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IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

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CARTIER, INC.,	:
CARTIER INTERNATIONAL B.V.,	:
CHANEL, INC., GUESS, INC.,	:
THE DONNA KARAN COMPANY,	:
GABRIELLE STUDIOS, INC.,	:
PRL USA HOLDINGS, INC. and	:
CALVIN KLEIN, INC.	:
	:
Plaintiffs,	:
	:
- against -	: CIVIL ACTION NO.
	:
UNITED VISION SALES, INC. and	:
UNITED VISION GROUP, INC.	:
	:
Defendants.	:
-----X	

COMPLAINT

Plaintiffs, through their attorneys, complaining of Defendants, allege as follows:

First Cause of Action
Trademark Infringement
15 U.S.C. §1114(1)

Subject Matter Jurisdiction & Venue

1. This Court has subject matter jurisdiction over the claims in this action

which relate to trademark infringement, false designations of origin and false descriptions and dilution pursuant to the provisions of 15 U.S.C. § 1121 and 28 U.S.C. § 1331.

2. This Court has supplemental jurisdiction over the claims in this Complaint that arise under state statute and the common law of the State of New York pursuant to 28 U.S.C. §1338(b) and 28 U.S.C. § 1367(a), because the state law claims are so related to the federal claims that they form part of the same case or controversy and derive from a common nucleus of operative facts.

3. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1391(b) and 1400(a). The infringing activities that are the subject of this litigation occurred in this District and the Defendants may be found in this District.

Parties and Personal Jurisdiction

4. Plaintiff Cartier Inc., is a Delaware corporation, having its executive offices and place of business at 653 Fifth Avenue, New York, New York 10022 (“Cartier”).

5. Plaintiff Cartier International, B.V., is a Netherlands corporation, having its office and principal place of business at Herengracht 436 B.P., 3980, Amsterdam, Netherlands (“Cartier International”). For purposes of this Complaint, except where specified, the Cartier and Cartier International’s interests herein are as a practical matter identical and they are referred to collectively and interchangeably as “Cartier”.

6. Plaintiff Chanel, Inc., is a New York corporation, having its principal office and place of business at 9 West 57th Street, New York, New York 10019 (“Chanel”).

7. Plaintiff, Guess?, Inc. (hereinafter referred to as “Guess”) is a corporation duly organized and existing under the laws of the State of Delaware, having an office and principal place of business at 1444 South Alameda Street, Los Angeles, California 90021.

8. Plaintiff, The Donna Karan Company (“Donna Karan”) is a general partnership duly organized and existing under the laws of the state of New York, having an office and principal place of business at 550 Seventh Avenue, New York, New York 10018.

9. Plaintiff Gabrielle Studios, Inc. (“Gabrielle Studios”) is a corporation duly organized and existing under the laws of the State of New York, having an office and principal place of business at 87 Mayfield Avenue, Edison, New Jersey. For purposes of this Complaint, except where specified, Donna Karan and Gabrielle Studios’ interests herein are as a practical matter identical and they are referred to collectively and interchangeably as “Donna Karan.”

10. Plaintiff PRL USA Holdings, Inc. (hereinafter referred to as “PRL”) is a corporation organized and existing under the laws of Delaware, having an office and principal place of business at 650 Madison Avenue New York, N.Y. 10022. PRL is the successor in interest to all trademark ownership rights previously held by Polo Ralph Lauren, L.P.

11. Plaintiff Calvin Klein (hereinafter referred to as “Calvin Klein”) is a corporation duly organized and existing under the laws of the state of New York, having an office and principal place of business at 205 West 39th Street, New York, New York 10018. Calvin Klein, Inc. is a beneficial owner and licensee under a perpetual, irrevocable license under the terms of Delaware business trust of the Calvin Klein Trademark Trust, the actual owner of trademarks used and licensed for use by Calvin Klein, Inc.

12. Upon information and belief, Defendant United Vision Sales, Inc. (hereinafter, “UV Sales”) is a corporation organized and existing under the laws of the State of

New Jersey, having an office and principal place of business at 34 State Street, Ossining, New York 10562. UV Sales is transacting and doing business in this Judicial District and has committed the acts complained of herein in this Judicial District. UV Sales is subject to the jurisdiction of this Court pursuant to the laws of this State and Rule 4 of the Federal Rules of Civil Procedure.

