, or any of them, and therefore sues these defendants, and each of them, by such fictitious names. The Doe defendants include persons and entities assisting or acting in concert with the named defendants in connection with the actions complained of herein and include persons and entities who have reproduced, displayed, and distributed plaintiff’s copyright protected work infringed by defendants as alleged below. Plaintiff will seek leave of this Court to amend this Complaint when the status and identities of these defendants are ascertained through discovery.

COMMON ALLEGATIONS

The Business of ALS.

13. ALS publishes its protected copyright material on the well known and successful website www.alsscan.com (the “ALS Site”) which receives two million unique visitors each month. In addition to the publication of the ALS Site, ALS creates and markets other websites as well as produces motion picture footage.

14. The ALS Site is subscription based - in other words, consumers who are 21 years of age or older may purchase access to content on the ALS Site in exchange for the payment of a membership fee.

15. All of ALS’ copyrighted images have a Certificate of Registration issued by the United States Copyright Office and contain ©, the name “ALS Scan” and the copyright year, or some other *indicia* of ALS’ ownership. These Copyright Registrations are valid and subsisting.

16. ALS is the owner of the valuable and well-known ALS SCAN trademark. This mark is used by plaintiff ALS in connection with the sale of its copyrighted products. ALS has spent millions of dollars advertising and promoting the ALS SCAN® mark and has sold millions of dollars of products and services under the ALS SCAN® mark. ALS has built up and now owns valuable goodwill symbolized by the ALS SCAN® trademark.

17. ALS has invested, and continues to invest, substantial sums of money, as well as time, effort and creative talent, to produce its copyrighted works. In order to produce such works, ALS must make numerous payments including model,

photographer, location, styling, make-up, film, processing, travel, public relations, legal, and advertising expenditures. ALS is compensated for its creative efforts and monetary investments largely from subscription fees to its website.

18. ALS has expended large sums of money in the establishment and maintenance of a photography department for the creation of its original pictures, and its staff has created thousands of new and original pictures, inclusive of those depicted in Plaintiff's aforementioned copyrighted works.

19. ALS has additionally expended large sums of money in advertising and promoting its products incorporating its original art work, designs, and photographs, and in building up public recognition and demand thereof; and over the years ALS has built up a valuable business and enviable reputation by reason of the distinct styling, and quality of its products, and by reason thereof, its original art work, designs, art styles, and photographs are widely identified in the minds of the purchasing public with ALS. ALS also spent additional large sums of money protecting its copyrights to all of the pictures it creates.

The Defendants' Ring of Infringing Websites.

20. Plaintiff alleges upon information and belief that the defendants own, operate and control multiple websites that infringe the copyrights and Lanham Act rights of ALS and third parties. Furthermore, the defendants each contribute to and/or induce the infringing acts of the other.

21. ALS alleges, upon information and belief, that Lamerson, through Global, owns and operates websites that have infringed the intellectual property of ALS and

other third party publishers. Among the domain names registered and controlled by Global/Lamerson are: bannerstat.net, globali.net, globalinnovations.net, shoutcasting.com, shoutcasting.net, pornblocks.net, pornblocks.com, adultbannerstat.net, adultbannerstat.com, motelhooker.com, eroticcelebs.com, quibba.net, quibba.com, porndistro.com, porndistro.net, bannerstats.com, sexblocks.com, clean-drive.com, clean-drive.net, sexblocks.net, peta-news.com, petanews.net, peta-news.net, and bannerstats.net.

22. On or about November 2, 2000, Global and Lamerson were sued in the United States District Court for the Central District of California by Perfect 10, Inc. for copyright infringement on the www.ericcelebs.com website. (*Perfect 10, Inc. v. Global Innovations, Inc., et al.*, Case No.: 00-11671 LGB). Pursuant to a settlement agreement executed in February of 2001, Global and Lamerson, jointly and severally, agreed not to knowingly host any website that violated the copyrights of Perfect 10, Inc.; including but not limited to the websites located at www.ericcelebs.com and www.sexblocks.com. Additionally, Global/Lamerson agreed to pay \$1500.00 and provide free advertising to Perfect 10, Inc. for one year.

23. Despite this settlement agreement, Lamerson continued to violate the copyrights of ALS and other third parties, throughout 2001, at his websites located at www.pornblocks.com and www.sexblocks.com. Lamerson's websites are part of the defendants' ring of infringing websites.

