

**FILED**  
LOS ANGELES SUPERIOR COURT

OCT 30 2008

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BY MARY GARCIA, DEPUTY

*D-324  
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8. SUPERIOR COURT FOR THE STATE OF CALIFORNIA  
9. COUNTY OF LOS ANGELES CENTRAL DISTRICT

10. ANTHONY MICHAELS; individually and  
11. on behalf of all others similarly situated,

12. Plaintiff,

13. vs.

14. CLASSMATES ONLINE, INC.;  
15. CLASSMATES MEDIA CORPORATION;  
16. UNITED ONLINE, INC.; and DOES 1  
17. through 50, inclusive;

18. Defendants.

CASE NO. BC401048

CLASS ACTION COMPLAINT FOR:

1. INTENTIONAL MISREPRESENTATION
2. NEGLIGENT MISREPRESENTATION
3. NEGLIGENCE
4. FRAUDULENT CONCEALMENT
5. BUSINESS & PROFESSIONS CODE & 17200 et seq.
6. BUSINESS & PROFESSIONS CODE & 17500 et seq.

JURY TRIAL DEMANDED

CIT/CASE: BC401048 LES/DEF:  
 RECEIPT #: CCR4979057059  
 DATE PAID: 10/30/08 03:36:04 PM  
 PAYMENT: \$870.00 0310  
 RECEIVED:  
 CHECK: 870.00  
 CASH:  
 CHANGE:  
 CARD:

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1 Plaintiff Anthony Michaels, individually and on behalf of himself and all others  
2 similarly situated, as described below pursuant to California Code of Civil Procedure,  
3 section 382, alleges upon information and belief, except for paragraphs that pertain to  
4 plaintiff or plaintiff's attorneys, as follows:

### 5 6 INTRODUCTION

7 1. Classmates Online, Inc. owns and operates the website  
8 www.classmates.com, which is a subscription-based website that "reunites classmates,  
9 friends and family, teachers, co-workers, and military personnel." Its database contains  
10 millions of records of people from schools, places of work and the military.  
11 Classmates.com boasts to have up to 50 million registered users, who register with the  
12 website at no cost, and 2.7 million subscribers who pay varying subscription fees to access  
13 various tools and content.

14 2. This class action is brought by Plaintiff Anthony Michaels individually, and  
15 on behalf of all others similarly situated, who were led to believe that past acquaintances  
16 from school, work and/or military service were trying to contact them through the  
17 www.classmates.com website. In fact, Classmates Online, Inc. actively participates and  
18 perpetuates the impression that certain individuals of interest to Plaintiff and the Class are  
19 trying to contact them through the www.classmates.com website. This is nothing more  
20 than a ruse to get Plaintiff and the Class to pay for a subscription to www.classmates.com.  
21 This action seeks damages from Classmates Online, Inc. and all related entities for their  
22 wrongful conduct.

### 23 24 JURISDICTION AND VENUE

25 3. Plaintiff brings this class action pursuant to the California Unfair  
26 Competition Law (Cal. Business and Professions Code sections 17200, et seq.) and other  
27 provisions of California statutory and nationwide common law, as identified herein, to  
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1 recover damages, to seek equitable relief, and to seek restitution and other relief available at  
2 law or in equity on behalf of Plaintiff, the members of the class as defined below, and on  
3 behalf of all people of the State of California. Plaintiff and the proposed class assert no  
4 claims under federal law.

5 4. Venue as to each Defendant is proper in this judicial district pursuant to  
6 California Code of Civil Procedure sections 395(a) and 395.5, and other provisions of law.  
7 Each defendant either maintains an office, transacts business, advertises or offers products  
8 for sale, has an agent or is found in the County of Los Angeles. Plaintiff's causes of action  
9 arose in part within the County of Los Angeles and each defendant is subject to the  
10 jurisdiction of this Court. The unfair, fraudulent, unlawful and otherwise wrongful acts  
11 described herein have had a direct effect on consumers within the State of California,  
12 including the County of Los Angeles, and the trade and commerce described below has  
13 been carried on within the State of California, including the County of Los Angeles.