13. Upon information and belief, Defendant United Vision Group, Inc. (hereinafter, “UV Group”) is a corporation organized and existing under the laws of the State of New York, having an office and principal place of business at 34 State Street, Ossining, New York 10562. UV Group is transacting and doing business in this Judicial District. UV Group is the parent/holding company of Defendant UV Sales. UV Group is subject to the jurisdiction of this Court pursuant to the laws of this State and Rule 4 of the Federal Rules of Civil Procedure. For purposes of this Complaint, except where specified, UV Sales and UV Group’s interests herein are as a practical matter identical and they are referred to collectively and interchangeably as “UV Sales.”

Plaintiffs’ World Famous Trademarks

The Cartier Trademarks

14. Plaintiff Cartier’s origins date to over 150 years ago, when master jeweler Louis Francois Cartier established his jewelry concern in the heart of Paris, and established the Cartier brand.

15. Cartier created the first women’s wristwatch in 1888, and in 1904 the first wristwatch to utilize a leather strap.

16. Over the last century and a half, Cartier’s leadership in the field of fine jewelry and watch design has caused the Cartier brand to be regarded as the preeminent global symbol of cosmopolitan fashion and prosperity.

17. For decades, Cartier, Inc. has operated an internationally famous retail store at Fifth Avenue and 52nd Street in New York City. Cartier, Inc. also operates retail shops in many of America’s major cities and licenses distributors to sell world-acclaimed Cartier watches and jewelry throughout the United States in fine stores.

18. Cartier International B.V. is the owner of trademarks and patents for watches and jewelry sold by Cartier, Inc. or under its auspices, pursuant to licenses from Cartier International to Cartier, Inc.

19. Cartier, Inc. is the licensee and exclusive distributor in the United States for Cartier International B.V. (collectively, “Cartier”).

20. The Cartier registered trademarks include, but are not limited to, the following:

Trademark	Registration No.	Date	Goods
CARTIER (Stylized)	415,184	7/31/45	opera glasses, lorgnettes, magnifying glasses, thermometers, reading glasses, graduated rulers, and tape measures;
CARTIER	759,202	10/29/63	Articles of jewelry for personal wear, not including watches; and the following goods of solid or plated silverware – namely, table flatware and hollow-ware, toilet articles, candelabra, bonbon-cases, jewelry cases, crosses, rosaries, and buckles;
MUST DE CARTIER	1,291,984	8/28/84	Eyeglass cases, watches, clocks, jewelry, lighters made in whole or in part of precious metal, checkbook holders, stationery-type portfolios, writing cases, pocket secretaries,

			address books, pens, playing cards, document holders, money clips made in whole or in part of leather, credit card cases, wallets, clutch purses, coin purses, attache cases, vanity cases sold empty, shoulder bags, handbags, brief case type portfolios, suitcases, overnight bags, luggage, tote bags, key cases, travelling cases, purses, passport holders, cosmetic bags sold empty, garment bags for travel, for picture frames, scarves, belts, lighters;
CARTIER	1,329,299	4/9/85	eyeglasses and eyeglass frames;
MUST DE CARTIER	1,301,395	11/3/83	eyeglasses and eyeglass frames;
SANTOS DE CARTIER	1,511,631	11/8/88	eyeglasses and eyeglass frames;
PANTHERE DE CARTIER	1,795,660	9/28/93	eyeglasses.

(the “Cartier Registrations” or “Cartier Trademarks”).

21. Cartier, Inc. is the exclusive United States trademark and patent licensee of Cartier International.

22. The Defendants in this action has neither sought nor received a license from Cartier, Inc. or Cartier International for any purpose whatsoever.

23. Cartier has extensively advertised and promoted its trademarks, trade dress and designs.

24. Cartier has also been an important innovator in watch and jewelry fashion and design.

25. Cartier takes great care and applies the highest level of professional skill in the design and manufacture of its watches and jewelry.

26. Cartier has invested millions of dollars over the years in marketing, promoting and advertising the fine quality of its jewelry and watches, including the trademarks, trade dress and design.