24. ALS alleges, upon information and belief, that defendant Hannan owns, controls, and operates multiple websites that infringe the intellectual property of ALS,

including, among others, the websites located at www.woodyhosting.com, www.liquidservers.com and www.blinghosting.com. Hannan's websites are part of the defendants' ring of infringing websites.

25. ALS alleges, upon information and belief, that defendant Fernandez owns, controls, and operates multiple websites that infringe the intellectual property of ALS, including, among others, the websites located at www.sexyfiber.com and www.smuthosters.com. Fernandez's websites are part of the defendants' ring of infringing websites.

26. The defendants' ring of infringing websites infringe the copyrights and Lanham Act rights of ALS by displaying thousands of its copyrighted photographs and its trademark without authorization.

27. Upon information and belief, infringing adult images are posted and displayed on the defendants' ring of infringing websites, free to view by anyone with access to the World Wide Web. Soon a large volume of traffic is coming to those websites that are illegally displaying copyrighted images. Eventually, the copyright owner of the images learns of their unauthorized display and requests that the infringing website pages be terminated. The defendants then shut down the web pages containing the infringing images and redirects the large volume of traffic to advertisers or sponsors willing to pay for traffic. This "cat and mouse" game continues unabated.

28. Defendants' websites have no controls that prevent minors from viewing its content nor do the websites maintain the records required by the Federal Labeling and Record-Keeping Law, 18 U.S.C. §§ 2257, *et seq.*

29. Plaintiff alleges, upon information and belief, that in an attempt to hide their identity and activity, the defendants employ numerous aliases, shell corporations, business addresses, and e-mail addresses.

The Business of Global.

30. ALS alleges, upon information and belief, that Lamerson is the only employee and/or officer of Global and as such, exercises total control over the operations of Global. ALS is further informed and believes, and on that basis alleges, that at times relevant hereto, Lamerson personally had knowledge of, consented to, participated in, acquiesced in, authorized, and directed the conduct of Global.

31. Plaintiff alleges, upon information and belief, that Lamerson, through the business of Global, exercises supervision and control over servers (“Servers”) that host the defendants’ ring of infringing websites. As such, Lamerson maintains a direct financial interest in the infringing activities on those websites.

32. Plaintiff further alleges, upon information and belief, that Hannan and Fernandez pay fees directly to Lamerson for which the defendants’ infringing websites are given use of the Servers (which provide direct Internet access) and bandwidth.

33. Plaintiff alleges, upon information and belief, that Global does not maintain regular corporate offices or business records and, therefore, all payments from Hannan and Fernandez go directly to Lamerson in the form of “bank wire transfers.” Global does not formally bill Hannan or Fernandez for its services, but rather Lamerson requests that Hannan and Fernandez make periodic wire transfers from their personal bank accounts directly to Lamerson in Maryland. As such, Lamerson has a personal

stake in the ring of infringing websites that is independent to his relationship to Global.

34. Upon information and belief, ALS and third parties have repeatedly notified Lamerson of violations of copyright infringement on the defendants' ring of infringing websites. As such, Lamerson knew, or had reason to know, of the infringing conduct of the other defendants.

35. Meanwhile, Lamerson has knowingly induced, caused, materially contributed, encouraged, or assisted others to infringe ALS' copyrights on the defendants' ring of infringing websites hosted on his Servers.

Defendants' Unlawful Conspiracy.

36. ALS alleges upon information and belief that, pursuant to their unlawful conspiracy, defendants are engaged in the willful infringement of the copyrights and trademark of ALS; as well as third party publishers.

37. Plaintiff alleges upon information and belief that defendants are, or were, aware of the infringing acts of their websites, comprising the defendants' ring of infringing websites, including infringements of ALS' copyrights and trademark.

38. Plaintiff alleges on information and belief that defendants are directly liable, liable for inducing and/or contributing to, and vicariously liable for, the infringements of ALS' copyrights and trademarks on the defendants' ring of infringing websites, including the infringing conduct by defendants alleged herein.

39. Plaintiff alleges, upon information and belief, that at least one time, in November of 2002, Hannan and Fernandez have, in furtherance of the conspiracy, traveled to Maryland to meet with Lamerson.

FIRST CLAIM FOR RELIEF
**(Copyright Infringement, Vicarious Liability, and Contributory Infringement
Against All Defendants – 17 U.S.C. § 101 et seq.)**

40. ALS incorporated the allegations set forth in paragraphs 1 through 39 of this Amended Complaint as though fully set forth at length.

