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CLERK OF DISTRICT COURT
CENTRAL DISTRICT OF CALIF.
LOS ANGELES

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6 ROSWELL RECORDS, INC., DAVID
GROHL, NATE MENDEL, TAYLOR
7 HAWKINS, and CHRIS SHIFFLETT

8
9 UNITED STATES DISTRICT COURT
10 CENTRAL DISTRICT OF CALIFORNIA

11 ROSWELL RECORDS, INC., a
Washington corporation; DAVID
12 GROHL, individually and d/b/a MJ
Twelve Music; NATE MENDEL,
13 individually and d/b/a Flying Earform
Music ; TAYLOR HAWKINS,
14 individually and d/b/a Living Under a
Rock Music; CHRIS SHIFFLETT,
15 individually and d/b/a I Love the Punk
Rock Music,

16 Plaintiffs,

17 vs.

18 MARVEL STUDIOS, INC., a Delaware
corporation; FIRST SERVE
19 INTERNATIONAL, LLC, a California
limited liability company; TOONZ
20 ANIMATION INDIA (P) LTD., an entity
of unknown form; FIRST SERVE
21 TOONZ, a joint venture,

22 Defendants.

CASE NO. **CV08-01136 CAS**
COMPLAINT FOR COPYRIGHT (CTx)
INFRINGEMENT,
CONSTRUCTIVE TRUST, AND
FOR AN ACCOUNTING

DEMAND FOR JURY TRIAL

23
24 For their Complaint, Plaintiffs allege as follows:

25 1. This action is brought, and subject matter jurisdiction lies within this
26 Court, pursuant to 28 U.S.C. Sections 1331 and 1338. This Court has federal
27 question jurisdiction in this matter in that Plaintiff seeks damages and injunctive
28 relief against the Defendants named herein under Sections 501 through 505 of the

I/S
20
©

1 Copyright Act of 1976, 17 U.S.C. § 101 et seq. The Court has pendant jurisdiction
2 over any claims asserted herein which arise under state law, including, without
3 limitation, claims seeking imposition of a constructive trust and performance of an
4 accounting, in that such and claims flow from a common nucleus of operative facts.

5 2. Venue lies within this Court pursuant to 28 U.S.C. Sections 1391(b)(1)-
6 (3), 1391(c), 1391(d), and 1400(a) in that all Defendants reside for venue purposes
7 and are subject to personal jurisdiction in this District, and that a substantial part of
8 the events or omissions giving rise to Plaintiffs' claims occurred in the Central
9 District of California.

10 3. Plaintiff David Grohl is an individual who resides in the County of Los
11 Angeles, California, and who, from time to time, does business under the name MJ
12 Twelve Music ("Grohl").

13 4. Plaintiff Nate Mendel is an individual who resides in the County of Los
14 Angeles, California, and who, from time to time, does business under the name
15 Flying Earform Music ("Mendel")

16 5. Plaintiff Taylor Hawkins is an individual who resides in the County of
17 Los Angeles, California, and who, from time to time, does business under the name
18 Living Under a Rock Music ("Hawkins").

19 6. Plaintiff Chris Shifflett is an individual who resides in the County of
20 Los Angeles, California, and who, from time to time, does business under the name
21 I Love the Punk Rock Music ("Shifflett").

22 7. Plaintiff Roswell Records, Inc. ("Roswell") is a Washington
23 corporation with its principal place of business in the County of Los Angeles,
24 California.

25 8. Plaintiffs Grohl, Mendel, Hawkins, Shifflett, and Roswell are referred
26 to collectively herein as "Plaintiffs."

27 ///

28 ///

1 light of their image and stature and thus when permission is granted by the band –
2 are substantial, *i.e.*, hundreds of thousands of dollars “per side” (master and
3 composition).

