

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION**

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U.S. DISTRICT COURT
MIDDLE DISTRICT OF FL
ORLANDO, FLORIDA

BRANDYWINE COMMUNICATIONS
TECHNOLOGIES, LLC,

Plaintiff,

v.

VERIZON COMMUNICATIONS, INC.,
CENTURYLINK, INC., AT&T INC.,
AND EARTHLINK, INC.,

Defendants.

Civil Case No. 6:11-cv-1344-Orl-35 KRS

JURY TRIAL DEMANDED

COMPLAINT FOR PATENT INFRINGEMENT

Plaintiff Brandywine Communications Technologies, LLC ("Brandywine" or "Plaintiff"), for its Complaint against defendants Verizon Communications, Inc. ("Verizon"), CenturyLink, Inc. ("CenturyLink"), AT&T Inc. ("AT&T") and EarthLink, Inc. ("EarthLink") alleges the following:

INTRODUCTION

1. This is an action for infringement of United States Patent Nos. 5,828,657 ("the '657 patent"), 7,894,472 ("the '472 patent"), 6,970,501 ("the '501 patent"), 5,444,704 ("the '704 patent"), 5,206,854 ("the '854 patent"), 5,251,328 ("the '328 patent") and 5,812,537 ("the '537 patent") under 35 U.S.C. § 271(a), (b), and (c).

PARTIES

2. Plaintiff Brandywine is a limited liability company with its principal place of business at 1612 Mt. Pleasant Road, Villanova, Pennsylvania, 19085.

3. Upon information and belief, Verizon is a corporation incorporated under the laws of the State of Delaware and has its principal executive offices at 140 West Street New York, NY 10007. Upon information and belief, Verizon has one or more offices or facilities within this judicial district and division, including retail locations in Orlando, Florida. Upon information and belief, Verizon sells and offers to sell products and services throughout the United States, including in this judicial district and division, introduces products and services that perform infringing processes into the stream of commerce knowing that they would be sold in this judicial district and division, and elsewhere in the United States.

4. Upon information and belief, CenturyLink is a corporation organized and existing under the laws of Delaware and has its principal place of business at 100 CenturyLink Drive, Monroe, LA 71203. Upon information and belief, CenturyLink has one or more offices or facilities within this judicial district and division. Upon information and belief, CenturyLink sells and offers to sell products and services throughout the United States, including in this judicial district and division, and introduces products and services that perform infringing processes into the stream of commerce knowing that they would be sold in this judicial district and division, and elsewhere in the United States.

5. Upon information and belief, Defendant AT&T is a holding company incorporated under the laws of the State of Delaware in 1983 and has its principal executive offices at 208 S. Akard St., Dallas Texas, 75202. Upon information and belief, AT&T has one or more offices or facilities within this judicial district and division,

including retail locations in Orlando, Florida. Upon information and belief, AT&T sells and offers to sell products and services throughout the United States, including in this judicial district and division, and introduces products and services that perform infringing processes into the stream of commerce knowing that they would be sold in this judicial district and division, and elsewhere in the United States.

6. Upon information and belief, EarthLink is a corporation organized and existing under the laws of the State of Delaware, with its principal executive offices at 1375 Peachtree Street, Atlanta, Georgia 30309. Upon information and belief, EarthLink has one or more offices or facilities within this judicial district and division. Upon information and belief, EarthLink sells and offers to sell products and services throughout the United States, including in this judicial district and division, and introduces products and services that perform infringing processes into the stream of commerce knowing that they would be sold in this judicial district and division, and elsewhere in the United States.

JURISDICTION AND VENUE

7. This is an action for patent infringement arising under the Patent Laws of the United States, Title 35 of the United States Code.

8. This Court has subject matter jurisdiction under 28 U.S.C. §§ 1331 and 1338.

9. This Court has personal jurisdiction over the Defendants. Upon information and belief, each of the Defendants has transacted business in this judicial district and division, and has committed, contributed to, and/or induced acts of patent

infringement in this judicial district and division, including, among other things, through the sale of infringing products and/or products that perform infringing processes directly, or through retailers or other businesses located in Florida and this judicial jurisdiction and division.

