IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

DROPBOX, INC.,	)	
	)	
Plaintiff,	)	
	)	
v.	)	C.A. No. 19-1521 (RGA)
	)	
MOTION OFFENSE, LLC,	)	
	)	
Defendant.	)	

DROPBOX, INC.'S FIRST AMENDED COMPLAINT FOR DECLARATORY JUDGMENT OF PATENT NONINFRINGEMENT AND INVALIDITY

Plaintiff Dropbox, Inc. ("Dropbox") files this First Amended Complaint ("FAC") for Declaratory Judgment of noninfringement and invalidity against Defendant Motion Offense, LLC ("Motion Offense") and in support of its Complaint alleges as follows:

NATURE OF THE ACTION

1. This is an action for declaratory judgment seeking declarations of noninfringement and invalidity under the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202, and the patent laws of the United States, 35 U.S.C. § 1 *et seq*.

2. This action arises from Motion Offense's assertion of U.S. Patent Nos. 10,013,158 ("the '158 patent") and 10,021,052 ("the '052 patent") (collectively, "the patents-in-suit"). Dropbox asserts claims for a declaratory judgment of noninfringement and invalidity of the patents-in-suit.

THE PARTIES

3. Dropbox is a corporation organized and existing under the laws of the State of Delaware, with its principal place of business at 1800 Owens Street, San Francisco, California. Prior to 2019, Dropbox's principal place of business was 333 Brannan Street in San Francisco. Dropbox has been headquartered in San Francisco continuously since 2008.

4. Almost all of Dropbox's technical work is performed at Dropbox's principal place of business in San Francisco and its facility in Seattle, Washington.

5. Over 1,500 Dropbox employees are based in San Francisco. Over 200 Dropbox employees, most of whom are engineers, are based in Seattle. San Francisco is also where Dropbox's marketing and sales teams are based.

6. Dropbox also has ten additional offices, including one in Austin, Texas, which opened in September 2015 and primarily houses human resources, customer service, and sales employees. None of the accused features of Dropbox Business (*see* ¶ 18 *infra*) were designed or developed there, nor are they maintained there.

7. On information and belief, Motion Offense is a company organized and existing under the laws of the State of Delaware, with its principal place of business located at 211 W. Tyler Street, Longview, Texas.

8. A Google Street View image of 211 W. Tyler Street in Longview shows that it is a small storefront in a strip mall. The door of that address identifies it as the offices of multiple other patent assertion entities, such as Stragent and Aloft Media. *See* Ex. 1.

9. Motion Offense LLC has no website and generates no results in a Google search other than references to filed patent-related actions.

JURISDICTION AND VENUE

10. This action arises under the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202, and the patent laws of the United States, 35 U.S.C. § 1 *et seq*. An actual and justiciable controversy exists between Dropbox and Motion Offense requiring a declaration by this Court.

11. This Court has original subject matter jurisdiction pursuant to 28 U.S.C. §§ 1331, 1338(a), and 2201(a).

12. This Court has personal jurisdiction over Motion Offense because Motion Offense is organized in Delaware.

13. Venue in this District is proper under 28 U.S.C. § 1391(b) and (c).

PATENTS-IN-SUIT

14. The '158 patent, entitled "Methods, systems, and computer program products for sharing a data object in a data store via a communication," states on its face that it issued on July 3, 2018. *See* D.I. 1, Ex. 1. The '158 patent names as its inventor Robert Paul Morris, who appears to reside in Raleigh, North Carolina, and was originally assigned to Sitting Man, LLC, a Raleigh, North Carolina-based company. The '158 patent was first assigned to Motion Offense on November 14, 2018.

15. The '052 patent, entitled "Methods, systems, and computer program products for processing a data object identification request in a communication," states on its face that it issued on July 10, 2018. *See* D.I. 1, Ex. 2. The '052 patent names as its inventor Robert Paul Morris, who appears to reside in Raleigh, North Carolina, and was originally assigned to Sitting Man, LLC, a Raleigh, North Carolina-based company. The '052 patent was first assigned to Motion Offense on November 14, 2018.