4 16. At all material times herein, Grohl, Mendel, Hawkins, and Shifflett are
5 and were owners, publishers, and/or administrators of copyrights in and for certain
6 musical compositions, exploited such copyrights through various licenses used in
7 audio and video recordings and public performances, among other thing, including
8 those broadcast on radio, telecast on television, and captured in recordings sold at
9 retail, worldwide, in the United States, and within the Central District of California.

10 17. In or about 2005, Grohl, Mendel, Hawkins, and Shifflett created,
11 composed, authored, and wrote the original musical compositions entitled “Best of
12 You” and “Free Me.” Those two musical compositions consist wholly of original
13 material and were and are copyrightable matter under the laws of the United States.
14 A claim of copyright in the musical compositions “Best of You” and “Free Me” was
15 registered and recorded with the United States Copyright Office in favor of Grohl,
16 Mendel, Hawkins, and Shifflett. The Certificate of Registration for “Best of You”
17 and “Free Me” (among other works) is dated and identified as follows: August 2,
18 2006, No. PA 0001331229 A true and correct copy of the Certificate of Registration
19 is attached hereto as Exhibit “A.”

20 18. Foo Fighters recorded “Best of You” and “Free Me” and included those
21 songs on the album entitled “In Your Honor” distributed by RCA Records, which
22 album was released in June 2005.

23 19. The master sound recordings of “Best of You” and “Free Me” by the
24 Foo Fighters are owned by Roswell. Those sound recordings consist wholly of
25 original material and were and are copyrightable matter under the laws of the United
26 States. A claim of copyright in the sound recordings “Best of You” and “Free Me”
27 was registered and recorded with the United States Copyright Office in favor of
28 Roswell. The Certificate of Registration for the sound recording of “Best of You”

1 and "Free Me" (among other works) is dated and identified as follows: October 3,
2 2005, No. SR 0000377762. A true and correct copy of the Certificate of
3 Registration is attached hereto as Exhibit "B."

4 20. From the date of creation through the date of registration, Plaintiffs and
5 their predecessors complied in all respects with the Copyright Act of 1976 and all
6 other laws governing copyright with respect to the above-referenced copyrights.

7 21. Insofar as "Best of You" and "Free Me" have been "published" within
8 the ambit of the copyright laws, they have been published by or under license or
9 authority of Plaintiffs and Plaintiffs' predecessors and have been published in strict
10 conformity with all laws governing copyright.

11 22. Recordings of "Best of You" and "Free Me" by the Foo Fighters have
12 been distributed and sold through record stores, internet on-line sites, and other
13 outlets, including that worldwide sales of the album, "In Your Honor," containing
14 these two songs total 3.3 million units to date, and the songs have been played on
15 radio, television, and at live performances, including throughout the United States of
16 America and in the Central District of California, generating substantial income for
17 Plaintiffs.

18 23. On information and belief, defendant Marvel is a company based in
19 Beverly Hills, California, that is in the business of creating, distributing, licensing,
20 and exploiting film and television programs, including animated programs.

21 24. On information and belief, in or about late 2005, Marvel entered into an
22 agreement with FST, a joint venture between defendants First Serve and Toonz, to
23 produce an animated television series entitled "Wolverine and the X-Men."

24 25. On information and belief, at some point between late 2005 and
25 February 2008, Defendants created a trailer for "Wolverine and the X-Men"
26 ("Trailer"). The Trailer is several minutes in length. Among other things, its
27 soundtrack contains substantial excerpts from "Best of You" and "Free Me" that
28 were copied directly from the Foo Fighters' sound recordings of those two songs.

1 26. On information and belief, Defendants used the Trailers for various
2 purposes in connection with marketing and selling the “Wolverine and the X-Men”
3 television program in and prior to February 2008. Among other uses, in or about
4 early February 2008, the Trailer was made available for streaming views on an
5 internet website maintained by Cyber Group Animation of France which, on
6 information and belief, obtained a copy of the Trailer from Defendants.

7 27. Within days of the Cyber Group on-line posting, multiple copies of the
8 Trailer appeared on YouTube.com, receiving over twenty thousand views.