10. Venue is proper in this judicial district under 28 U.S.C. §§ 1391 and 1400(b).

**FIRST CLAIM FOR RELIEF
PATENT INFRINGEMENT OF U.S. PATENT NO. 5,828,657
(35 U.S.C. § 271)**

11. The allegations set forth in the foregoing paragraphs 1 through 10 are incorporated into this First Claim for Relief.

12. On October 27, 1998, the '657 Patent, entitled "Half Duplex Echo Canceler Training Using a Pilot Signal," was duly and legally issued by the United States Patent and Trademark Office to inventors William Lewis Betts, Ramon B. Hazen, and Robert Earl Scott (collectively the '657 Inventors"), and has been duly and legally assigned to Brandywine. All of the '657 Inventors reside in this judicial district. At least as of the time of service of this Complaint, Defendants Verizon, AT&T, CenturyLink and EarthLink each has had actual knowledge of the '657 Patent. A copy of the '657 patent is attached as Exhibit A.

13. Upon information and belief, Defendant Verizon has infringed and continues to infringe one or more claims of the '657 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that

infringe and/or perform processes that infringe one or more claims of the '657 patent ("Verizon Accused Services and Products for the '657 patent").

14. Verizon Accused Services and Products for the '657 patent include, but are not limited to, Verizon High Speed Internet.

15. Upon information and belief, Verizon has committed and continues to commit acts of contributory infringement of one or more of the claims of the '657 patent under 35 U.S.C. § 271(c) in that Verizon has made, used, sold, offered to sell, and/or imported, or continues to make, use, sell, offer to sell services and products including Verizon Accused Services and Products for the '657 patent, which have no substantial non-infringing uses, and provides such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '657 patent.

16. Upon information and belief, Verizon has induced and continues to induce others to infringe one or more claims of the '657 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '657 patent.

17. Because of Verizon's infringement, inducement of infringement, and contributory infringement of the '657 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

18. Upon information and belief, Defendant CenturyLink has infringed and continues to infringe one or more claims of the '657 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe

and/or perform processes that infringe one or more claims of the '657 patent ("CenturyLink Accused Services and Products for the '657 patent").

19. CenturyLink Accused Services and Products for the '657 patent include, but are not limited to, CenturyLink High Speed Internet.

20. Upon information and belief, CenturyLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '657 patent under 35 U.S.C. § 271(c) in that CenturyLink has made, used, sold, offered to sell, and/or and continues to make, use, sell, offer to sell, services and products including but not limited to CenturyLink Accused Services and Products for the '657 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '657 patent.

21. Upon information and belief, CenturyLink has induced and continues to induce others to infringe one or more claims of the '657 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '657 patent.

22. Because of CenturyLink's infringement, inducement of infringement, and contributory infringement of the '657 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

23. Upon information and belief, Defendant AT&T has infringed and continues to infringe one or more claims of the '657 patent in this judicial district and

elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '657 patent ("AT&T Accused Services and Products for the '657 patent").

24. Upon information and belief, AT&T Accused Services and Products for the '657 patent include, but are not limited to, High Speed DSL Internet.

25. Upon information and belief, AT&T has committed and continues to commit acts of contributory infringement of one or more of the claims of the '657 patent under 35 U.S.C. § 271(c) in that AT&T has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to AT&T Accused Services and Products for the '657 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '657 patent.

26. Upon information and belief, AT&T has induced and continues to induce others to infringe one or more claims of the '657 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '657 patent.

27. Because of AT&T's infringement, inducement of infringement, and contributory infringement of the '657 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

28. Upon information and belief, Defendant EarthLink has infringed and continues to infringe one or more claims of the '657 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '657 patent ("EarthLink Accused Services and Products for the '657 patent").

29. Upon information and belief, EarthLink Accused Services and Products for the '657 patent include, but are not limited to, EarthLink High Speed Internet, Business DSL and Small Office DSL.

30. Upon information and belief, EarthLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '657 patent under 35 U.S.C. § 271(c) in that EarthLink has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to EarthLink Accused Services and Products for the '657 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '657 patent.

31. Upon information and belief, EarthLink has induced and continues to induce others to infringe one or more claims of the '657 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '657 patent.

32. Because of EarthLink's infringement, inducement of infringement, and contributory infringement of the '657 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

**SECOND CLAIM FOR RELIEF
PATENT INFRINGEMENT OF U.S. PATENT NO. 7,894,472
(35 U.S.C. § 271)**

33. The allegations set forth in the foregoing paragraphs 1 through 32 are incorporated into this Second Claim for Relief.