27. As a result of all the foregoing, Cartier has established a worldwide reputation for the uniform high quality of Cartier watches and jewelry sold under or in connection with the trademarks, trade dress and design. As a result, Cartier products have acquired outstanding renown and invaluable goodwill in the United States and around the world.

The Chanel Trademarks

28. For many years, and long prior to the acts of Defendants complained of herein, plaintiff Chanel has been engaged in the manufacture, import and sale in interstate and intrastate commerce of high quality luxury articles including, inter alia, sunglasses, jewelry, handbags, watches, key chains, perfume, clothing and accessories.

29. For many years, and long prior to the acts of Defendants complained of herein, plaintiff Chanel has been the owner of, inter alia, the trademark CHANEL, which has been used consistently by Chanel on and in connection with, the advertising and sale of jewelry, high quality handbags, watches, key chains, sunglasses and clothing in interstate and intrastate commerce in the State of New York, and in this judicial district.

30. Chanel is the exclusive distributor in the United States of products that bear one or more of the Chanel trademarks.

31. The Chanel Trademarks include, but are not limited to:

<u>Trademark</u>	<u>Reg. No.</u>	<u>Date</u>	<u>Goods</u>
CHANEL	1,510,757	11/1/88	Sunglasses;
CHANEL	1,241,265	6/7/83	Suits, jackets and a variety of other goods;

(the “Chanel Registrations” or the “Chanel Trademarks”).

32. The Chanel Registrations are in full force and effect and have become incontestable pursuant to 15 U.S.C. § 1065.

33. Long prior to the acts of defendants herein complained of, as a result of Chanel's extensive advertising and promotion, and concomitant widespread sales, the care and skill utilized in the manufacture of its watches, clothing, handbags and sunglasses, the uniform high quality of said products sold under, or in connection with the Chanel marks, and the public acceptance thereof, plaintiff Chanel's products have acquired an outstanding reputation and secondary meaning. Plaintiff's Chanel marks, and each of them, have also acquired outstanding celebrity symbolizing the very valuable goodwill which Chanel has created throughout the United States and abroad by the sale of products of dependable quality and by its fair and honorable dealing with the trade and the public in the sale of such products.

34. Chanel's goods, which are marked with and bear its Chanel trademarks, have been and are now recognized by the trade and the public as those of Chanel exclusively.

35. Chanel intends to continue to preserve and maintain its rights with respect to the Chanel trademarks and in the Chanel Registrations.

The Guess Trademarks

36. Since 1981, long prior to the acts of Defendants complained of herein, GUESS has used the mark "GUESS?", both alone and followed by a question mark, as a trade name and trademark for its eyewear, as well as, on clothing and other goods.

37. GUESS has registered on the principal register of the United States Patent and Trademark Office numerous Guess trademarks, including, but not limited to, the words

"GUESS", "GUESS?", and these words inside its exclusive design mark consisting of an inverted triangle and the word GUESS in a crosshatch design.

38. Guess is the owner of the following registrations in the U.S. Patent and Trademark Office, which include, but are not limited to:

<u>Trademark</u>	<u>Registration No.</u>	<u>Date</u>	<u>Goods</u>
GUESS COLLECTION	2,102,578	10/7/97	Eyewear; namely, eyeglasses, sunglasses, eyeglass cases, eyeglass pouches, eyeglass frames and eyeglass chains and eyeglass cleaning cloths;
GUESS (word mark) above a bolded question mark (?) and U.S.A. Washed Jeans inside an inverted triangle trademark	1,712,645	9/1/92	Including, but not limited to, lenses, sunglasses, eyeglass frames and eyeglass cases;
GUESS (word mark) inside inverted triangle with question mark?	1,435,363	4/7/87	Including, but not limited to, Sunglasses;
<u>GUESS?</u>	2,308,468	1/18/00	Including, but not limited to, Eyeglass frames, sunglasses, eyeglass cases, eyeglass chains;

(the "Guess Registrations" or "Guess Trademarks").

39. Guess's Registered Trademarks are in full force and effect.

40. The Guess Registered Trademarks and the goodwill of the business of Guess in connection with which the trademarks are used has never been abandoned.