9 28. On information and belief, Defendants were each aware of and
10 contributed to the creation and use of the Trailer as alleged herein, and including
11 that the internet distribution of the Trailer was intended by Defendants to effectuate
12 a “stealth marketing” campaign for Defendants’ television series.

13 29. On information and belief, Defendants are well aware of the copyright
14 laws, including that Marvel owns numerous valuable comic book characters and
15 other intellectual properties, and are well-informed of the strict necessity and
16 procedures for obtaining a license prior to using another party’s copyrighted work.
17 Defendants, as copyright owners themselves, should be respectful of other parties
18 copyrights.

19 30. Defendants never sought or obtained Plaintiffs’ permission to copy,
20 duplicate, perform, or otherwise use Plaintiffs’ musical compositions or sound
21 recordings “Best of You” and “Free Me” in the Trailer, or at all.

22 31. Defendants’ copying, duplication, use, performance, and exploitation of
23 “Best of You” and “Free Me” in the Trailer, as described above, constitute
24 infringements of Roswell’s copyright in the sound recordings and Grohl, Mendel,
25 Hawkins, and Shifflett’s copyright in the compositions of those two songs.

26 32. Defendants’ infringing acts were willful, deliberate, and committed
27 with prior notice and knowledge of Plaintiffs’ copyrights. At a minimum,
28 Defendants acted in reckless disregard of Plaintiffs’ copyrights.

1 copyrighted work publicly by means of a digital audio transmission.”

2 38. On information and belief, since at least February 2008, Defendants
3 infringed, and may be continuing to infringe upon Plaintiffs’ copyrights in the
4 compositions and sound recordings “Best of You” and “Free Me,” including by
5 copying, reproducing, preparing, causing, contributing to, and participating in the
6 unauthorized copying, reproduction, and use of the sound recording and musical
7 composition “Best of You” and “Free Me” in the Trailer and causing the Trailer to
8 be publicly distributed on the internet, including in the Central District of California.

9 39. Plaintiffs did not authorize Defendants to copy, reproduce, perform, or
10 use the compositions and sound recordings “Best of You” and “Free Me” in the
11 Trailer, or at all. Defendants did not seek or obtain any permission, consent, or
12 license from Plaintiffs for the copying, reproduction, performance, or use of the
13 compositions and sound recordings “Best of You” and “Free Me” in the Trailer, or
14 at all.

15 40. Defendants’ infringing acts alleged herein were willful, deliberate, and
16 committed with prior notice and knowledge of Plaintiffs’ copyrights. At a
17 minimum, Defendants acted in reckless disregard of Plaintiffs’ copyrights.

18 41. As a result of their actions, Defendants are liable to Plaintiffs for willful
19 copyright infringement under 17 U.S.C. Section 501. Plaintiffs suffered, and will
20 continue to suffer, substantial damage to their professional reputation and goodwill,
21 as well as losses in an amount not yet ascertained, but which will be determined
22 according to proof. In addition to Plaintiffs’ actual damages, Plaintiffs are entitled
23 to receive the profits made by Defendants from their wrongful acts, pursuant to 17
24 U.S.C. Section 504. In the alternative, Plaintiffs are entitled to statutory damages
25 pursuant to 17 U.S.C. Section 504(c). These statutory damages should be enhanced
26 by 17 U.S.C. Section 504(c)(2) because of Defendants’ willful copyright
27 infringement.

28 ///

1 47. Plaintiffs are entitled to the remedy of a constructive trust in view of
2 Defendants' wrongful infringement of Plaintiffs' copyrights in "Best of You" and
3 "Free Me."

4 **THIRD CLAIM FOR RELIEF**

5 **(FOR AN ACCOUNTING)**

6 **(BY ALL PLAINTIFFS AGAINST ALL DEFENDANTS)**

7 48. Plaintiffs incorporate by reference as if set forth in full herein the
8 allegations of Paragraph 1 through 47 of this Complaint.