34. On February 22, 2011, the '472 Patent, entitled "Method and Apparatus For Automatic Selection and Operation of a Subscriber Line Spectrum Class Technology," was duly and legally issued by the United States Patent and Trademark Office to inventor Gordon Bremer ("the '472 Inventor"), and has been duly and legally assigned to Brandywine. The '472 Inventor resides within this judicial district. At least as of the time of service of this Complaint, Defendants Verizon, AT&T, CenturyLink and EarthLink each has had actual knowledge of the '472 Patent. A copy of the '472 patent is attached as Exhibit B.

35. Upon information and belief, Defendant Verizon has infringed and continues to infringe one or more claims of the '472 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '472 patent ("Verizon Accused Services and Products for the '472 patent").

36. Verizon Accused Services and Products for the '472 patent include, but are not limited to, Verizon High Speed Internet.

37. Upon information and belief, Verizon has committed and continues to commit acts of contributory infringement of one or more of the claims of the '472 patent under 35 U.S.C. § 271(c) in that Verizon has made, used, sold, offered to sell, and/or imported, or continues to make, use, sell, offer to sell services and products including Verizon Accused Services and Products for the '472 patent, which have no substantial non-infringing uses, and provides such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '472 patent.

38. Upon information and belief, Verizon has induced and continues to induce others to infringe one or more claims of the '472 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '472 patent.

39. Because of Verizon's infringement, inducement of infringement, and contributory infringement of the '472 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

40. Upon information and belief, Defendant CenturyLink has infringed and continues to infringe one or more claims of the '472 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '472 patent ("CenturyLink Accused Services and Products for the '472 patent").

41. CenturyLink Accused Services and Products for the '472 patent include, but are not limited to, CenturyLink High Speed Internet.

42. Upon information and belief, CenturyLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '472 patent under 35 U.S.C. § 271(c) in that CenturyLink has made, used, sold, offered to sell, and/or and continues to make, use, sell, offer to sell, services and products including but not limited to CenturyLink Accused Services and Products for the '472 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '472 patent.

43. Upon information and belief, CenturyLink has induced and continues to induce others to infringe one or more claims of the '472 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '472 patent.

44. Because of CenturyLink's infringement, inducement of infringement, and contributory infringement of the '472 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

45. Upon information and belief, Defendant AT&T has infringed and continues to infringe one or more claims of the '472 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '472 patent ("AT&T Accused Services and Products for the '472 patent").

46. Upon information and belief, AT&T Accused Services and Products for the '472 patent include, but are not limited to, High Speed DSL Internet.

47. Upon information and belief, AT&T has committed and continues to commit acts of contributory infringement of one or more of the claims of the '472 patent under 35 U.S.C. § 271(c) in that AT&T has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to AT&T Accused Services and Products for the '472 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '472 patent.

48. Upon information and belief, AT&T has induced and continues to induce others to infringe one or more claims of the '472 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '472 patent.

49. Because of AT&T's infringement, inducement of infringement, and contributory infringement of the '472 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

50. Upon information and belief, Defendant EarthLink has infringed and continues to infringe one or more claims of the '472 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe

and/or perform processes that infringe one or more claims of the '472 patent ("EarthLink Accused Services and Products for the '472 patent").

51. Upon information and belief, EarthLink Accused Services and Products for the '472 patent include, but are not limited to, EarthLink High Speed Internet, Business DSL and Small Office DSL.

52. Upon information and belief, EarthLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '472 patent under 35 U.S.C. § 271(c) in that EarthLink has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to EarthLink Accused Services and Products for the '472 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '472 patent.

53. Upon information and belief, EarthLink has induced and continues to induce others to infringe one or more claims of the '472 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '472 patent.

54. Because of EarthLink's infringement, inducement of infringement, and contributory infringement of the '472 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

**THIRD CLAIM FOR RELIEF
PATENT INFRINGEMENT OF U.S. PATENT NO. 6,970,501
(35 U.S.C. § 271)**

55. The allegations set forth in the foregoing paragraphs 1 through 54 are incorporated into this Third Claim for Relief.