41. At all times relevant herein, ALS has been the owner of all right, title, and interest to each of the copyrights in suit. ALS has registered the copyrights for its photographic images that defendants have unlawfully reproduced, copied, prepared derivative works from, distributed, and publicly displayed. ALS' United States Copyright registrations are as follows:

| Copyright Registration No. | Title of Work |
|-----------------------------------|--|
| VA 832-191 | ALS SCAN AMATEUR MODELS VOLUME 1 |
| VA 838-1323 | ALS SCAN AMATEUR MODELS VOLUME 2 |
| VA 842-944 | ALS SCAN AMATEUR MODELS VOLUME 3 |
| VA 879-976 | ALS SCAN - MODELS AT HOME |
| VA 879-975 | ALS SCAN AMATEUR MODELS VOLUME 4 |
| VA 879-977 | ALS SCAN PRESENTING: JANA |
| VA 904-569 | JANA PHOTO SHOOT #2 |
| VA 892-489 | ALS SCAN MEMBERS CD #1 |
| VA 997-976 | ALS SCAN AMATEUR MODELS - VOLUME 5 |
| VA 997-980 | ALS SCAN AMATEUR MODELS - VOLUME 6 |
| VA 997-978 | ALS SCAN AMATEUR MODELS - VOLUME 7 |
| VA 997-983 | ALS SCAN AMATEUR MODELS - VOLUME 8 |
| VA 997-985 | ALS SCAN AMATEUR MODELS - VOLUME 9 |
| VA 997-977 | ALS SCAN FEATURE MODEL - APRIL |
| VA 997-982 | ALS SCAN FEATURE MODEL - JANA CD #2 |
| VA 997-975 | ALS SCAN FEATURE MODEL -PATRICE AND JANA |
| VA 997-986 | ALS SCAN FEATURE MODEL -JOANNE |
| VA 997-979 | ALS SCAN FEATURE MODEL -NICOLE |
| VA 997-984 | ALS SCAN FEATURE MODEL -PAULA |

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|--------------|--------------------------------------|
| VA 997-981 | ALS SCAN FEATURE MODEL - TRISHA |
| VA 1-055-252 | ALS SCAN FEATURE MODEL - TAYLOR |
| VA 1-055-251 | ALS SCAN FEATURE MODEL - ZOE |
| VA 1-033-238 | ALS MALLORY PHOTO SHOOT |
| VA 1-045-800 | ALS SCAN MODEL LINDA |
| VA 1-045-802 | ALS PHOTOSHOOT - MODEL COURTNEY |
| VA 1-045-798 | ALS PHOTOSHOOT - MODEL DEANNA |
| VA 1-045-796 | ALS PHOTOSHOOT - HOLLY #2 |
| VA 1-045-804 | ALS PHOTOSHOOT - MODEL JADE |
| VA 1-045-803 | ALS PHOTOSHOOT - MODEL KLARA |
| VA 1-045-794 | ALS PHOTOSHOOT - MODEL MARIA |
| VA 1-045-801 | ALS PHOTOSHOOT - MODEL MARTINA |
| VA 1-045-795 | ALS PHOTOSHOOT - MODEL RACHEL |
| VA 1-045-797 | ALS PHOTOSHOOT - MODEL VIKY |
| VAu 514-101 | ALS SCAN PHOTOSHOOT - ALISA |
| VAu 514-099 | ALS SCAN PHOTOSHOOT - EMILY |
| VA 1-084-531 | ALS SCAN PHOTOSHOOT: NEW ORLEANS |
| VAu 514-100 | ALS SCAN PHOTOSHOOT - TERRI SUMMER |
| VA 1-053-321 | HOPE PHOTOSHOOT |
| VA 1-053-322 | ZOE & JADE IN JAMAICA |
| VA 1-098-211 | ALS ANGEL'S MEMBER'S CD #1 |
| VA 1-098-210 | ALS SCAN MEMBER'S CD #2 |
| VA 1-084-532 | CINDY PHOTOSHOOT |
| VA 1-084-533 | OLGA PHOTOSHOOT |
| VA 1-084-530 | ZORA BANKS PHOTOSHOOT |
| VA 1-084-539 | CHLOE KARLOVA PHOTOSHOOT |
| VA 1-084-540 | EMBER PHOTOSHOOT |
| VA 1-084-554 | TRISTA PHOTOSHOOT |
| VA 1-084-605 | SANDRA SHINE PHOTOS |
| VA 1-084-606 | DIANA BODY PAINTING PHOTOSHOOT 08/01 |
| VA 1-084-607 | MIA STONE PHOTOS |
| VA 1-084-608 | ROXANNE PHOTOS |
| VA 1-084-609 | KRISZTINA PHOTOS |
| VA 1-084-610 | KATALIN PHOTOS 08/01 |
| VA 1-084-611 | GINGER PHOTOSHOOT 08/01 |