9 49. Under 17 U.S.C. Section 504, Plaintiffs may recover any and all profits
10 of Defendants that are attributable to their acts of infringement.

11 50. A balance is due from Defendants, and each of them, to Plaintiffs for
12 misappropriation of profits and gross receipts arising from or attributable to
13 Defendants' copying, reproduction, performance, and use of "Best of You" and
14 "Free Me," including in the Trailer, and consequent violation and infringement of
15 Plaintiffs' copyrights in "Best of You" and "Free Me."

16 51. The exact amount of money due from Defendants is unknown to
17 Plaintiffs and can only be ascertained through an accounting. Plaintiffs accordingly
18 seek an order from this Court directing Defendants to provide the Plaintiffs with an
19 accounting and payment of the amount due as a result of the accounting, plus
20 interest.

21 **PRAYER**

22 WHEREFORE, Plaintiffs, and each of them, respectfully requests judgment
23 against Defendants, and each of them, jointly and severally, as follows:

24 1. That the Court enter judgment against Defendants, and each of them,
25 that Defendants have:

26 (a) infringed Plaintiffs' rights in the copyrights in the compositions
27 and sound recordings "Best of You" and "Free Me" under 17 U.S.C. Section 501,
28 and that the infringement by Defendants, and each of them, was willful; and

1 (b) otherwise injured the business reputation and business of
2 Plaintiffs through the acts and conduct set forth in this Complaint;

3 2. For the damages suffered by Plaintiffs as a result of the infringement
4 complained of herein, as well as disgorgement of any profits of Defendants
5 attributable to their infringement, including the value of all gains, profits,
6 advantages, benefits, and consideration derived by Defendants from and as a result
7 of their infringement of Plaintiffs' copyright in "Best of You" and "Free Me,"
8 including in connection with the Trailer;

9 3. In the alternative, if Plaintiffs so elect, in lieu of recovery of their actual
10 damages and Defendants' profits, for a 17 U.S.C. Section 504(c) award of statutory
11 damages against Defendants, or any of them, for all copyright infringements (willful
12 or otherwise) involved in this action as to each work in question;

13 4. That Defendants, and each of them, and each of their respective
14 officers, agents, and employees, and all persons acting in concert with them, be
15 enjoined preliminarily, during the pendency of this action, and permanently
16 thereafter, from infringing the copyrights in "Best of You" and "Free Me" in any
17 manner and from distributing, selling, advertising, broadcasting, publishing or
18 communicating, in the United States or elsewhere, any visual or sound recordings
19 (including those identified in this Complaint), as well as any sheet music,
20 commercials, or other merchandise or materials that contain or refer to all or part of
21 the musical compositions and sound recordings "Best of You" and "Free Me,"
22 including the Trailer, absent prior consent and license from Plaintiff;

23 5. That the Court enters an order pursuant to 15 U.S.C. Sections 503 and
24 509 mandating the impounding of all infringing copies of the Trailer and any other
25 materials prepared by Defendants containing any copies of the musical compositions
26 and sound recordings "Best of You" or "Free Me" or any portions thereof;

27 6. That the Court declares, adjudges, and decrees that Defendants, and
28 each of them, have been and are involuntary and constructive trustees, holding the

1 gross receipts from the aforesaid production, broadcast, distribution, sale, or other
2 exploitation of "Best of You" or "Free Me," including in the Trailer (to the extent
3 attributable to "Best of You" or "Free Me" or Defendants' misuse of the protectible
4 interests of Plaintiff in "Best of You" and "Free Me"), and that Defendants, and
5 each of them, hold all such monies and funds on behalf of and subject to a first and
6 prior lien against all others and in favor of Plaintiffs;

7 7. That Defendants, and each of them, be required to account for and pay
8 over to Plaintiffs all gains and profits derived by Defendants, and each of them,
9 from or attributable to production, broadcasting, licensing, distribution, sale, or
10 other exploitation of "Best of You" or "Free Me," or any other uses of all or part of
11 "Best of You" or "Free Me" made or authorized by Defendants, or any of them, in
12 any format, media, or market, including in connection with the Trailer;

13 8. For reasonable attorney fees and costs of suit incurred herein; and

14 9. For such other and further relief in favor of Plaintiffs as the Court
15 deems just and proper.