56. On November 29, 2005, the '501 Patent, entitled "Method and Apparatus For Automatic Selection and Operation of a Subscriber Line Spectrum Class Technology," was duly and legally issued by the United States Patent and Trademark Office to inventors Gordon Bremer and Philip J. Keyes (collectively the '501 Inventors"), and has been duly and legally assigned to Brandywine. All of the '501 Inventors reside in this district. At least as of the time of service of this Complaint, Defendants Verizon, AT&T, CenturyLink and EarthLink each has had actual knowledge of the '501 Patent. A copy of the '501 patent is attached as Exhibit C.

57. Upon information and belief, Defendant Verizon has infringed and continues to infringe one or more claims of the '501 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '501 patent ("Verizon Accused Services and Products for the '501 patent").

58. Verizon Accused Services and Products for the '501 patent include, but are not limited to, Verizon High Speed Internet.

59. Upon information and belief, Verizon has committed and continues to commit acts of contributory infringement of one or more of the claims of the '501 patent under 35 U.S.C. § 271(c) in that Verizon has made, used, sold, offered to sell, and/or

imported, or continues to make, use, sell, offer to sell services and products including Verizon Accused Services and Products for the '501 patent, which have no substantial non-infringing uses, and provides such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '501 patent.

60. Upon information and belief, Verizon has induced and continues to induce others to infringe one or more claims of the '501 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '501 patent.

61. Because of Verizon's infringement, inducement of infringement, and contributory infringement of the '501 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

62. Upon information and belief, Defendant CenturyLink has infringed and continues to infringe one or more claims of the '501 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '501 patent ("CenturyLink Accused Services and Products for the '501 patent").

63. CenturyLink Accused Services and Products for the '501 patent include, but are not limited to, CenturyLink High Speed Internet.

64. Upon information and belief, CenturyLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '501 patent under 35 U.S.C. § 271(c) in that CenturyLink has made, used, sold, offered to sell, and/or

and continues to make, use, sell, offer to sell, services and products including but not limited to CenturyLink Accused Services and Products for the '501 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '501 patent.

65. Upon information and belief, CenturyLink has induced and continues to induce others to infringe one or more claims of the '501 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '501 patent.

66. Because of CenturyLink's infringement, inducement of infringement, and contributory infringement of the '501 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

67. Upon information and belief, Defendant AT&T has infringed and continues to infringe one or more claims of the '501 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '501 patent ("AT&T Accused Services and Products for the '501 patent").

68. Upon information and belief, AT&T Accused Services and Products for the '501 patent include, but are not limited to, High Speed DSL Internet.

69. Upon information and belief, AT&T has committed and continues to commit acts of contributory infringement of one or more of the claims of the '501 patent

under 35 U.S.C. § 271(c) in that AT&T has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to AT&T Accused Services and Products for the '501 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '501 patent.

70. Upon information and belief, AT&T has induced and continues to induce others to infringe one or more claims of the '501 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '501 patent.

71. Because of AT&T's infringement, inducement of infringement, and contributory infringement of the '501 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

72. Upon information and belief, Defendant EarthLink has infringed and continues to infringe one or more claims of the '501 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '501 patent ("EarthLink Accused Services and Products for the '501 patent").

73. Upon information and belief, EarthLink Accused Services and Products for the '501 patent include, but are not limited to, EarthLink High Speed Internet, Business DSL and Small Office DSL.

74. Upon information and belief, EarthLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '501 patent under 35 U.S.C. § 271(c) in that EarthLink has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to EarthLink Accused Services and Products for the '501 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '501 patent.

75. Upon information and belief, EarthLink has induced and continues to induce others to infringe one or more claims of the '501 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '501 patent.

76. Because of EarthLink's infringement, inducement of infringement, and contributory infringement of the '501 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

**FOURTH CLAIM FOR RELIEF
PATENT INFRINGEMENT OF U.S. PATENT NO. 5,444,704
(35 U.S.C. § 271)**

77. The allegations set forth in the foregoing paragraphs 1 through 76 are incorporated into this Fourth Claim for Relief.

78. On October 27, 1998, the '704 Patent, entitled "Dial Restoral Method and Apparatus," was duly and legally issued by the United States Patent and Trademark

Office to inventors P. Michael Henderson and Edward A. Thoenes (collectively the ‘704 Inventors”), and has been duly and legally assigned to Brandywine. Inventor Thoenes resides in this judicial district. At least as of the time of service of this Complaint, Defendants Verizon, AT&T, CenturyLink and EarthLink each has had actual knowledge of the ‘704 Patent. A copy of the ‘704 patent is attached as Exhibit D.