#### 14 15 **THE PARTIES**

16 5. Plaintiff Anthony Michaels ("Plaintiff") is a resident of San Diego County  
17 California and has previously purchased a subscription to [www.classmates.com](http://www.classmates.com) on or  
18 around December 24, 2007.

19 6. Defendant Classmates Online, Inc. is a privately held corporation organized  
20 pursuant to the laws of Washington, with a principal address of 2001 Lind Ave SW, Ste  
21 500, Renton, Washington, 98055. On information and belief, Classmates Online, Inc. owns  
22 and operates the website [www.classmates.com](http://www.classmates.com) and is the wholly owned subsidiary of  
23 Classmates Media Corp.

24 7. Defendant Classmates Media Corporation is a privately held corporation  
25 organized pursuant to the laws of Delaware, with a principal address of 21301 Burbank  
26 Blvd., Woodland Hills, California, 91367. On information and belief, Classmates Media  
27 Corporation is a wholly owned subsidiary of United Online, Inc.

1           8. Defendant United Online, Inc. is a publicly traded corporation organized  
2 pursuant to the laws of Delaware, with a principal address of 21301 Burbank Blvd.,  
3 Woodland Hills, California, 91367. On information and belief, United Online, Inc. wholly  
4 owns Classmates Media Corporation, who in turn, wholly owns Classmates Online, Inc.  
5 On information and belief, United Online, Inc. is an Internet Service Provider and through  
6 its subsidiary, Classmates Media Corporation, offers social networking services under the  
7 Classmates brand name.

8           9. At all times herein mentioned, Classmates Online, Inc. and Classmates  
9 Media Corporation were acting as the agents, ostensible agents, servants, partners, aider  
10 and abettor, co-conspirator, joint venturer and/or employees of United Online, Inc., and in  
11 doing the acts and following the course of conduct set forth herein, Classmates Online, Inc.  
12 and Classmates Media Corporation were acting within the course and scope of such agency  
13 or employment, and Defendant United Online, Inc. approved, ratified, permitted, condoned  
14 and/or affirmed the marketing and sales practices, associated with the website  
15 www.classmates.com.

16           10. There exists, and at all times herein mentioned, there existed, a unity of  
17 interest in ownership between Defendant Classmates Online, Inc. and Defendants  
18 Classmates Media Corporation and United Online, Inc., such that any individuality and  
19 separateness between Defendants has ceased and Defendants Classmates Media  
20 Corporation and United Online, Inc., are the alter-egos of Classmates Online, Inc. and  
21 exerted control over Classmates Online, Inc. Adherence to the fiction of the separate  
22 existence of Defendant Classmates Online, Inc. as an entity distinct from Defendants  
23 Classmates Media Corporation and United Online will permit an abuse of the corporate  
24 privilege and would sanction fraud and would promote injustice. Defendant Classmates  
25 Online, Inc. and Defendants Classmates Media Corporation and United Online, Inc. are  
26 alter egos and comprise a single enterprise. Classmates Online, Inc. is a wholly owned  
27 subsidiary of Classmates Media Corporation, which in turn, is a wholly owned subsidiary  
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1 of United Online, Inc.

2 11. Plaintiff and the Class do not know the true names or capacities of the  
3 persons or entities sued herein as DOES 1 to 50, inclusive, and therefore sue such  
4 defendants by such fictitious names. Plaintiff and the Class are informed and believe and  
5 thereon allege that each of the DOE defendants is in some manner legally responsible for  
6 the damages suffered by Plaintiff and the Class as alleged herein. Plaintiff and the Class  
7 will amend this complaint to set forth the true names and capacities of these defendants  
8 when they have been ascertained, along with appropriate charging allegations, as may be  
9 necessary.

10 12. There is a complete unity of interests and ownership among defendants and  
11 their subsidiaries, such that there is no corporate separateness and independence among  
12 said corporations and each of said corporations is merely the agent and instrumentality of  
13 each other. By reason of the above facts, recognition of the independent identity of the  
14 defendants would operate a fraud upon plaintiffs such that each of said defendants should  
15 be regarded as alter ego of each other and held responsible for its obligations and liabilities

#### 16 17 **CLASS ACTION ALLEGATIONS**

18 13. In addition to prosecuting this action as a private attorney general on behalf  
19 of the general public general pursuant to Business & Professions Code section 17204,  
20 Plaintiff brings this class action pursuant to the provisions of Code of Civil Procedure  
21 section 382.