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|---------------|--------------------------------|
| VA 1-084-612 | DIANA PHOTOSHOOT |
| VA 1-084-613 | JUDIT PHOTOSHOOT 08/01 |
| VA 1-084-614 | DORI PHOTOSHOOT 08/01 |
| VA 1-084-594 | ALS SCAN MEMBER'S CD #3 |
| VA 1-084-595 | ALS ANGELS MEMBER'S CD #3 |
| VA 1-084-596 | ANGELINA PHOTOS |
| VA 1-135-432 | MONIQUE PHOTOSHOOT - 07/2001 |
| VA 1-135-431 | BONNIE PHOTOSHOOT - 06/20/2001 |
| VA 1-135-433 | VEGAS PHTOSHOOT 2001 |
| VA 1-135-429 | MONICA PHOTOS #5 |
| VA 1-135-434 | LILLIAN LEE PHOTOS |
| VA 1-135-428 | KYLIE WILD PHOTOS |
| VA 1-135-430 | JAMAICA 2002 PHOTOS |
| VA 1-135-435 | VEGAS PHOTOS 2002 |
| VA 1-142-213 | ALS ANGELS MEMBERS CD #5 |
| VA 1-135-445 | BLANKA PHOTOS |
| VA 1-135-446 | CAROL PHOTOS |
| VA 1-135-441 | HUNTER PHOTOS |
| VA 1-135-439 | IVY PHOTOS |
| VA 1-135-442 | KRISTEN PHOTOS |
| VA 1-135-449 | LEONA PHOTOS |
| VA 1-135-448 | NICKY PHOTOS |
| VA 1-135-440 | PANTERA PHOTOS |
| VA 1-135-447 | SARAH PHOTOS |
| VA 1-135-443 | SIMONA PHOTOS |
| VA 1-135-444 | VENUS PHOTOS |
| VA 1-134-912 | PHOENIX RAY PHOTOS |
| VA 1-134-911 | VIOLET BLUE PHOTOS |
| VA 1-134-910 | ALS SCAN MEMBERS CD #5 |
| VA 1-134-048 | MONA PHOTOS |
| VA 1-177-235 | ALICE PHOTOS |
| VA 1-177-223 | CHRISTINE PHOTOS |
| VA 1-177-234 | CINDY CRAWFORD PHOTOS |
| VA 1-177-233. | CYNTHIA PHOTOS |
| VA 1-177-232 | CYNTHIA PN PHOTOS |

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|---------------|-----------------------|
| VA 1-177-231. | GABRIELLA PHOTOS |
| VA 1-177-230 | ISABELLE PHOTOS |
| VA 1-177-229 | LISA PHOTOS |
| VA 1-177-228 | MAGDI PHOTOS |
| VA 1-177-227 | NICKY BLONDE PHOTOS |
| VA 1-177-226 | NIKITA PHOTOS |
| VA 1-177-225 | PATTY PHOTOS |
| VA 1-177-224 | SOPHIE PHOTOS #1 |
| VA 1-177-236 | SOPHIE PHOTOS #2 |
| VA 1-177-237 | SOPHIE & SANDY PHOTOS |
| VA 1-177-239 | SOPHIE PN PHOTOS |
| VA 1-177-238 | STELLA PHOTOS |
| VA 1-202-705 | DESTINY PHOTOS |
| VA 1-202-712 | OLIVIA PHOTOS |
| VA 1-202-708 | JANET PHOTOS |
| VA 1-202-702 | ALANA PHOTOS |
| VA 1-202-707 | JADE 2 PHOTOS |
| VA 1-202-703 | AMBER PHOTOS |
| VA 1-202-706 | HANNAH PHOTOS |
| VA 1-202-704 | DAWN PHOTOS |
| VA 1-202-709 | JUDY PHOTOS |
| VA 1-202-711 | LIV IN PRAGUE PHOTOS |
| VA 1-202-710 | NELLA PHOTOS |
| VA 1-210-936 | JASMINE PHOTOS |
| VA 1-210-935 | JAMAICA 3 PHOTOS |
| VA 1-210-928 | VEGAS 2003 PHOTOS |
| VA 1-210-929 | LIV PHOTOS |
| VA 1-210-930 | KELLE MARIE PHOTOS |
| VA 1-210-931 | AUBREY PHOTOS |
| VA 1-210-932 | CHARLIE PHOTOS |
| VA 1-210-933 | TRINITY PHOTOS |
| VA 1-210-934 | NOEL PHOTOS |