79. Upon information and belief, Defendant Verizon has infringed and continues to infringe one or more claims of the ‘704 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the ‘704 patent (“Verizon Accused Services and Products for the ‘704 patent”).

80. Verizon Accused Services and Products for the ‘704 patent include, but are not limited to, Verizon High Speed Internet.

81. Upon information and belief, Verizon has committed and continues to commit acts of contributory infringement of one or more of the claims of the ‘704 patent under 35 U.S.C. § 271(c) in that Verizon has made, used, sold, offered to sell, and/or imported, or continues to make, use, sell, offer to sell services and products including Verizon Accused Services and Products for the ‘704 patent, which have no substantial non-infringing uses, and provides such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the ‘704 patent.

82. Upon information and belief, Verizon has induced and continues to induce others to infringe one or more claims of the ‘704 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe,

including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '704 patent.

83. Because of Verizon's infringement, inducement of infringement, and contributory infringement of the '704 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

84. Upon information and belief, Defendant CenturyLink has infringed and continues to infringe one or more claims of the '704 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '704 patent ("CenturyLink Accused Services and Products for the '704 patent").

85. CenturyLink Accused Services and Products for the '704 patent include, but are not limited to, CenturyLink High Speed Internet.

86. Upon information and belief, CenturyLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '704 patent under 35 U.S.C. § 271(c) in that CenturyLink has made, used, sold, offered to sell, and/or and continues to make, use, sell, offer to sell, services and products including but not limited to CenturyLink Accused Services and Products for the '704 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '704 patent.

87. Upon information and belief, CenturyLink has induced and continues to induce others to infringe one or more claims of the '704 patent under 35 U.S.C. § 271(b)

by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '704 patent.

88. Because of CenturyLink's infringement, inducement of infringement, and contributory infringement of the '704 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

89. Upon information and belief, Defendant AT&T has infringed and continues to infringe one or more claims of the '704 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '704 patent ("AT&T Accused Services and Products for the '704 patent").

90. Upon information and belief, AT&T Accused Services and Products for the '704 patent include, but are not limited to, High Speed DSL Internet.

91. Upon information and belief, AT&T has committed and continues to commit acts of contributory infringement of one or more of the claims of the '704 patent under 35 U.S.C. § 271(c) in that AT&T has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to AT&T Accused Services and Products for the '704 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '704 patent.

92. Upon information and belief, AT&T has induced and continues to induce others to infringe one or more claims of the '704 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '704 patent.

93. Because of AT&T's infringement, inducement of infringement, and contributory infringement of the '704 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

94. Upon information and belief, Defendant EarthLink has infringed and continues to infringe one or more claims of the '704 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '704 patent ("EarthLink Accused Services and Products for the '704 patent").

95. Upon information and belief, EarthLink Accused Services and Products for the '704 patent include, but are not limited to, EarthLink High Speed Internet, Business DSL and Small Office DSL.

96. Upon information and belief, EarthLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '704 patent under 35 U.S.C. § 271(c) in that EarthLink has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to EarthLink Accused Services and Products for the '704 patent, which have no substantial non-infringing uses, and provides such services and products to its customers,

whose use of such services and products constitutes direct infringement of one or more claims of the '704 patent.

97. Upon information and belief, EarthLink has induced and continues to induce others to infringe one or more claims of the '704 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '704 patent.

98. Because of EarthLink's infringement, inducement of infringement, and contributory infringement of the '704 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

**FIFTH CLAIM FOR RELIEF
PATENT INFRINGEMENT OF U.S. PATENT NO. 5,206,854
(35 U.S.C. § 271)**

99. The allegations set forth in the foregoing paragraphs 1 through 98 are incorporated into this Fifth Claim for Relief.

100. On April 27, 1993, the '854 Patent, entitled "Detecting Loss of Echo Cancellation," was duly and legally issued by the United States Patent and Trademark Office to inventors William L. Betts and Robert A. Day, II (collectively the '854 Inventors"), and has been duly and legally assigned to Brandywine. At least as of the time of service of this Complaint, Defendants Verizon, AT&T, CenturyLink and EarthLink each has had actual knowledge of the '854 Patent. Inventor Betts resides in this judicial district. A copy of the '854 patent is attached as Exhibit E.