41. GUESS has engaged since 1981 in the business of manufacturing, distributing and selling eyewear and clothing throughout the United States and in foreign countries. GUESS has grown into a large and prosperous business selling its eyewear and

clothing through select department stores. Guess establishes and maintains the highest quality and fashion standards for the products and services that it identifies with its trademarks, which include "GUESS" and "GUESS?" alone and in combination with an inverted triangle design (the "GUESS? Logo") (hereinafter collectively referred to as the "GUESS Trademarks").

42. GUESS' products have met with popular approval and, as a result of GUESS' extensive sales and advertising, the GUESS Trademarks have come to mean and are identified with GUESS products only, and are the means by which the goods of GUESS are distinguished from other goods of the same class. The GUESS Trademarks have developed secondary meaning and significance in the minds of the purchasing public such that products bearing the GUESS Trademarks are immediately identified by the purchasing public with GUESS and its high quality fashion merchandise.

43. Guess has heavily advertised and promoted its high quality eyewear and other products and services for over 10 years utilizing the GUESS Trademarks. This extensive use of the GUESS trademarks and strong advertising has caused the trade and the purchasing public to identify eyewear and other products sold under the GUESS Trademark with GUESS. Through widespread public acceptance and recognition, the GUESS Trademarks have become so associated with GUESS as to have acquired secondary meaning as distinctive identifiers of GUESS and GUESS' business, and have become assets of substantial value as symbols of GUESS' high quality products and goodwill.

The Donna Karan Trademarks

44. Founded in 1984 on the talents of Ms. Donna Karan, one of the world's preeminent fashion designers, Donna Karan has grown into one of the world's most famous

fashion houses. Donna Karan's initial focus was the DONNA KARAN NEW YORK designer collection of women's apparel and accessories. From the initial success of this collection came the successful launch of the DKNY collection of women's apparel, shoes and accessories in 1989. DKNY was established as a separate bridge brand with a distinct and more casual fashion identity at lower price points while retaining an association with the DONNA KARAN NEW YORK designer image.

45. All goods sold bearing the DKNY trademark, and/or advertised or promoted under that trademark, are manufactured under strict quality controls using high quality materials and manufacturing methods. The DKNY branded goods are sold primarily through fine department stores, specialty stores, and free-standing DKNY boutiques.

46. To further preserve the exclusivity of the DKNY brand, Donna Karan maintains tight control over advertising, marketing, distribution and licensing. All worldwide advertising, public relations and marketing programs are developed and administered internally in order to ensure a consistent image world-wide. Donna Karan has devoted a great deal of time, effort and money in promoting, marketing and advertising the apparel, shoes, accessories and other goods bearing the DKNY trademark. For example, advertising expenditures for DKNY goods in the years 1998 through 2000 totaled more than twenty million dollars per year. Donna Karan advertising featuring the DKNY trademark has appeared in hundreds of magazines and periodicals throughout the United States, as well as throughout the world.

47. As a direct result of its advertising and promotional efforts, the DKNY trademark has become world famous, and both the trade and the public have come to recognize the DKNY trademark to identify the source of Donna Karan's goods and distinguish them from goods of others. Indeed, the DKNY trademark has received acclaim and acceptance

internationally, garnering widespread consumer interest and the attention of the press and general media.

48. Worldwide sales of eyewear under the DKNY trademark in recent years have been approximately as follows: \$25,721,072 in 1999, \$41,379,143 in 2000, \$28,306,947 for the first six months of 2001.

49. The DKNY trademark has been duly registered in the U.S. Patent and Trademark Office. Registrations include, but are not limited to:

<u>Trademark</u>	<u>No.</u>	<u>Date</u>	<u>Description</u>
DKNY	1,958,158	2/20/96	Eyeglass frames, eyeglass cases, eyeglass chains, non-prescription magnifying glasses and sunglasses;
DKNY EYES	1,609,650	8/14/90	Sunglasses;
DKNY	1,598,391	5/29/90	Sunglasses.

(the “Donna Karan Registrations” the “Donna Karan Trademarks”).

The Donna Karan Registrations are in full force and effect, and the trademarks thereof and the goodwill of the business of Donna Karan in connection with which the trademarks are used have never been abandoned. Donna Karan intends to continue to preserve and maintain its rights with respect to the Donna Karan Registrations.