16 DATED: February 19, 2008

KING, HOLMES, PATERNO & BERLINER, LLP

17

18 By: 

HOWARD E. KING

19

Attorneys for Plaintiffs ROSWELL RECORDS,
INC., DAVID GROHL, NATE MENDEL,
20 TAYLOR HAWKINS, and CHRIS SHIFFLETT

21

21 DEMAND FOR JURY TRIAL

22

22 Plaintiffs demand a trial by jury on all issues so triable.

23

23 DATED: February 19, 2008

KING, HOLMES, PATERNO & BERLINER, LLP

24

25 By: 

HOWARD E. KING

26

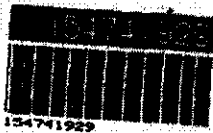
Attorneys for Plaintiffs ROSWELL RECORDS,
INC., DAVID GROHL, NATE MENDEL,
27 TAYLOR HAWKINS, and CHRIS SHIFFLETT

28

28



Copyright
For curn
website:
right Off



78.
CE
0y-

FORM PA

For a Work of the Performing Arts
UN
RET PA 1-330-229



EFFECTIVE DATE OF REGISTRATION

Month 8 Day 2 Year 06

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

1

TITLE OF THIS WORK ▼

"In Your Honor" / "No Way Back" / "Best Of You" / "DOA" / "Hell" / "The Last Song" / "Free Me" / "Resolve" / "The Deepest Blues Are Black" / "End Over End" / "Still" / "What If I Do?" / "Miracle" / "Another Round" / "Over And Out" / "On The

PREVIOUS OR ALTERNATIVE TITLES ▼

Mend" / "Virginia Moon" / "Cold Day In The Sun" as contained on IN YOUR HONOR

NATURE OF THIS WORK ▼ See instructions

2

a NAME OF AUTHOR ▼

Nate Mendel

DATES OF BIRTH AND DEATH

Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?

Yes
 No

AUTHOR'S NATIONALITY OR DOMICILE

OR { Citizen of USA
Domiciled in _____

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous? Yes No
Pseudonymous? Yes No

If the answer to either of these questions is "Yes," see detailed instructions.

NOTE

Under the law, the "author" of a "work made for hire" is generally the employer, not the employee (see instructions). For any part of this work that was "made for hire" check "Yes" in the space provided, give the employer (or other person for whom the work was prepared) as "Author" of that part, and leave the space for dates of birth and death blank.

NATURE OF AUTHORSHIP

Words and Music

Briefly describe nature of material created by this author in which copyright is claimed. ▼

b NAME OF AUTHOR ▼

Dave Grohl

DATES OF BIRTH AND DEATH

Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?

Yes
 No

AUTHOR'S NATIONALITY OR DOMICILE

OR { Citizen of USA
Domiciled in _____

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous? Yes No
Pseudonymous? Yes No

If the answer to either of these questions is "Yes," see detailed instructions.

NATURE OF AUTHORSHIP

Words and Music

Briefly describe nature of material created by this author in which copyright is claimed. ▼

c NAME OF AUTHOR ▼

Taylor Hawkins, Chris Shiflett

DATES OF BIRTH AND DEATH

Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?

Yes
 No

AUTHOR'S NATIONALITY OR DOMICILE

OR { Citizen of USA
Domiciled in _____

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous? Yes No
Pseudonymous? Yes No

If the answer to either of these questions is "Yes," see detailed instructions.