42. Each of ALS' copyrighted works consists of material wholly original to ALS and each is copyrightable subject matter under the laws of the United States.

43. Upon information and belief, each of the defendants has directly infringed and/or knowingly induced, caused, materially contributed, encouraged, or assisted others to infringe ALS' copyrights, including by the reproduction, alteration, public display, and distribution of the copyrighted works on the defendants' ring of infringing websites.

44. Defendants are liable for infringing ALS' registered copyrights as set forth above, by reproducing, copying, publicly displaying, creating derivative works from, and distributing for purposes of trade unauthorized copies of ALS' works, in violation of 17 U.S.C. § 101 *et seq.*

45. Upon information and belief, defendants knew that photographs on their ring of infringing websites were infringing and had reason to know that other photographs on their ring of infringing websites were infringing, including the websites owned by the other defendants.

46. Through its conduct averred herein, defendants have engaged and continue to engage in the business of knowingly and systematically inducing, causing, and materially contributing to the above-described unauthorized reproductions, public display and distribution of, and creation of derivative works from, ALS' copyrighted works.

47. At all times relevant herein, defendants had the right and ability to supervise and/or control the infringing content that existed on their websites. As a direct and proximate result of such failure, the defendants' ring of websites have infringed ALS' copyrights, as set forth above.

48. At all relevant times herein, defendants derived substantial financial benefit from infringement of ALS' copyrights by their ring of websites and the other affiliated websites, in that among other things, the availability of infringing material on

defendants' websites acts as a draw for advertisers and/or sponsors who, in turn, pay defendants a fee for the traffic.

49. Defendants' acts alleged herein were performed without the permission, license, or consent of ALS.

50. The infringement of each of ALS' rights in and to each ALS copyrighted photograph constitutes a separate and distinct act of infringement.

51. The foregoing acts of infringement by defendants have been willful, intentional, and purposeful, in disregard of and with indifference to the rights of ALS.

52. Defendants' conduct, as averred herein, constitutes direct, as well as contributory and vicarious infringement of ALS' copyrights and ALS' exclusive rights under copyright, in violation of Sections 106 and 501 of the Copyright Act, 17 U.S.C. § 101 *et seq.*

53. As a direct and proximate result, ALS has suffered substantial damages to its business in the form of diversion of trade, loss of profits, injury to goodwill and reputation, a dilution of the value of its rights, and damage to its website, in an amount to be established at trial. ALS accordingly is entitled to damages and defendants' profits pursuant to 17 U.S.C. § 504(b) for each act of infringement.

54. Alternatively, ALS is entitled to the maximum statutory damages, pursuant to 17 U.S.C. § 504(c), in the amount of \$150,000 with respect to each work infringed, or such other amounts as may be proper under 17 U.S.C. § 504(c).

55. ALS is also entitled to its attorney's fees and full costs pursuant to 17 U.S.C. § 505.

SECOND CLAIM FOR RELIEF
**(Trademark Infringement, Vicarious Liability, and Contributory Infringement
Against all Defendants- 15 U.S.C. §§ 1051, *et seq.*)**

56. ALS incorporated the allegations set forth in paragraphs 1 through 55 of this Amended Complaint as though fully set forth at length.

57. ALS is the owner of the registered trademark ALS SCAN®. The United States trademark registration number for ALS SCAN ® is 2,137,225 (retroactive to first use on June 3, 1996).

58. ALS has spent millions of dollars advertising and promoting the ALS SCAN ® mark and has sold millions of dollars of products under the ALS SCAN mark.

59. As a result of the aforementioned use, promotion and advertisement of the ALS trademark, ALS has built up and now owns valuable goodwill symbolized by the ALS SCAN® trademark.