50. Eyewear, wearing apparel and related products, bearing one or more of the Donna Karan trademarks, by reason of their style, distinctive designs and quality have come to be known by the purchasing public throughout the United States as merchandise of the highest quality. As a result thereof, the Donna Karan trademarks and the goodwill associated therewith are of inestimable value to Donna Karan.

51. Based on Donna Karan's extensive sales of eyewear, wearing apparel and related products, and the wide popularity of their eyewear, wearing apparel and other products, the Donna Karan trademarks have developed a secondary meaning and significance in the minds of the purchasing public and products bearing such marks and names are immediately identified by the purchasing public with Donna Karan.

52. Because of the extensive sales of the DKNY branded goods and their advertising, promotion, and consumer recognition, the DKNY trademark has become famous as a matter of law.

The PRL Trademarks

53. PRL, under the leadership of its world-famous designer, Ralph Lauren, is a fashion leader in clothing and related fashion accessories. PRL has a reputation both in the United States and throughout the world for high-fashion products sold under PRL's trademarks which are recognized by the trade and purchasing public as being associated with only items of the highest style and of the highest quality.

54. For many years, plaintiff PRL and its licensees have widely distributed clothing and fashion accessories bearing PRL's trademarks and, at present, clothing, eyewear, fashion accessories and other goods bearing PRL's trademarks are distributed at least throughout the United States.

55. Plaintiff PRL adopted one or more of its trademarks for diverse articles of men's and women's wearing apparel, accessories and eyewear and caused said trademarks to be registered in the United States Patent and Trademark Office. At present, PRL's U.S. Trademark Registrations include, but are not limited to, the following:

Trademarks	Reg. No.	Date	Goods
RALPH LAUREN	1,447,282	7/14/87	Frames for prescription and non-prescription lenses and complete sunglasses
RALPH	2,175,394	7/21/98	Frames for prescription and non-prescription lenses and complete sunglasses
POLO SPORT	2,137,811	2/17/98	Eyeglass frames for prescription and non-prescription lenses and complete sunglasses
RALPH LAUREN	1,053,873	12/7/76	Frames for prescription and non-prescription lenses and complete sunglasses
CHAPS	2,137,833	2/17/98	Frames for prescription and non-prescription lenses and complete sunglasses
Polo (word mark) in rectangular box with by RALPH LAUREN	1,057,453	2/1/77	Frames for prescription and non-prescription lenses and complete sunglasses
POLO	1,446,173	7/7/87	Frames for prescription and non-prescription lenses and complete sunglasses

(hereinafter referred to as the “PRL Registrations).

56. PRL’s Registrations are in full force and effect.

57. The PRL Registrations and the goodwill of the business of PRL in connection with which the trademarks are used has never been abandoned.

The Calvin Klein Trademarks

58. Calvin Klein, Inc. is a beneficial owner of the Calvin Klein Trademark Trust which owns, among others, the following registrations in the United States Patent and Trademark Office (the “Calvin Klein Registrations”):

Trademark	No.	Date	Description
CK CALVIN KLEIN JEANS	2,281,500	9/28/99	Among other items, eyeglass cases made from leather or imitations thereof
CK Logo	2,076,377	7/1/97	Among other items, eyeglass cases made from leather or imitation thereof

CK logo with Calvin Klein trademark across center	2,144,299	3/17/98	Eyeglass frames and sunglasses.
CALVIN KLEIN	1,418,226	11/25/86	for eyeglass frames and sunglasses.

59. Calvin Klein products are identified by the Calvin Klein trade name and trademarks.

60. The Calvin Klein trademarks have been in continuous use since the first dates as noted on the Registrations on and in connection with goods sold and shipped in interstate commerce.

61. The Calvin Klein Registrations are in full force and effect.

62. Calvin Klein and its predecessors have used the Calvin Klein Trademarks for many years on and in connection with high quality eyewear, clothing, bags, shoes, sleepwear, underwear and accessories.