22 14. Plaintiff brings this action on behalf of the following class:

23 *A class consisting of all persons located within the United States who purchased a*  
24 *subscription to www.classmates.com in response to an email, correspondence,*  
25 *advertisement, message, text message, and/or other communication initiated by the*  
26 *Defendants indicating to the class that individuals and/or past acquaintances are*  
27 *trying to contact them.*

1 Excluded from the class are governmental entities, defendants, defendants' affiliates,  
2 parents, subsidiaries, employees, officers, directors, and co-conspirators. Also excluded is  
3 any judge, justice or judicial officer presiding over this matter and the members of their  
4 immediate families and judicial staff.

5 15. Plaintiff does not know the exact number of class members, because such  
6 information is in the exclusive control of defendants. Due to the nature of the trade and  
7 commerce involved, however, Plaintiff believes that the total number of class members is at  
8 least in the hundreds of thousands and members of the class are so numerous and  
9 geographically dispersed across the United States and even within the State of California  
10 that joinder of all class members is impracticable.

11 16. Defendants Classmates Online, Inc., Classmates Media Corporation and  
12 United Online, Inc. have acted with respect to the Class in a manner generally applicable to  
13 each class member. There is a well-defined community of interest in the questions of law  
14 and fact involved in the action, which affect all class members. The questions of law or  
15 fact common to the Class predominate over any questions affecting only individual  
16 members, including, but not limited to, the following:

17 a. Whether Defendants Classmates Online, Inc., Classmates Media  
18 Corporation and United Online, Inc. misrepresented to Plaintiff and the Class that  
19 individuals and past acquaintances were trying to make contact with them through  
20 the website [www.classmates.com](http://www.classmates.com);

21 b. Whether or not Plaintiff and the members of the Class have been  
22 damaged by the wrongs complained of herein, and if so, the measure of those  
23 damages and the nature and extent of other relief that should be afforded.

24 17. The claims of Plaintiff are typical of the claims of the other members of the  
25 Class in that all members of the Class have been harmed in substantially the same way by  
26 the actions of Defendants Classmates Online, Inc., Classmates Media Corporation and  
27

1 United Online, Inc.

2 18. Plaintiff is committed to prosecuting this action and has retained competent  
3 counsel experienced in litigation of this nature. Plaintiff is an adequate representative of  
4 the Class.

5 19. A class action is superior to other available methods for the fair and efficient  
6 adjudication of the controversy. The prosecution of separate actions by individual members  
7 of the Class would create the risk of inconsistent or varying adjudications with respect to  
8 individual members of the Class which would establish incompatible standards of conduct  
9 for defendants, or adjudications with respect to individual members of the Class which  
10 would, as a practical matter, be dispositive of the interests of the other members not parties  
11 to the adjudications or substantially impair or impede their ability to protect their interests.

12 20. In view of the complexity of the issues and the expense that an individual  
13 plaintiff would incur if he or she attempted to obtain relief from large, multinational  
14 corporations such as Classmates Online, Inc., Classmates Media Corporation and United  
15 Online, Inc., the separate claims of individual class members are monetarily insufficient to  
16 support separate actions. Because of the size of the individual class members' claims, few,  
17 if any, class members could afford to seek legal redress for the wrongs complained of in  
18 this Complaint.

19 21. The proposed class fulfills the certification criteria of Code of Civil  
20 Procedure section 382.

21 **FACTUAL BACKGROUND**

22 22. As alleged more fully below, Classmates Online, Inc., Classmates Media  
23 Corporation and United Online, Inc. misrepresented material information in the marketing,  
24 advertising, promoting and sale of subscriptions to the www.classmates.com website.

25 23. At all times relevant hereto, Classmates Online, Inc., Classmates Media  
26 Corporation and United Online, Inc. owned and operated www.classmates.com, a website  
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1 in which visitors to the website complete a free profile registration in order to view the  
2 profiles of other registrants. The advertised purpose of the free registration is to allow the  
3 user to view the profile of alumni from their respective school.