FACTUAL BACKGROUND

16. On July 12, 2019, Motion Offense filed a complaint against Sprouts Farmers Market, Inc. and Sprouts Farmers Market Texas, LP d/b/a Sprouts Farmers Market (collectively, "Sprouts") in the U.S. District Court for the Western District of Texas, alleging infringement of the patents-in-suit. No. 6:19-cv-00417, D.I. 1. A copy of Motion Offense's complaint is attached as Exhibit 3 to Dropbox's Original Complaint.

17. Sprouts is a supermarket chain headquartered in Phoenix, Arizona, that operates grocery stores across the country. Its business is the sale of natural, organic, and gluten-free foods.

18. In its complaint, Motion Offense alleged that Sprouts' use of Dropbox Business infringes the patents-in-suit. D.I., Ex. 3 (Complaint) ¶¶ 3, 17, 29; Exs. C, D, E. The only infringement allegations in the complaint are against functionality of Dropbox Business.

19. Dropbox licenses the use of Dropbox Business to Sprouts pursuant to a 2016 agreement under which Dropbox will indemnify and defend Sprouts from and against all liabilities, damages, and costs arising out of any claim by a third party against Sprouts based on an allegation that the licensed Dropbox technology infringes or misappropriates the third party's intellectual property. Pursuant to this agreement, after being sued by Motion Offense, and before Dropbox filed its Original Complaint, Sprouts requested that Dropbox indemnify Sprouts for all liabilities, damages, and costs it incurs as a result of Motion Offense's lawsuit. Dropbox is not contesting its obligation to indemnify Sprouts in that case.

20. Dropbox has expended considerable effort and resources to design, develop, test, produce, and provide Dropbox Business.

21. As a result of Motion Offense's allegations, there is an actual and justiciable controversy regarding the infringement of the patents-in-suit by Dropbox Business. A declaratory judgment is necessary and appropriate to determine the rights and obligations of Motion Offense and Dropbox.

COUNT I
(Declaratory Judgment of Noninfringement of the '158 Patent)

22. Dropbox realleges and incorporates by reference the foregoing paragraphs, as if fully set forth herein.

23. Motion Offense has asserted that it is the owner of the '158 patent.

24. Motion Offense has asserted that use of Dropbox Business infringes at least claim 3 of the '158 patent. *See* D.I. 1, Ex. 3 (Complaint) ¶¶ 17-19; *Id.* at Ex. C ('158 patent, claim 3, claim chart).

25. Dropbox Business does not infringe any claim of the '158 patent, directly or indirectly, literally or under the doctrine of equivalents. For example, the manufacture, use, sale, or offer for sale of Dropbox Business does not infringe claim 3 for at least the following reasons. First, Dropbox Business does not "send, to a second node via the at least one network," "at least one email message identifying the at least one folder and including a reference to the at least one folder." Second, Dropbox Business does not, "based on the receipt of the indication of the at least one folder, . . . cause, utilizing particular code configured to be stored on a storage at the second node and further configured to cooperate with a file explorer interface, creation of a representation of the at least one folder in a location among one or more folders on the file explorer interface."

26. As a result of Motion Offense's allegations against Sprouts asserting that use of Dropbox Business is infringing, an actual and justiciable case or controversy exists between Motion Offense and Dropbox as to noninfringement of the '158 patent.

27. Pursuant to the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202, and to resolve the legal and factual questions raised by Motion Offense and to afford Dropbox relief from the uncertainty and controversy that Motion Offense's allegations have precipitated, Dropbox is entitled to a declaration that Dropbox does not infringe any claims of the '158 patent by making, using, selling, or offering to sell Dropbox Business.

COUNT II
(Declaratory Judgment of Invalidity of the '158 Patent)

28. Dropbox realleges and incorporates by reference the foregoing paragraphs, as if fully set forth herein.

29. Dropbox contends that the asserted claims of the '158 patent are invalid for failure to comply with the conditions for patentability for at least the following reasons.