63. The Calvin Klein Trademarks identify high quality, superior products originating with Calvin Klein.

64. All of the goods sold by Plaintiff bear the Calvin Klein registered trademarks.

65. Calvin Klein and the licensees of the Calvin Klein trademarks have expended substantial effort and money to produce and to market the high fashion eyewear and wearing apparel offered under the Calvin Klein registered trademarks. The items sold by

Plaintiff under the Calvin Klein Registered Trademarks are manufactured using high quality fabrics, trim, labels, stitching, components and workmanship.

66. Since 1968, Plaintiff Calvin Klein and licensees of the Calvin Klein trademarks have expended millions of dollars each year in advertising and making known to the public its products bearing its trademarks. In this advertising, the Calvin Klein trademarks have been emphasized in an effort to cause the public to associate such trademarks with Calvin Klein and with the type, prestige, distinctive look and high quality goods distributed under such trademarks.

67. Calvin Klein has gone to great lengths to protect its name and enforce its trademarks.

Defendants' Infringing Activities

68. Long after Plaintiffs' adoption and use of their respective trademarks, long after Plaintiffs' federal registrations of such trademarks, and long after the Plaintiffs' trademarks had become famous, Defendants, on information and belief, commenced the offering for sale, distribution and sale in interstate commerce of sunglasses under the Plaintiffs' Trademarks, thereby infringing one or more of the each of the Plaintiffs' trademarks as those trademarks appear on Plaintiffs' merchandise, including sunglasses, as shown in the Plaintiffs' federal Trademark Registrations.

69. Upon information and belief, Defendants provide kiosks or carts, infringing advertising displays and products to retailers.

70. Defendants have sold and sell infringing sunglasses to retailers and has offered for sale, displayed and sold such goods via infringing advertising and in infringing

packaging at Pennsylvania Station in New York City; Thomas Edison Service Area on Interstate 95 in New Jersey; at Grover Cleveland Service Area on Interstate 95 in New Jersey; the Port Authority Bus Terminal in New York City; and at malls, airports and foodservice areas of major interstate highways. (See Defendants' www.uvsales.com web page attached hereto as Group Exhibit 1).

71. Upon information and belief, Defendants have infringed and continue to infringe Plaintiffs' Trademarks by encouraging and even supplying kiosk/cart advertising displays that boldly and prominently utilize the Plaintiffs' respective trademarks for the purposes of attracting consumers by the use of such trademarks. (See sample of kiosks, carts, advertising displays on pages of Defendants' web site also attached hereto as Group Exhibit 1).

72. Upon information and belief, Defendants commenced the aforementioned activities with full knowledge and by reason of the fact that the Plaintiffs' trademarks are widely recognized and relied upon by the trade and the public to identify goods and services of Plaintiffs and to distinguish them from those of others.

73. Upon information and belief, the activities of Defendants complained of herein constitute willful and intentional infringement of Plaintiffs' registered trademarks; are in total disregard of Plaintiffs' rights and were commenced and have continued in spite of Defendants' knowledge that the unauthorized use of any of the Plaintiffs' trademarks or a copy or colorable imitation thereof, was and is in direct contravention of Plaintiffs' rights.

74. The use by Defendants of infringements of one or more of any of the Plaintiffs' trademarks has been without the consent of any Plaintiff, is likely to cause confusion and mistake in the minds of the purchasing public, including but not limited to initial interest confusion, and, in particular, tends to and does falsely create the impression that the sunglasses

sold by Defendants are authorized, sponsored, or approved by Plaintiffs when in fact they are not.

75. Plaintiffs have no adequate remedy at law and are suffering irreparable harm and damage as a result of the acts of Defendants as aforesaid in an amount thus far not determined.

Second Cause of Action
False Designation of Origin and False Description
15 U.S.C. §1125(a)(1)(A)

76. Plaintiffs repeat and reallege the allegations contained in prior paragraphs as if fully set forth herein.

77. Upon information and belief, Defendants have used in connection with the sale of sunglasses, false designations of origin and false descriptions and representations, including symbols that tend falsely to describe or represent such sunglasses and has caused such sunglasses to enter into commerce with full knowledge of the falsity of such designations of origin and such descriptions and representations, all to the detriment of Plaintiffs. In particular, the use by Defendants of the Plaintiffs' trademarks constitutes the use of false designations of origin and false descriptions and representations tending falsely to describe or represent goods sold by Defendants, in that Defendants' sunglasses are not authorized by, sponsored by, licensed by or otherwise approved by Plaintiffs.