4 24. In order to register for free and view other user profiles, the visitor must  
5 provide the following: Class/Graduation Year, Year of Birth, Title, Name, Email Address,  
6 and Zip/Postal Code. According to the website free members are limited to the functions of  
7 "find friends and post a profile."

8 25. As a paid subscriber, referred to as the "Gold Membership," members are  
9 able to "See where friends live now on Classmates Maps," "Find out who's visited and  
10 signed your profile," Chat on your school's message board," "Send Classmates Email to  
11 friends from your school." The Gold Membership has varying price points depending on  
12 the desired duration of membership.

13 26. Upon information and belief, without the Gold Membership, free members  
14 cannot find out who visited and/or signed their profile, and also, send and receive messages  
15 from "classmates" through the website.

16 27. Plaintiff Anthony Michaels registered for a free membership to  
17 www.classmates.com on or around December 24, 2007. During the course of this free  
18 membership, Plaintiff was sent emails, messages and/or communications generated,  
19 composed, created, initiated, and/or authored by Defendants Classmates Online, Inc.,  
20 Classmates Media Corporation and United Online, Inc., misrepresenting to Plaintiff that  
21 former classmates of his were viewing his profile, leaving messages, and/or trying to  
22 contact him through www.classmates.com.

23 28. As a result of these emails, messages and/or communications from  
24 Defendants Classmates Online, Inc., Classmates Media Corporation and United Online,  
25 Inc., and in reliance on these emails, messages and/or communications, Plaintiff registered  
26 for the Gold Membership by paying for said membership and registering as a paid  
27 subscriber.





1 who were purportedly making attempts to contact Plaintiff and the Class through  
2 www.classmates.com. As more specifically set forth above, these representations appear as  
3 inbox messages, email messages, profile visits, guestbook signatures and other  
4 informational materials that the Defendants Classmates Online, Inc., Classmates Media  
5 Corporation and United Online, Inc. prepared, composed, generated, initiated, and  
6 participated in the preparation and/or approved and endorsed, and in various other media.

7 34. The Defendants Classmates Online, Inc., Classmates Media Corporation and  
8 United Online, Inc., knew that the representations as to the individuals, members, and/or  
9 users who were purportedly making attempts to contact Plaintiff and the Class were false  
10 when they were made and made them intentionally. The Defendants Classmates Online,  
11 Inc., Classmates Media Corporation and United Online, Inc. also knew that information it  
12 misrepresented to Plaintiff and the Class was material.

13 35. The Defendants Classmates Online, Inc., Classmates Media Corporation and  
14 United Online, Inc. intended that Plaintiff and the Class rely on these representations and  
15 thereby induced Plaintiff and the Class to purchase the Gold Membership.

16 36. Plaintiff and the Class reasonably relied on the representations made by the  
17 Defendants Classmates Online, Inc., Classmates Media Corporation and United Online,  
18 Inc. when they purchased their Gold Membership.

19 37. Plaintiff and the Class were harmed when they purchased the Gold  
20 Membership.

21 38. Plaintiff's reliance on the representations made by Defendants Classmates  
22 Online, Inc., Classmates Media Corporation and United Online, Inc. was a substantial  
23 factor in causing the harm.

24 39. Plaintiff's claim that the Defendants Classmates Online, Inc., Classmates  
25 Media Corporation and United Online, Inc. aided and abetted one another in making  
26 misrepresentations as to the individuals, members, and/or users who were purportedly  
27

1 making attempts to contact Plaintiff and the Class through www.classmates.com. These  
2 Defendants knew that the individuals, members, and/or users who were making attempts to  
3 contact Plaintiff and the Class were not former classmates of Plaintiff and the Class when  
4 they approved, authorized, permitted, condoned, controlled, endorsed and/or made false  
5 representations regarding the attempted contacts. All of these Defendants knew the  
6 misrepresentations were material and substantially assisted in the misrepresentations.

7 40. Classmates Online, Inc., Classmates Media Corporation and United Online,  
8 Inc. were motivated by their financial interests in continuously and systematically  
9 misrepresenting to Plaintiff and the Class, the true identity of the individuals, members,  
10 and/or users who were making attempts to contact Plaintiff and the Class, such as to  
11 constitute oppression, fraud, or malice under *California Civil Code*, section 3294, entitling  
12 Plaintiff and the Class to punitive damages in an amount appropriate to punish or set an  
13 example of Classmates Online, Inc., Classmates Media Corporation and United Online, Inc.