101. Upon information and belief, Defendant Verizon has infringed and continues to infringe one or more claims of the '854 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '854 patent ("Verizon Accused Services and Products for the '854 patent").

102. Verizon Accused Services and Products for the '854 patent include, but are not limited to, Verizon High Speed Internet.

103. Upon information and belief, Verizon has committed and continues to commit acts of contributory infringement of one or more of the claims of the '854 patent under 35 U.S.C. § 271(c) in that Verizon has made, used, sold, offered to sell, and/or imported, or continues to make, use, sell, offer to sell services and products including Verizon Accused Services and Products for the '854 patent, which have no substantial non-infringing uses, and provides such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '854 patent.

104. Upon information and belief, Verizon has induced and continues to induce others to infringe one or more claims of the '854 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '854 patent.

105. Because of Verizon's infringement, inducement of infringement, and contributory infringement of the '854 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

106. Upon information and belief, Defendant CenturyLink has infringed and continues to infringe one or more claims of the '854 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '854 patent ("CenturyLink Accused Services and Products for the '854 patent").

107. CenturyLink Accused Services and Products for the '854 patent include, but are not limited to, CenturyLink High Speed Internet.

108. Upon information and belief, CenturyLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '854 patent under 35 U.S.C. § 271(c) in that CenturyLink has made, used, sold, offered to sell, and/or and continues to make, use, sell, offer to sell, services and products including but not limited to CenturyLink Accused Services and Products for the '854 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '854 patent.

109. Upon information and belief, CenturyLink has induced and continues to induce others to infringe one or more claims of the '854 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '854 patent.

110. Because of CenturyLink's infringement, inducement of infringement, and contributory infringement of the '854 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

111. Upon information and belief, Defendant AT&T has infringed and continues to infringe one or more claims of the '854 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '854 patent ("AT&T Accused Services and Products for the '854 patent").

112. Upon information and belief, AT&T Accused Services and Products for the '854 patent include, but are not limited to, High Speed DSL Internet.

113. Upon information and belief, AT&T has committed and continues to commit acts of contributory infringement of one or more of the claims of the '854 patent under 35 U.S.C. § 271(c) in that AT&T has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to AT&T Accused Services and Products for the '854 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '854 patent.

114. Upon information and belief, AT&T has induced and continues to induce others to infringe one or more claims of the '854 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe,

including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '854 patent.

115. Because of AT&T's infringement, inducement of infringement, and contributory infringement of the '854 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

116. Upon information and belief, Defendant EarthLink has infringed and continues to infringe one or more claims of the '854 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '854 patent ("EarthLink Accused Services and Products for the '854 patent").

117. Upon information and belief, EarthLink Accused Services and Products for the '854 patent include, but are not limited to, EarthLink High Speed Internet, Business DSL and Small Office DSL.

118. Upon information and belief, EarthLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '854 patent under 35 U.S.C. § 271(c) in that EarthLink has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to EarthLink Accused Services and Products for the '854 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '854 patent.

119. Upon information and belief, EarthLink has induced and continues to induce others to infringe one or more claims of the '854 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '854 patent.

120. Because of EarthLink's infringement, inducement of infringement, and contributory infringement of the '854 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

**SIXTH CLAIM FOR RELIEF
PATENT INFRINGEMENT OF U.S. PATENT NO. 5,251,328
(35 U.S.C. § 271)**

121. The allegations set forth in the foregoing paragraphs 1 through 120 are incorporated into this Sixth Claim for Relief.

122. On October 5, 1993, the '328 Patent, entitled "Predistortion Technique for Communications Systems," was duly and legally issued by the United States Patent and Trademark Office to inventor David G. Shaw (the '328 Inventor"), and has been duly and legally assigned to Brandywine. At least as of the time of service of this Complaint, Defendants Verizon, AT&T, CenturyLink and EarthLink each has had actual knowledge of the '328 Patent. A copy of the '328 patent is attached as Exhibit F.

123. Upon information and belief, Defendant Verizon has infringed one or more claims of the '328 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes

that infringe one or more claims of the '328 patent ("Verizon Accused Services and Products for the '328 patent").