78. Upon information and belief, Defendants have distributed, offered for sale and/or sold sunglasses under one or more of each of the Plaintiffs' Trademarks with the express intent to cause confusion and mistake, to deceive and mislead the purchasing public, to trade

upon the reputation of Plaintiffs, and improperly to appropriate the valuable trademark rights of Plaintiffs.

79. Plaintiffs have no adequate remedy at law and are suffering irreparable harm and damage as a result of the acts of Defendants complained of herein in an amount thus far not determined.

Third Cause of Action
False Advertising
15 U.S.C. §1125(a)(1)(B)

80. Plaintiffs repeat and reallege the allegations contained in prior paragraphs as if fully set forth herein.

81. Upon information and belief, Defendants have used in connection with the sale of sunglasses, false designations of origin and false descriptions and representations, including symbols that tend falsely to describe or represent such sunglasses and have caused such sunglasses to enter into commerce with full knowledge of the falsity of such designations of origin and such descriptions and representations, all to the detriment of Plaintiffs. In particular, the Defendants' display sunglasses atop boxes which contain labels depicting the Plaintiffs' Registered Trademarks in bold type clearly capturing consumers' attention implicitly asking that they compare the style and price along with the quality of Defendants' sunglasses to Plaintiffs' sunglasses, constitutes commercial false descriptions and representations in commercial advertising and promotion tending falsely to describe or represent goods sold by Defendants in that Defendants' sunglasses are not comparable in style, quality or otherwise with Plaintiffs sunglasses.

82. Upon information and belief, Defendants have made the false statements referred to above all with the express intent to cause confusion and mistake, to deceive and mislead the purchasing public, to trade upon the reputation of Plaintiffs, and to improperly appropriate the valuable trademark rights of Plaintiffs.

83. Plaintiffs have no adequate remedy at law and are suffering irreparable harm and damage as a result of the acts of Defendants complained of herein in an amount thus far not determined.

Fourth Cause of Action
Trademark Dilution
15 U.S.C. §1125(c)

84. Plaintiffs repeat and reallege the allegations contained in prior paragraphs as if fully set forth herein.

85. The diverse products sold by Plaintiffs and licensees under the Plaintiffs' Trademarks, and the services rendered under those trademarks have been widely advertised to the purchasing public and to the trade throughout the United States and the world by all means and all types of advertising media, including newspapers, magazines, television, trade publications, and the like.

86. Products sold under the Plaintiffs' Trademarks, by reason of their style and design excellence and quality of workmanship, have come to be known to the purchasing public throughout the United States as representing products of the highest quality, which are sold under the best merchandising and customer service conditions. As a result thereof, the Plaintiffs' Trademarks and the goodwill associated therewith are of inestimable value to Plaintiffs.

87. By virtue of the wide renown acquired by each of the Plaintiffs' Trademarks, coupled with the national and international distribution and extensive sale of various products distributed under those trademarks, the Plaintiffs' Trademarks have developed a secondary meaning and significance in the minds of the purchasing public and have become famous, and products bearing such marks are immediately identified by the purchasing public with the respective Plaintiffs.

88. The use by Defendants of the Plaintiffs' Trademarks in connection with sunglasses has, will and is likely to continue to dilute the distinctive quality of the Plaintiffs' Trademarks by diluting and/or tarnishing the Plaintiffs' Trademarks and the goodwill of the business associated with them.

89. The activities of Defendants complained of herein constitutes willful and intentional conduct intended to trade on Plaintiffs' reputations and to cause dilution of the famous Plaintiffs' Trademarks.

90. Plaintiffs have no adequate remedy at law and are suffering irreparable harm and damage as a result of the acts of Defendants as aforesaid in an amount thus far not determined.

Fifth Cause of Action
Common Law Unfair Competition

91. Plaintiffs repeat and reallege the allegations contained in prior paragraphs as if fully set forth herein.

92. As more fully set forth above, the Plaintiffs' Trademarks have come to have a secondary meaning indicative of origin, relationship, sponsorship, or association with Plaintiffs. The purchasing public is likely to attribute to Plaintiffs the use by Defendants of one

or more of the Plaintiffs' Trademarks as a source of origin, authorization and/or sponsorship for Defendants' products and, therefore, to buy Defendants' products in that erroneous belief.