14  
15 **SECOND CAUSE OF ACTION**

16 **NEGLIGENT MISREPRESENTATION**

17 **(vs. Classmates Online, Inc., Classmates Media Corporation, and United**  
18 **Online, Inc.)**

19 41. Plaintiffs realleges the preceding paragraphs as if fully set forth herein and,  
20 to the extent necessary, pleads this cause of action in the alternative.

21 42. Plaintiffs claim that they were harmed because the Defendants Classmates  
22 Online, Inc., Classmates Media Corporation and United Online, Inc. negligently and  
23 carelessly misrepresented the individuals, members, and/or users who were purportedly  
24 making attempts to contact Plaintiff and the Class through www.classmates.com. As more  
25 specifically set forth above, these representations appear as inbox messages, email  
26 messages, profile visits, guestbook signatures and other informational materials that the  
27 Defendants Classmates Online, Inc., Classmates Media Corporation and United Online,  
28

1 Inc. prepared, composed, generated, initiated, and participated in the preparation and/or  
2 approved and endorsed, and in various other media.

3 43. Defendants Classmates Online, Inc., Classmates Media Corporation and  
4 United Online, Inc. negligently and carelessly made, authorized, permitted, controlled, and  
5 condoned representations that were not true and had no reasonable grounds for believing  
6 the representations were true when they made them, and negligently and carelessly induced  
7 the Plaintiff and the Class into purchasing a Gold Membership.

8 44. Plaintiffs reasonably relied on the representations made by the Defendants  
9 Classmates Online, Inc., Classmates Media Corporation and United Online, Inc. when they  
10 purchased their Gold Memberships.

11 45. Plaintiffs' reliance on the representations made by the Defendants  
12 Classmates Online, Inc., Classmates Media Corporation and United Online, Inc. was a  
13 substantial factor in causing their harm.

14 46. Plaintiff's claims that the Defendants Classmates Online, Inc., Classmates  
15 Media Corporation and United Online, Inc. aided and abetted one another in negligently  
16 and carelessly representing that the individuals, members, and/or users who were  
17 purportedly making attempts to contact Plaintiff and the Class through  
18 www.classmates.com were former classmates of Plaintiff and the Class. These Defendants  
19 knew that the individuals, members, and/or users who were making attempts to contact  
20 Plaintiff and the Class were not former classmates of Plaintiff and the Class when they  
21 approved, authorized, permitted, condoned, controlled, endorsed and/or made false  
22 representations regarding the attempted contacts. All of these Defendants should have  
23 known the misrepresentations were material and substantially assisted in the  
24 misrepresentations.  
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3 **THIRD CAUSE OF ACTION**

4 **NEGLIGENCE**

5 **(vs. DOES 1-50 Directors, Officers, Managers, Advisory Staff, Managerial**  
6 **Employees and/or Agents)**

7 47. Plaintiffs reallege the preceding paragraphs as if fully set forth herein and, to  
8 the extent necessary, pleads this cause of action in the alternative.

9 48. Upon information and belief, Plaintiff and the Class allege that they were  
10 harmed because Does 1-50, negligently failed to disclose certain information pertaining to  
11 the individuals, members, and/or users who were making attempts to contact Plaintiff and  
12 the Class.

13 49. Upon information and belief, Plaintiff and the Class allege that Does 1-50  
14 were Directors, Officers, Management, Advisory Staff, Managerial Employees and/or  
15 agents of the Defendants Classmates Online, Inc., Classmates Media Corporation and  
16 United Online, Inc. which marketed, promoted, advertised, and sold the Gold Membership  
17 to Plaintiff and the Class. That Does 1-50 negligently failed to disclose material  
18 information pertaining to the individuals, members, and/or users who were making attempts  
19 to contact Plaintiff and the Class, known only to Does 1-50 and that Plaintiffs could not  
20 have discovered. Plaintiffs did not know of the material information pertaining to the  
21 individuals, members, and/or users who were making attempts to contact Plaintiff and the  
22 Class.