60. As a result of the care and skill exercised by the plaintiff over the nature and quality of goods and services sold under the registered ALS SCAN ® mark and the extensive promotion, advertising, sale and public acceptance thereof, these goods and services have acquired a fine reputation, and this trademark has acquired an outstanding celebrity symbolizing the goodwill that plaintiff has created throughout the United States and elsewhere by selling products and services of high quality and by fairly and honorably dealing with the trade and public in the sale of these products and services.

61. All of the photographs which defendants have posted and displayed on

their websites contain a ALS copyright notice and/or a caption which states “ALS Scan.”

62. Defendants are using the ALS SCAN® mark in a manner that is likely to cause the public to believe that defendants’ websites emanate from, are endorsed by, are affiliated with, are sponsored by, or are otherwise authorized by ALS.

63. Defendants are directly infringing ALS’ trademarks as alleged more specifically above.

64. Defendants are liable for inducing infringement or contributory infringement of ALS’ trademarks, and are vicariously liable, by reason of the uses alleged above.

65. Defendants’ actions have at all times been without ALS’ consent. Defendants’ acts constitute willful and deliberate infringement of ALS’ registered trademark in violation of trademark laws, including, but not limited to, §§ 32 and 43 of the Lanham Act, 15 U.S.C. § 1114 and 1125.

66. Because defendants have willfully used the ALS SCAN® mark in a manner calculated to cause confusion in the sale, offering for sale and advertising of their services, ALS is entitled to recover all damages sustained as a result of defendants unlawful conduct, including (1) defendants’ profits, (2) ALS’ damages, (3) treble those amounts, (4) the costs of the suit, and (5) reasonable attorneys’ fees, pursuant to 15 U.S.C. § 1117.

THIRD CLAIM FOR RELIEF
(Trademark Disparagement Against all Defendants -- 15 U.S.C. § 1125(a))

67. ALS re-alleges and incorporates herein by reference each and every allegation of paragraphs 1 through 66 above, as though fully set forth at length.

68. The acts of the defendants set forth above create an undesirable, unwholesome or unsavory mental association with ALS and its ALS SCAN® mark.

69. As a result of defendants' wrongful acts, the public is likely to be confused or deceived into believing that the defendants' goods and services are affiliated with, connected with, or sponsored by ALS or with the genuine ALS SCAN® trademark.

70. This deception, likely confusion and association damages ALS' valuable goodwill and disparages ALS' rights in the ALS SCAN® mark.

71. Defendants are directly liable for the disparagement of ALS SCAN trademarks as alleged more specifically above.

72. Defendants are liable for inducing or materially contributing to the conduct causing a disparagement of ALS' trademark, and are vicariously liable, by reason of the uses alleged above. Defendants also are liable for the acts of the other defendants as co-conspirators.

73. As a direct and proximate result of defendants' actions as alleged herein, ALS has been damaged in an amount presently unknown, but to be proven at time of trial.

74. ALS has incurred costs and attorney's fees in bringing this action.

FOURTH CLAIM FOR RELIEF
(Unfair Competition Against all Defendants -- 15 U.S.C.A. § 1125(a))

75. ALS incorporates the allegations set forth in paragraphs 1 through 74 above as though fully set forth at length.

76. Defendants are engaged in unfair competition against ALS by reason of the conduct of defendants alleged herein, including the following:

a. Defendants have constructed websites in direct competition with plaintiff based on the wholesale misappropriation of content from others, including (but not limited to) the misappropriation of the rights of ALS and third party publishers.

b. Defendants are deceiving consumers by misrepresenting the source or sponsorship of material on their websites and by palming off the property of ALS and third parties as their own.

c. Defendants' infringing websites and misrepresentations are wrongfully diverting consumer traffic from ALS' websites to defendants' websites.

77. Plaintiff is entitled to restitution, the recovery of its damages, and the recovery of the profits earned by defendants by virtue of their conduct.

78. Plaintiff is entitled to injunctive relief.

79. Plaintiff is entitled to its reasonable attorneys' fees.

80. Plaintiff is informed and believes, and on that basis alleges, that the aforementioned conduct of defendants is willful, oppressive, fraudulent, and malicious, and plaintiff is therefore entitled to punitive damages.