93. Upon information and belief, Defendants have intentionally appropriated one or more of each of the Plaintiffs' Trademarks with the intent of causing confusion, mistake, and deception as to the source of its goods, and with the intent to palm off its goods as those of Plaintiffs, and to place others in the position to palm off their goods as those of Plaintiffs and, as such, Defendants have committed trademark infringement and unfair competition under the common law.

94. Plaintiffs have no adequate remedy at law and have suffered irreparable harm and damage as a result of Defendants' acts as aforesaid in an amount thus far not determined.

Sixth Cause of Action
New York Statutory Unfair Competition
N.Y. Gen. Bus. Law §349 et seq.

95. Plaintiffs repeat and reallege the allegations contained in prior paragraphs as if fully set forth herein.

96. By reason of the aforesaid acts, Defendants have engaged in false advertising and deceptive trade practices in the course of their business in violation of Section 349 et seq. of the New York General Business Law.

97. Plaintiffs have no adequate remedy of law and have suffered irreparable harm and damage as a result of the acts of the Defendants as aforesaid in an amount thus far not determined.

PRAYER FOR RELIEF

WHEREOF, Plaintiffs demand:

I. That a preliminary and permanent injunction be issued enjoining Defendants and its agents, servants, employees and attorneys and those persons in active concert or participation with them:

A. From using any of the Plaintiffs' Trademarks or any mark similar thereto in connection with the sale of any unauthorized goods or the rendering of any unauthorized services;

B. From using any logo, trade name, or trademark that may be calculated to falsely represent or which has the effect of falsely representing that the services or products of Defendants or of third parties are sponsored by, authorized by or in any way associated with Plaintiffs;

C. From infringing any of the Plaintiffs' Trademarks;

D. From otherwise unfairly competing with Plaintiffs;

E. From falsely representing themselves as being connected with Plaintiffs or sponsored by or associated with Plaintiffs or engaging in any act which is likely to falsely cause the trade, retailers and/or members of the purchasing public to believe that Defendants are associated with Plaintiffs;

F. From falsely misrepresenting in commercial advertising or promotion the nature, characteristics and qualities of Defendants' goods;

G. From using any reproduction, counterfeit, copy, or colorable imitation of any of the Plaintiffs' Trademarks in connection with the publicity,

promotion, sale, or advertising of goods sold by Defendants, including, without limitation, sunglasses, fashion accessories, or apparel bearing a copy or colorable imitation of any of the Plaintiffs' Trademarks; and,

H. From affixing, applying, annexing, or using in connection with the sale of any goods, a false description or representation, including words or other symbols, tending falsely to describe or represent such goods as being those of Plaintiffs and from offering such goods in commerce.

II. That Defendants be required, at Plaintiffs' election, either (i) to pay Plaintiffs statutory damages as provided for under 15 U.S.C. § 1117(c) or (ii) account to Plaintiffs for all profits resulting from Defendants' infringing activities and that such award of profits to Plaintiffs be increased by the Court as provided for under 15 U.S.C. § 1117(b).

III. That Plaintiffs have a recovery from Defendants of the costs of this action and Plaintiffs' reasonable counsel fees pursuant to 15 U.S.C. § 1117.

IV. That Defendants be ordered to disseminate corrective advertising to dispel and correct the false, misleading and deceptive impressions created or caused by advertising for the infringing merchandise, or that Plaintiffs be awarded as damages an amount sufficient to prepare, publish or otherwise disseminate the same.

V. That Defendants be ordered to deliver up to Plaintiffs for destruction all labels, stickers, signs, prints, packages, wrappers, receptacles, advertisements and other written or printed material in their possession, custody or control that bear the Plaintiffs' Trademarks, alone or in combination with any other words, marks or other elements.

VI. That Plaintiffs have all other and further relief as the Court may deem just and proper under the circumstances.

Dated: November 20, 2001

Respectfully submitted,

File copy
Ronald D. Coleman (RC 3875)

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