23 50. Upon information and belief, Plaintiff and the Class allege that Does 1-50  
24 negligently caused harm to the Plaintiff and the Class by failing to disclose the material  
25 information pertaining to the individuals, members, and/or users who were making attempts  
26 to contact Plaintiff and the Class. The nondisclosure by Does 1-50 was a substantial factor  
27 in causing Plaintiff's harm. Plaintiff reasonably relied on Does 1-50's nondisclosure  
28 pertaining to the individuals, members, and/or users who were making attempts to contact  
Plaintiff and the Class.



1 users who were making attempts to contact Plaintiff and the Class, since the true facts were  
2 withheld from them, and this reasonable belief caused them to purchase the Gold  
3 Membership.

4 56. Plaintiff and the Class were harmed when they were induced into purchasing  
5 the Gold Membership under false pretenses.

6 57. The concealment of, and the failure to disclose, the individuals, members,  
7 and/or users who were making attempts to contact Plaintiff and the Class was a substantial  
8 factor in causing harm to Plaintiff and the Class.

9 58. Plaintiff and the Class claim that Classmates Online, Inc., Classmates Media  
10 Corporation and United Online, Inc. aided and abetted one another in concealing and failing  
11 to disclose the true identity of the individuals, members, and/or users who were making  
12 attempts to contact Plaintiff and the Class.

13 59. Classmates Online, Inc., Classmates Media Corporation and United Online,  
14 Inc. were motivated by their financial interests in continuously and systematically  
15 misrepresenting to Plaintiff and the Class, the true identity of the individuals, members,  
16 and/or users who were making attempts to contact Plaintiff and the Class, such as to  
17 constitute oppression, fraud, or malice under *California Civil Code*, section 3294, entitling  
18 Plaintiff and the Class to punitive damages in an amount appropriate to punish or set an  
19 example of Classmates Online, Inc., Classmates Media Corporation and United Online,  
20 Inc..

21 **FIFTH CAUSE OF ACTION**

22 **VIOLATION OF CALIFORNIA BUSINESS & PROFESSIONS CODE**

23 **SECTIONS 17200 ET SEQ**

24 **(vs. Classmates Online, Inc., Classmates Media Corporation, and United**  
25 **Online, Inc.)**

26 60. The Plaintiffs reallege the preceding paragraphs as if fully set forth herein  
27 and, to the extent necessary, pleads this cause of action in the alternative.

1           61.     The Plaintiff has standing to pursue this claim as the Plaintiff has suffered  
2 injury in fact and has lost money or property as a result of the actions of the Defendants  
3 Classmates Online, Inc., Classmates Media Corporation and United Online, Inc. as  
4 delineated herein.

5           62.     This cause of action is brought on behalf of the Plaintiff and the Class in  
6 accordance with the provisions of California Business & Professions Code section 17200.  
7 The Plaintiff and the Class have lost money or property as a result of the actions of the  
8 Defendants Classmates Online, Inc., Classmates Media Corporation and United Online,  
9 Inc. as delineated herein.

10          63.     The Defendants Classmates Online, Inc., Classmates Media Corporation and  
11 United Online, Inc.'s actions as alleged in this complaint constitute an unfair or deceptive  
12 practice within the meaning of California Business and Professions Code section 17200 in  
13 that the Defendants Classmates Online, Inc., Classmates Media Corporation and United  
14 Online, Inc.'s actions were unfair, unlawful and/or fraudulent and because the Defendants  
15 Classmates Online, Inc., Classmates Media Corporation and United Online, Inc. have made  
16 unfair, deceptive, untrue or misleading statements in inbox messages, email messages,  
17 profile visits, guestbook signatures and other informational materials within the meaning of  
18 California Business and Professions Code sections 17200, et seq.

19          64.     Classmates Online, Inc., Classmates Media Corporation and United Online,  
20 Inc.'s marketing and sales practices associated with the website [www.classmates.com](http://www.classmates.com), are  
21 unfair because they offend established public policy and/or are immoral, unethical,  
22 oppressive, unscrupulous, misleading and/or substantially injurious to consumers in that  
23 consumers were not informed that the individuals, users and/or members purportedly  
24 attempting to contact them were not in fact former classmates.