FIFTH CLAIM FOR RELIEF
(Civil RICO – 18 U.S.C. 1962(a),
Investment of Proceeds Against All Defendants)

81. Plaintiff incorporates by reference herein paragraphs 1 through 80, inclusive.

82. The defendants' ring of infringing websites transacts business in interstate commerce by means of the Internet.

83. Defendants operate a criminal copyright infringement enterprise through and by means of their websites. As the originator of the ring of infringing websites, Lamerson, through the business of Global, at times relevant hereto, oversaw its operations, knowingly and actively facilitated its use as a channel for criminal copyright infringement, and shares in the proceeds thereof. Defendants' pattern of racketeering activity has continued for more than one year, and includes thousands of predicate criminal acts against plaintiff and other victims, among which are the following:

Criminal Copyright Infringement – Hannan.

84. Hannan, through aliases and shell corporations, operates adult websites that are part of the defendants' enterprise and which are made accessible to individuals by and through the Servers of Global.

85. A substantial proportion of the photographs displayed on Hannan's websites infringe the copyrights of ALS and other copyright owners, in that Hannan has willfully displayed such photographs without authorization from ALS and others, so that they may be displayed upon the websites for Hannan's commercial advantage and/or personal financial gain.

86. Each infringing photograph displayed by defendant Hannan on his websites, including but not limited to hundreds of photographs owned and copyrighted by plaintiff ALS, constitutes a violation of 18 U.S.C. 2319(a), and is indictable thereunder.

Criminal Copyright Infringement – Fernandez.

87. Fernandez, through aliases and shell corporations, operates adult websites that are part of the defendants' enterprise and which are made accessible to individuals by and through the Servers of Global.

88. A substantial proportion of the photographs displayed on the Fernandez's websites infringe the copyrights of ALS and other copyright owners, in that Fernandez has willfully displayed such photographs without authorization from ALS and others, so that they may be displayed upon the websites for Fernandez's commercial advantage and/or personal financial gain.

89. Each infringing photograph displayed by defendant Fernandez on his websites, including but not limited to hundreds of photographs owned and copyrighted by plaintiff ALS, constitutes a violation of 18 U.S.C. 2319(a), and is indictable thereunder.

Criminal Copyright Infringement – Lamerson.

90. Lamerson operates adult websites that are part of the defendants' enterprise and which are made accessible to individuals by and through the Servers of Global.

91. A substantial proportion of the photographs displayed on Lamerson's

websites infringe the copyrights of ALS and other copyright owners, in that Lamerson has willfully displayed such photographs without authorization from ALS and others, so that they may be displayed upon the websites for Lamerson's commercial advantage and/or personal financial gain.

92. Each infringing photograph displayed by defendant Lamerson on the his websites, including but not limited to hundreds of photographs owned and copyrighted by plaintiff ALS, constitutes a violation of 18 U.S.C. 2319(a), and is indictable thereunder.

Pattern of Racketeering Activity.

93. The foregoing predicate acts constitute a pattern of racketeering activity, in that, among other things:

a. each individual act of criminal copyright infringement is related to defendants' common purpose of obtaining an unfair competitive advantage against plaintiff ALS and other adult entertainment publishers who acquire model photographs by lawful means, in that the ring of infringing websites is able to operate at far lower cost than legitimate sites;

b. deliberate, calculated criminal copyright infringement is part of the regular way of conducting the business activities of defendants;

c. the wholesale, pervasive and ongoing use of infringing material via defendants' websites amounts to and/or poses a threat of continuing criminal copyright infringement by these parties.

94. Defendants' pattern of racketeering activity has a nexus with the ring of

websites enterprise, in that, among other things, the websites control access to the infringing images and provide the money that sponsors and/or advertisers pay for the redirected traffic.

Investment of Proceeds in the Enterprise.

95. Defendants unlawfully invested the proceeds of the foregoing pattern of racketeering activity, in that fees received from sponsors and/or advertisers in exchange for traffic from the infringing websites are used to support and expand continuing operations, including the expansion of the ring of infringing websites to lawful websites as well as further infringing activities.

Injury to Plaintiff Via Investment of Proceeds.

96. Investment of racketeering proceeds by defendants in their ring of infringing websites enterprise has injured plaintiff, in that defendants use the fees they collect to finance expansion of their enterprise to compete against ALS and other legitimate rights owners; to expand their customer base, taking clients from ALS and other legitimate rights owners; and to bring in and/or acquire more websites.