35 U.S.C. § 101

30. First, all claims of the '158 patent are invalid under 35 U.S.C. § 101. The claims of the '158 patent recite an abstract idea without reciting additional elements that amount to significantly more than the abstract idea. For example, asserted claim 3 of the '158 patent recites nothing more than a well-known and long-standing process for sharing a file: allowing a first person to send a second person a file by placing the file in a particular location, and sending a notification to the second person indicating where the file is located such that the second person can retrieve the file. This process for sharing a file was implemented long before the '158 patent and without the use of a computer. The post office has long offered this same service: allowing a first person to send a second person a letter by holding the letter at the post office and sending a notification that the letter was sent with an address indicating where the letter is held and can be retrieved. *See, e.g.*, https://about.usps.com/news/state-releases/ny/2012/ny_2012_0724.htm; *see also* https://blog.red7.com/real-mail-notification/.

31. The additional recited elements of a "one or more processors," "a first node," "a second node," "user interface element," "hypertext markup language-equipped code," and a "file explorer interface" were also well-understood, routine, conventional components and activity previously known in the industry and are not inventive components or concepts that transform the abstract idea into something significantly more.

35 U.S.C. §§ 102 and 103

32. Second, at least under Motion Offense's infringement theory, all claims of the '158 patent are invalid under 35 U.S.C. §§ 102 and 103. For example, U.S. Patent No. 8,825,597 (Houston) teaches every limitation of claim 3 of the '158 patent and anticipates

and/or renders obvious claim 3 under 35 U.S.C. §§ 102 and 103. To the extent that it is argued that Houston does not explicitly disclose certain limitations of claim 3, Houston in view of U.S. Pat. Pub. No. 2004/0158607 (Coppinger) and/or U.S. Pat. No. 7,409,424 (Parker) also renders obvious claim 3 of the '158 patent. For example, Houston and Parker teach the claimed "generate at least one email message identifying the at least one folder and including a reference to the at least one folder, without including at least one file in the at least one folder as an attachment of the at least one email message" and "send, to a second node via the at least one network, the at least one email message, without including the at least one file in the at least one folder as an attachment of the at least one email message." Parker further teaches the claimed "cause, utilizing particular code configured to be stored on a storage at the second node and further configured to cooperate with a file explorer interface, creation of a representation of the at least one folder in a location among one or more folders on the file explorer interface, where the storage at the second node does not store the at least one file when the creation of the representation of the at least one folder is caused; cause, at the second node, display of the representation of the at least one folder in the location among the one or more folders on the file explorer interface; detect, at the second node, an indication to open the at least one file in the at least one folder; and in response to detection of the indication to open the at least one file in the at least one folder, cause retrieval of the at least one file via the at least one network for permitting display of the at least one file at the second node."

35 U.S.C. § 112

33. Third, all claims of the '158 patent are invalid under 35 U.S.C. § 112. For example, claim 3 requires the claimed apparatus "generate at least one email message identifying the at least one folder and including a reference to the at least one folder, without including at least one file in the at least one folder as an attachment of the at least

one email message" and "cause, utilizing particular code configured to be stored on a storage at the second node and further configured to cooperate with a file explorer interface, creation of a representation of the at least one folder in a location among one or more folders on the file explorer interface." These claim limitations lack written description and do not particularly point out and distinctly claim the subject matter which the applicant regards as his invention.

34. Dropbox is informed and believes, and on that basis alleges, that Motion Offense contends that the '158 patent is valid and enforceable.

35. As a result of Motion Offense's allegations against Sprouts asserting that the '158 patent is valid and enforceable, an actual and justiciable case or controversy exists between Motion Offense and Dropbox as to invalidity of the '158 patent.

36. Pursuant to the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202, and to resolve the legal and factual questions raised by Motion Offense and to afford Dropbox relief from the uncertainty and controversy that Motion Offense's allegations have precipitated, Dropbox is entitled to a declaration that all claims of the '158 patent are invalid.