NATURE OF AUTHORSHIP

Words and Music

Briefly describe nature of material created by this author in which copyright is claimed. ▼

3

a YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED

2005

This information must be given Year in all cases.

b DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK

Complete this information ONLY if this work has been published. Month June Day 14 Year 2005
USA

Nallen

4

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2. ▼

FLYING EARFORM MUSIC, mj twelve music, living under a rock music, i love the punk rock music

TRANSFER If the claimant(s) named here in space 4 is (are) different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. ▼
by written agreement

ASSIGNMENT OF RIGHTS
PA 1-330-229
ONE DEPOSIT RECEIVED
PA 1-330-229
TWO DEPOSITS RECEIVED
FUNDS RECEIVED

DO NOT WRITE HERE OFFICE USE ONLY

MORE ON BACK ► • Complete all applicable spaces (numbers 1-9) on the reverse side of this page.
• See detailed instructions. • Sign the form at line 8.

DO NOT WRITE HERE
Page 1 of 2 pages



EXAMINED BY OB
CHECKED BY

FORM PA

CORRESPONDENCE
Yes

FOR
COPYRIGHT
OFFICE
USE
ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

Yes No If your answer is "Yes," why is another registration being sought? (Check appropriate box.) If your answer is No, do not check box A, B, or C.

a. This is the first published edition of a work previously registered in unpublished form.

b. This is the first application submitted by this author as copyright claimant.

c. This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number Year of Registration

5

DERIVATIVE WORK OR COMPILATION Complete both spaces 6a and 6b for a derivative work; complete only 6b for a compilation.
Preexisting Material Identify any preexisting work or works that this work is based on or incorporates.

a **6**
See instructions
before completing
this space.

Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed.

b

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.
Name Account Number

BUG MUSIC

DAO 41947

a **7**

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt/City/State/ZIP

Allison McCulloch
Bug Music
7750 Sunset Boulevard
Los Angeles, CA 90046

Area code and daytime telephone number (323) 969-0988

Fax number (323) 969-0968

Email AMcCulloch@bugmusic.com

b

CERTIFICATION I, the undersigned, hereby certify that I am the

- Check only one author
 other copyright claimant
 owner of exclusive right(s)
 authorized agent of FLYING EARFORM MUSIC

Name of author or other copyright claimant, or owner of exclusive right(s)
of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

8

Typed or printed name and date If this application gives a date of publication in space 3, do not sign and submit it before that date.

Allison McCulloch

Date JUNE 29, 2006

Handwritten signature (X)

x Allison McCulloch

Certificate will be mailed in window envelope to this address:

Name <input type="checkbox"/>	<u>FLYING EARFORM MUSIC c/o BUG MUSIC</u>
Number/Street/Apt <input type="checkbox"/>	<u>7750 Sunset Boulevard</u>
City/State/ZIP <input type="checkbox"/>	<u>Los Angeles, CA 90046</u>

YOU MUST

- Complete all necessary spaces
- Sign your application in space 8

1. Application Form
2. Non-refundable filing fee in check or money order payable to Registrar of Copyrights
3. Deposit material

Library of Congress
Copyright Office
101 Independence Avenue, S.E.
Washington, D.C. 20540-8000

9

*17 U.S.C. § 506(e). Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 406, or in any written statement filed in connection with the application, shall be fined not more than \$2,000.



FORM SR
For a Sound Recording
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

SR 377-762



EFFECTIVE DATE OF REGISTRATION

10 / 3 / 05
Month Day Year



DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET

1

TITLE OF THIS WORK
IN YOUR HONOR / by FOO FIGHTERS (82876-88038-2)

PREVIOUS OR ALTERNATIVE TITLES

NATURE OF MATERIAL RECORDED See instructions

- Musical Musical-Dramatic
- Dramatic Literary
- Other

2

a NAME OF AUTHOR
Roswell Records, Inc

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
 Yes No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR Citizen of USA
Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? Yes No
Pseudonymous? Yes No

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyrights claimed
Sound recordings, photographic matter

b NAME OF AUTHOR

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
 Yes No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR Citizen of
Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? Yes No
Pseudonymous? Yes No

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyrights claimed

c NAME OF AUTHOR

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
 Yes No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR Citizen of
Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? Yes No
Pseudonymous? Yes No

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyrights claimed

NOTE

Under the law the "author" of a "work made for hire" is generally the employer, not the employee (see instructions). For any part of the work that was "made for hire" check "Yes" in the space provided, give the employer (or other person for whom the work was prepared) as "Author" of that part, and leave the space for dates of birth and death blank.