124. Verizon Accused Services and Products for the '328 patent include, but are not limited to, Verizon High Speed Internet.

125. Upon information and belief, Verizon has committed acts of contributory infringement of one or more of the claims of the '328 patent under 35 U.S.C. § 271(c) in that Verizon has made, used, sold, offered to sell, and/or imported services and products including Verizon Accused Services and Products for the '328 patent, which have no substantial non-infringing uses, and has provided such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '328 patent.

126. Upon information and belief, Verizon has induced others to infringe one or more claims of the '328 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '328 patent.

127. Because of Verizon's infringement, inducement of infringement, and contributory infringement of the '328 patent, Brandywine has suffered damages.

128. Upon information and belief, Defendant CenturyLink has infringed one or more claims of the '328 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes

that infringe one or more claims of the '328 patent ("CenturyLink Accused Services and Products for the '328 patent").

129. CenturyLink Accused Services and Products for the '328 patent include, but are not limited to, CenturyLink High Speed Internet.

130. Upon information and belief, CenturyLink has committed acts of contributory infringement of one or more of the claims of the '328 patent under 35 U.S.C. § 271(c) in that CenturyLink has made, used, sold, offered to sell, and/or imported services and products including CenturyLink Accused Services and Products for the '328 patent, which have no substantial non-infringing uses, and has provided such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '328 patent.

131. Upon information and belief, CenturyLink has induced others to infringe one or more claims of the '328 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '328 patent.

132. Because of CenturyLink's infringement, inducement of infringement, and contributory infringement of the '328 patent, Brandywine has suffered damages.

133. Upon information and belief, Defendant AT&T has infringed one or more claims of the '328 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes that

infringe one or more claims of the '328 patent ("AT&T Accused Services and Products for the '328 patent").

134. AT&T Accused Services and Products for the '328 patent include, but are not limited to, AT&T High Speed DSL Internet.

135. Upon information and belief, AT&T has committed acts of contributory infringement of one or more of the claims of the '328 patent under 35 U.S.C. § 271(c) in that AT&T has made, used, sold, offered to sell, and/or imported services and products including AT&T Accused Services and Products for the '328 patent, which have no substantial non-infringing uses, and has provided such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '328 patent.

136. Upon information and belief, AT&T has induced others to infringe one or more claims of the '328 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '328 patent.

137. Because of AT&T's infringement, inducement of infringement, and contributory infringement of the '328 patent, Brandywine has suffered damages.

138. Upon information and belief, Defendant EarthLink has infringed one or more claims of the '328 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes

that infringe one or more claims of the '328 patent ("EarthLink Accused Services and Products for the '328 patent").

139. EarthLink Accused Services and Products for the '328 patent include, but are not limited to, EarthLink High Speed Internet, Business DSL and Small Office DSL.

140. Upon information and belief, EarthLink has committed acts of contributory infringement of one or more of the claims of the '328 patent under 35 U.S.C. § 271(c) in that EarthLink has made, used, sold, offered to sell, and/or imported services and products including EarthLink Accused Services and Products for the '328 patent, which have no substantial non-infringing uses, and has provided such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '328 patent.

141. Upon information and belief, EarthLink has induced others to infringe one or more claims of the '328 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '328 patent.

142. Because of EarthLink's infringement, inducement of infringement, and contributory infringement of the '328 patent, Brandywine has suffered damages.

**SEVENTH CLAIM FOR RELIEF
PATENT INFRINGEMENT OF U.S. PATENT NO. 5,812,537
(35 U.S.C. § 271)**

143. The allegations set forth in the foregoing paragraphs 1 through 142 are incorporated into this Seventh Claim for Relief.

144. On September 22, 1998, the '537 Patent, entitled "Echo Canceling Method and Apparatus for Data Over Cellular," was duly and legally issued by the United States Patent and Trademark Office to inventors William Lewis Betts, Ramon B. Hazen, and Robert Earl Scott (collectively the '537 Inventors"), and has been duly and legally assigned to Brandywine. All of the '537 inventors reside in this judicial district. At least as of the time of service of this Complaint, Defendants Verizon, AT&T, CenturyLink and EarthLink each has had actual knowledge of the '537 Patent. A copy of the '537 patent is attached as Exhibit G.

145. Upon information and belief, Defendant Verizon has infringed and continues to infringe one or more claims of the '537 patent in this judicial district and elsewhere by making, using, selling and offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '537 patent ("Verizon Accused Services and Products for the '537 patent").