COUNT III
(Declaratory Judgment of Noninfringement of the '052 Patent)

37. Dropbox realleges and incorporates by reference the foregoing paragraphs, as if fully set forth herein.

38. Motion Offense has asserted that it is the owner of the '052 patent.

39. Motion Offense has asserted that use of Dropbox Business infringes at least claims 10 and 12 of the '052 patent. *See* D.I. 1, Ex. 3 (Complaint) ¶¶ 29-31; *id.* at Ex. D ('052 patent, claim 10, claim chart); *id.* at Ex. E ('052 patent, claim 12, claim chart).

40. Dropbox Business does not infringe any claim of the '052 patent, directly or indirectly, literally or under the doctrine of equivalents. For example, the manufacture, use,

sale, or offer for sale of Dropbox Business does not infringe claims 10 or 12 of the '052 patent for at least the following reasons. First, Dropbox Business does not "after the message associated with the selection of the sixth user interface element is sent, receive, at the first node, a second message that includes a seventh user interface element, and that does not include a file attachment with the second message, the second message indicating that the file request has been addressed" (as recited in claim 10). Second, Dropbox Business does not "send, from the first node via the at least one network, the object associated with the at least one email address for being used to send the file request …, [and] send, from the first node via the at least one network, a message associated with the selection of the third user interface element for causing the file request to be sent." Third, Dropbox Business does not "in response to the receipt of the indication of the selection of the seventh user interface element, generate a second message that includes an eighth user interface element, and that does not include a file attachment with the second message, the second message indicating that the file request has been responded to; send, to the first node via the at least one network, the second message" (as recited in claim 12).

41. As a result of Motion Offense's allegations against Sprouts that use of Dropbox Business is infringing, an actual and justiciable case or controversy exists between Motion Offense and Dropbox as to noninfringement of the '052 patent.

42. Pursuant to the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202, and to resolve the legal and factual questions raised by Motion Offense and to afford Dropbox relief from the uncertainty and controversy that Motion Offense's allegations have precipitated, Dropbox is entitled to a declaration that Dropbox does not infringe any claims of the '052 patent by making, using, selling, or offering to sell Dropbox Business.

COUNT IV
(Declaratory Judgment of Invalidity of the '052 Patent)

43. Dropbox realleges and incorporates by reference the foregoing paragraphs, as if fully set forth herein.

44. Dropbox contends that the asserted claims of the '052 patent are invalid for failure to comply with the conditions for patentability for at least the following reasons.

35 U.S.C. § 101

45. First, all claims of the '052 patent are invalid under 35 U.S.C. § 101. The claims of the '052 patent recite an abstract idea without reciting additional elements that amount to significantly more than the abstract idea. For example, asserted claim 10 of the '052 patent recites nothing more than a well-known and long-standing process for requesting and sharing a file: allowing a first person to send a second person a file by placing the file in a particular location, and sending a notification to the second person indicating where the file is located such that the second person can retrieve the file. This process for sharing a file was implemented long before the '052 patent and without the use of a computer. The post office has long offered this same service: allowing a first person to send a letter to a second person requesting a letter, allowing the second person to send the letter by holding the letter at the post office and sending a notification to the first person that the letter was sent with an address indicating where the letter is held and can be retrieved by the first person. *See, e.g.*, https://about.usps.com/news/state-releases/ny/2012/ny_2012_0724.htm; *see also* https://blog.red7.com/real-mail-notification/.

46. The additional recited elements of "user interface element[s]" and "send[ing]" and "receiv[ing]" messages to and from a server were also well-understood, routine, conventional activity previously known in the industry and are not inventive concepts that transform the abstract idea into something significantly more.