Defendants have utilized racketeering proceeds to fund an ongoing expansion of their customer base and website base of their ring of infringing websites and compete unfairly with plaintiff.

97. Investment of racketeering income by defendants in their ring of infringing websites enterprise has injured plaintiff, in that defendants utilize racketeering proceeds received to, among other things, acquire and maintain telecommunications services and computer equipment necessary to operate their

websites, and for advertising, thereby expanding their customer base, diverting clients from ALS and other legitimate rights holders, and competing unfairly with plaintiff.

98. Plaintiff alleges on information and belief that, as a consequence of the foregoing, the defendants' enterprise has become a large distributor of adult entertainment images on the Internet, displaying many hundreds of thousands of stolen images. Lawfully competing with the defendants' ring of infringing websites is impossible, as a substantial amount of its stolen content is simply not legally available at any price to ALS or any other lawful publisher.

99. The defendants' ring of infringing websites is able to offer millions of premium images for free because the premium images are stolen.

100. Plaintiff alleges upon information and belief that the injuries to its business and property alleged herein were intentionally caused by defendants with the intention of driving ALS out of business as a competitor. The injuries alleged herein were all foreseeable by defendants and constitute immediate and direct results of (i) defendants' participation in the predicate acts of criminal copyright infringement constituting the racketeering activity and (ii) defendants' use and investment of funds derived from such racketeering activities.

101. Defendants' unlawful conduct has proximately caused ALS to suffer injury in the form of out of pocket expenses.

102. Defendants' unlawful conduct has proximately caused ALS to suffer injury in the form of lost customer fees.

103. Defendants' unlawful conduct has injured ALS' business and property by

directly causing a diminution in the value of ALS' copyrighted works, including by making them freely available to be viewed and/or copied by other persons, by destroying the exclusivity of the images, and by destroying the uniqueness of these images by their broad use and visibility on the defendants' ring of infringing websites.

SIXTH CLAIM FOR RELIEF
(Civil RICO – 18 U.S.C. 1962(c), Participation Against All Defendants)

104. Plaintiff incorporates by reference herein paragraphs 1 through 103, inclusive.

Participation in the Enterprise.

105. Lamerson and Global unlawfully participated in the ring of infringing websites enterprise through a pattern of racketeering activity, in that they provided access to the infringing websites by means of the Servers of Global and charged fees to the websites in exchange for access to the World Wide Web.

106. Lamerson, Hannan and Fernandez unlawfully participated in the defendants' enterprise through a pattern of racketeering activity, in that they acquired infringing material and provided it on their websites, and received fees in exchange for directing traffic to their advertisers and/or sponsors.

107. Plaintiff has been injured in its business and property by defendants' participation in the copyright infringement of the defendants' enterprise, in that it promotes direct infringement of plaintiff's and others' copyrighted materials, and diverts customers and profits from plaintiff's non-infringing website.

PRAYER FOR RELIEF

WHEREFORE, the plaintiff prays for judgment in its favor against each of defendants as follows:

1. Defendants be ordered to pay to plaintiff an amount of money equal to the actual damages suffered by the Plaintiff as a result of the infringement.
2. An accounting be made for all profits, income, receipts or other benefits derived by defendants.
3. Plaintiff's lost profits plus any additional profits gained by defendants as a result of the infringement; or at plaintiff's election, defendants be ordered to pay to plaintiff statutory damages of up to \$30,000 for each of the copyright infringements with respect to each copyright. If the Court finds that any infringement was committed willfully, plaintiff prays for statutory damages of up to \$150,000 for each copyright for each act of willful infringement;
4. Defendants be ordered to pay to plaintiff attorney's fees, costs and expenses incurred.
5. Treble damages under the Lanham Act and the Racketeer Influenced and Corrupt Organizations Act.
6. That defendants pay to plaintiff punitive damages for their intentional and willful conduct.

7. Plaintiff be granted such other and further relief as the equities of the case may require and as this Court may deem just and proper under the circumstances.

DATED: April 3, 2004

_____/s/
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Attorney for Plaintiff ALS Scan, Inc.

DEMAND FOR JURY TRIAL

Plaintiff hereby demands a jury trial pursuant to Rule 38(b) of the Federal Rules of Civil Procedure.

DATED: April 3, 2004

_____/s/
Robert L. Lombardo
Attorney for Plaintiff ALS Scan, Inc.