25          65.     The Plaintiffs claim that Classmates Online, Inc., Classmates Media  
26 Corporation and United Online, Inc. aided and abetted one another in unfair or deceptive  
27 practice within the meaning of California Business and Professions Code section 17200 in  
28



1 that Classmates Online, Inc., Classmates Media Corporation and United Online, Inc.'s  
2 actions were unfair, unlawful and/or fraudulent because Classmates Online, Inc.,  
3 Classmates Media Corporation and United Online, Inc. have made unfair, deceptive, untrue  
4 or misleading statements in the inbox messages, email messages, profile visits, guestbook  
5 signatures and other informational materials, within the meaning of California Business and  
6 Professions Code sections 17200, et seq.

7  
8 **SIXTH CAUSE OF ACTION**

9 **VIOLATION OF CALIFORNIA BUSINESS & PROFESSIONS CODE**  
10 **SECTIONS 17500 ET SEQ**

11 **(vs. Classmates Online, Inc., Classmates Media Corporation, and United**  
12 **Online, Inc.)**

13 66. The Plaintiff and the Class reallege the preceding paragraphs as if fully set  
14 forth herein and, to the extent necessary, pleads this cause of action in the alternative.

15 67. The Plaintiff and the Class have standing to pursue this claim as the Plaintiff  
16 and the Class have suffered injury in fact and have lost money or property as a result of the  
17 actions of Classmates Online, Inc., Classmates Media Corporation and United Online, Inc.  
18 as delineated herein.

19 68. This cause of action is brought on behalf of the Plaintiff and the Class in  
20 accordance with the provisions of California Business & Professions Code section 17200.  
21 The Plaintiff and the Class have lost money or property as a result of the actions of the  
22 Classmates Online, Inc., Classmates Media Corporation and United Online, Inc. as  
23 delineated herein.

24 69. Classmates Online, Inc., Classmates Media Corporation and United Online,  
25 Inc.'s marketing and sales practices associated with the website [www.classmates.com](http://www.classmates.com), as  
26 alleged herein, are unlawful because the conduct constitutes false marketing and  
27 advertising, as well as the other causes of action herein alleged.



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9. Awarding Plaintiff and the Class injunctive relief for Classmates Online, Inc., Classmates Media Corporation and United Online, Inc.'s violation of the Business & Professions Code sections 17200;

10. Awarding Plaintiff and the Class restitution for Classmates Online, Inc., Classmates Media Corporation and United Online, Inc.'s violation of the Business & Professions Code sections 17200 and 17500;

11. Awarding Plaintiff and the Class pre- and post-judgment interest as allowed by law;

12. Awarding costs and expenses.

13. Awarding Attorneys Fees.

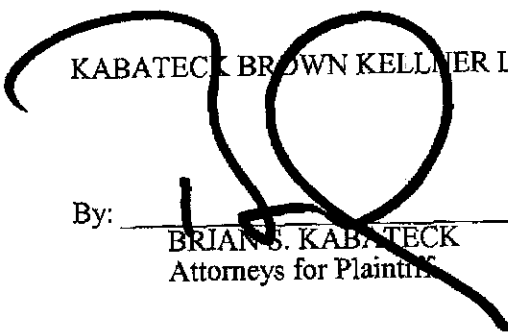
14. Plaintiff and the Class hereby demand a Jury Trial

15. Granting such other and further relief that this Court may deem just and proper

Dated: October 29, 2008

KABATECK BROWN KELLNER LLP

By:

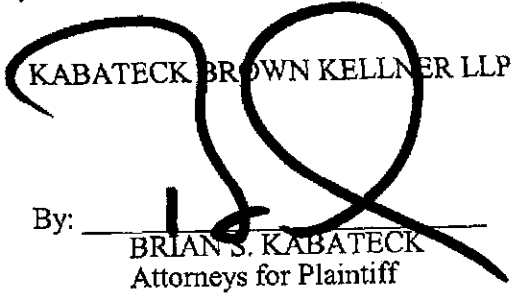
  
BRIAN S. KABATECK  
Attorneys for Plaintiff

**DEMAND FOR JURY TRIAL**

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Plaintiff hereby demands a trial by jury in the instant action.

Dated: October 29, 2008

KABATECK, BROWN KELLNER LLP  
By:   
BRIAN S. KABATECK  
Attorneys for Plaintiff