35 U.S.C. §§ 102 and 103

47. Second, at least under Motion Offense's infringement theory, all claims of the '052 patent are invalid under 35 U.S.C. §§ 102 and 103. For example, U.S. Pat. Pub. No. 2014/0067929 (Kirigin) teaches every limitation of claim 10 of the '052 patent and anticipates and/or renders obvious claim 10 under 35 U.S.C. §§ 102 and 103. To the extent that it is argued that Kirigin does not explicitly disclose certain limitations of claim 10, Kirigin in view of IFTTT (e.g., as described at https://web.archive.org/web/20120106190055/http://ifttt.com/wtf), Dropbox Public Folders (e.g., as described at https://web.archive.org/web/20120107115329/http://www.dropbox.com/help/16), Gmail (e.g., as described by NANCY CONNER, GOOGLE APPS: THE MISSING MANUAL (2008)), Outlook 2010 (e.g., as described at https://web.archive.org/web/20110324045713/http:/office.microsoft.com/en-us/outlook-help/save-or-don-t-save-drafts-of-unsent-messages-HP010355572.aspx and https://iris.eecs.berkeley.edu/faq/software/outlook/outlook-ldap-autocomplete/), and/or U.S. Pat. Pub. No. 2013/0283189 (Basso) also renders obvious claim 10 of the '052 patent. For example, IFTTT and Dropbox Public Folders teach "said first node further configured to: after the message associated with the selection of the sixth user interface element is sent, receive, at the first node, a second message that includes a seventh user interface element, and that does not include a file attachment with the second message, the second message indicating that the file request has been addressed; detect, at the first node, a selection of the seventh user interface element of the second message; send, from the first node via the at least one network, a message associated with the selection of the seventh user interface element of the second message; after the message associated with the selection of the seventh user interface element of the second message is sent, display, at the first node, an eighth user interface element associated with a reference to the at least one file for use in

providing access to the at least one file; and provide access, at the first node, to the at least one file utilizing the reference;" and Gmail, Outlook 2010, and Basso teach "receive, at the first node, text associated with one or more desired files via the first user interface element that includes a textbox, the text describing the one or more desired files in connection with the file request; send, from the first node via at least one network, the text associated with the one or more desired files describing the one or more desired files in connection with the file request; the first node, an object associated with at least one email address via the second user interface element, the at least one email address for being used to send the file request; receive, at the first node, an object associated with at least one email address via the second user interface element, the at least one email address for being used to send the file request; [and] send, from the first node via the at least one network, the object associated with the at least one email address for being used to send the file request."

48. As another example, Attachmore (e.g., as described at https://web.archive.org/web/20120609073922/http://www.attachmore.com/Learn/HowItWorks.aspx and https://web.archive.org/web/20120606140221/http://www.attachmore.com/Learn/Tour.aspx#tabs) teaches every limitation of claim 10 of the '052 patent and anticipates and/or renders obvious claim 10 under 35 U.S.C. §§ 102 and 103. To the extent that it is argued that Attachmore does not explicitly disclose certain limitations of claim 10, Attachmore in view of Gmail, Outlook 2010, and/or Basso also renders obvious claim 10 of the '052 patent. For example, Gmail, Outlook 2010, and Basso teach "receive, at the first node, text associated with one or more desired files via the first user interface element that includes a textbox, the text describing the one or more desired files in connection with the file request; send, from the first node via at least one network, the text associated with the one or more desired files describing the one or more desired files in connection with the file request; the

first node, an object associated with at least one email address via the second user interface element, the at least one email address for being used to send the file request; receive, at the first node, an object associated with at least one email address via the second user interface element, the at least one email address for being used to send the file request; [and] send, from the first node via the at least one network, the object associated with the at least one email address for being used to send the file request."

49. As a further example, U.S. Pat. Pub. No. 2005/0039130 (Paul) teaches every limitation of claim 10 of the '052 patent and anticipates and/or renders obvious claim 10 under 35 U.S.C. §§ 102 and 103. To the extent that it is argued that Paul does not explicitly disclose certain limitations of claim 10, Paul in view of Gmail, Outlook 2010, and Basso also renders obvious claim 10 of the '052 patent. For example, Gmail, Outlook 2010, and Basso teach "receive, at the first node, text associated with one or more desired files via the first user interface element that includes a textbox, the text describing the one or more desired files in connection with the file request; send, from the first node via at least one network, the text associated with the one or more desired files describing the one or more desired files in connection with the file request; the first node, an object associated with at least one email address via the second user interface element, the at least one email address for being used to send the file request; receive, at the first node, an object associated with at least one email address via the second user interface element, the at least one email address for being used to send the file request; [and] send, from the first node via the at least one network, the object associated with the at least one email address for being used to send the file request."