3

a YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED This information must be given in all cases
2005 Year

b DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK
Month June Day 07 Year 2005
USA Nation

4

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given space 2V
Roswell Records, LLC
13343 Bellevue Redman Road
Bellevue, WA 98005

APPLICATION RECEIVED
OCT 03 2005
ONE DEPOSIT RECEIVED
TWO DEPOSITS RECEIVED
OCT 03 2005
REMITTANCE NUMBER AND DATE

TRANSFER If the claimant(s) named here in space 4 are different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright

MORE ON BACK

- Complete all applicable spaces (numbers 2-4) on the reverse side of this page
- See detailed instructions
- Sign the form at line 5

Page 1 of 2 DO NOT WRITE pages

EXAMINED BY JS FORM SR

CHECKED BY _____

CORRESPONDENCE
Yes

FOR
COPYRIGHT
OFFICE
USE
ONLY

DO NOT WRITE ABOVE THIS LINE IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?
 Yes No If your answer is "Yes," why is another registration being sought? (Check appropriate box)
a This is the first published edition of a work previously registered in unpublished form
b This is the first application submitted by this author as copyright claimant
c This is a changed version of the work, as shown by space 5 on this application
If your answer is "Yes," give Previous Registration Number Year of Registration

5

DERIVATIVE WORK OR COMPILATION Complete both space 6a & 6b for a derivative work, complete only 6b for a compilation
a **Preexisting Material** Identify any preexisting work or works that this work is based on or incorporates
One sound recording track 3 BEST OF YOU
b **Material Added to This Work** Give a brief, general statement of the material that has been added to this work and in which copyright is claimed
All other sound recordings, photographic matter

6

See instructions
before
completing
this space

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account
Name Account Number
BMG Music DA 92811

7

CORRESPONDENCE Give name and address to which correspondence about this application should be sent
Name/Address/Apt/Co./State/ZIP
SONY BMG MUSIC ENTERTAINMENT /ATTENTION KAREN SHOVLANSKY
550 Madison Avenue - 18th Floor
New York, New York 10022-3211
Area Code & Telephone Number (212) 833-6364 Fax Number (212) 833-7218

Be sure to
give your
daytime phone
number

CERTIFICATION* I, the undersigned, hereby certify that I am the
Check only one
 author
 other copyright claimant
 owner of exclusive right(s)
 authorized agent of BMG Music
Name of author or other copyright claimant, or owner of exclusive right(s)

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of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge and belief
Typed or printed name and date If this application gives a date of publication in space 3, do not sign and submit it before that date
KAREN SHOVLANSKY date 09-23-2005

Handwritten signature (X) Karen Shovlansky

MAIL
CERTIFI-
CATE TO

Certificate
will be
mailed in
window
envelope

No.
ATTENTION KAREN SHOVLANSKY - SONY BMG MUSIC ENTERTAINMENT
Number/Street/Apartment Number
550 Madison Avenue - 18th Floor
City/State/ZIP
New York, New York 10022-3211

REGISTRATION
Complete all necessary spaces
from your registration in space 9
1 Applicable laws
2 Nonrefundable \$20 filing fee
in check or money order
payable to Register of Copyrights
3 Deposit material
Register of Copyrights
Library of Congress
Washington D.C. 20540

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The Copyright Office has the authority to adjust fees of 5-year intervals based on changes in the Consumer Price Index. The next adjustment is due in 1998. Please contact the Copyright Office after July 1998 to determine the actual fee schedule.

*17 U.S.C. § 508(e) Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 408, or in any written statement filed in connection with the application shall be fined not more than \$2,500
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