35 U.S.C. § 112

50. Third, all claims of the '052 patent are invalid under 35 U.S.C. § 112. For example, claim 10 recites "a first node configured to: … send, from the first node via at

least one network, the text associated with the one or more desired files describing the one or more desired files in connection with the file request …, send, from the first node via the at least one network, the object associated with the at least one email address for being used to send the file request … , [and] send, from the first node via the at least one network, a message associated with the selection of the third user interface element for causing the file request to be sent." These claim limitations lack written description and do not particularly point out and distinctly claim the subject matter which the applicant regards as his invention.

51. Dropbox is informed and believes, and on that basis alleges, that Motion Offense contends that the '052 patent is valid and enforceable.

52. As a result of Motion Offense's allegations against Sprouts asserting that the '052 patent is valid and enforceable, an actual and justiciable case or controversy exists between Motion Offense and Dropbox as to invalidity of the '052 patent.

53. Pursuant to the Declaratory Judgment Act, 28 U.S.C. §§ 2201 and 2202, and to resolve the legal and factual questions raised by Motion Offense and to afford Dropbox relief from the uncertainty and controversy that Motion Offense's allegations have precipitated, Dropbox is entitled to a declaration that all claims of the '052 patent are invalid.

PRAYER FOR RELIEF

WHEREFORE, Dropbox requests that the Court enter judgment in its favor and against Motion Offense as follows:

(a) Declaring that Dropbox has not infringed and will not infringe, directly or indirectly, literally or under the doctrine of equivalents, any claim of the '158 or '052 patents;

(b) Declaring that all claims of the '158 and '052 patents are invalid;

(c) Preliminarily and permanently enjoining Motion Offense from asserting or threatening to assert against Dropbox or its customers, potential customers, or users of Dropbox Business, any charge of infringement of the patents-in-suit;

(d) Awarding Dropbox its costs and reasonable attorneys' fees pursuant to 35 U.S.C. § 285; and

(e) Awarding Dropbox any further relief that the Court deems just and proper.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Jeremy A. Tigan

Jack B. Blumenfeld (#1014)
Jeremy A. Tigan (#5239)
1201 North Market Street
P.O. Box 1347
Wilmington, DE 19899
(302) 658-9200
jblumenfeld@mnat.com
jtigan@mnat.com

Attorneys for Plaintiff

OF COUNSEL:

Gregory H. Lantier
WILMER CUTLER PICKERING
HALE AND DORR LLP
1875 Pennsylvania Avenue, NW
Washington, DC 20006
(202) 663-6000

Monica Grewal
Yvonne S. Lee
Daniel A. Fleisher
WILMER CUTLER PICKERING
HALE AND DORR LLP
60 State Street
Boston, MA 02109
(617) 526-6692

Alexis J. Pfeiffer
WILMER CUTLER PICKERING
HALE AND DORR LLP
950 Page Mill Road
Palo Alto, CA 94304
(650) 858-6052

October 21, 2019

CERTIFICATE OF SERVICE

I hereby certify that on October 21, 2019, I caused the foregoing to be electronically filed with the Clerk of the Court using CM/ECF, which will send notification of such filing to all registered participants.

I further certify that I caused copies of the foregoing document to be served on October 21, 2019, upon the following in the manner indicated:

Timothy Devlin, Esquire — *VIA ELECTRONIC MAIL*
DEVLIN LAW FIRM LLC
1526 Gilpin Avenue
Wilmington, DE 19806
Attorneys for Defendant

/s/ Jeremy A. Tigan
_____
Jeremy A. Tigan (#5239)