146. Verizon Accused Services and Products for the '537 patent include, but are not limited to, Verizon High Speed Internet.

147. Upon information and belief, Verizon has committed and continues to commit acts of contributory infringement of one or more of the claims of the '537 patent under 35 U.S.C. § 271(c) in that Verizon has made, used, sold, offered to sell, and/or imported, or continues to make, use, sell, offer to sell services and products including Verizon Accused Services and Products for the '537 patent, which have no substantial non-infringing uses, and provides such products to its customers, whose use of such products constitutes direct infringement of one or more claims of the '537 patent.

148. Upon information and belief, Verizon has induced and continues to induce others to infringe one or more claims of the '537 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '537 patent.

149. Because of Verizon's infringement, inducement of infringement, and contributory infringement of the '537 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

150. Upon information and belief, Defendant CenturyLink has infringed and continues to infringe one or more claims of the '537 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '537 patent ("CenturyLink Accused Services and Products for the '537 patent").

151. CenturyLink Accused Services and Products for the '537 patent include, but are not limited to, CenturyLink High Speed Internet.

152. Upon information and belief, CenturyLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '537 patent under 35 U.S.C. § 271(c) in that CenturyLink has made, used, sold, offered to sell, and/or and continues to make, use, sell, offer to sell, services and products including but not limited to CenturyLink Accused Services and Products for the '537 patent, which have no substantial non-infringing uses, and provides such services and products to its customers,

whose use of such services and products constitutes direct infringement of one or more claims of the '537 patent.

153. Upon information and belief, CenturyLink has induced and continues to induce others to infringe one or more claims of the '537 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '537 patent.

154. Because of CenturyLink's infringement, inducement of infringement, and contributory infringement of the '537 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

155. Upon information and belief, Defendant AT&T has infringed and continues to infringe one or more claims of the '537 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '537 patent ("AT&T Accused Services and Products for the '537 patent").

156. Upon information and belief, AT&T Accused Services and Products for the '537 patent include, but are not limited to, High Speed DSL Internet.

157. Upon information and belief, AT&T has committed and continues to commit acts of contributory infringement of one or more of the claims of the '537 patent under 35 U.S.C. § 271(c) in that AT&T has made, used, sold, offered to sell, or continues to make, use, sell, offer to sell, services and products including but not limited to AT&T Accused Services and Products for the '537 patent, which have no substantial non-

infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '537 patent.

158. Upon information and belief, AT&T has induced and continues to induce others to infringe one or more claims of the '537 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '537 patent.

159. Because of AT&T's infringement, inducement of infringement, and contributory infringement of the '537 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

160. Upon information and belief, Defendant EarthLink has infringed and continues to infringe one or more claims of the '537 patent in this judicial district and elsewhere by making, using, selling, offering for sale, services and products that infringe and/or perform processes that infringe one or more claims of the '537 patent ("EarthLink Accused Services and Products for the '537 patent").

161. Upon information and belief, EarthLink Accused Services and Products for the '537 patent include, but are not limited to, EarthLink High Speed Internet, Business DSL and Small Office DSL.

162. Upon information and belief, EarthLink has committed and continues to commit acts of contributory infringement of one or more of the claims of the '537 patent under 35 U.S.C. § 271(c) in that EarthLink has made, used, sold, offered to sell, or

continues to make, use, sell, offer to sell, services and products including but not limited to EarthLink Accused Services and Products for the '537 patent, which have no substantial non-infringing uses, and provides such services and products to its customers, whose use of such services and products constitutes direct infringement of one or more claims of the '537 patent.

163. Upon information and belief, EarthLink has induced and continues to induce others to infringe one or more claims of the '537 patent under 35 U.S.C. § 271(b) by, among other things, actively and knowingly aiding and abetting others to infringe, including, but not limited to consumers whose use of such services and products constitutes direct infringement of one or more claims of the '537 patent.

164. Because of EarthLink's infringement, inducement of infringement, and contributory infringement of the '537 patent, Brandywine has suffered damages and will continue to suffer damages in the future.

PRAYER FOR RELIEF

Wherefore, Plaintiff Brandywine demands judgment against Verizon, CenturyLink, AT&T and EarthLink, and against their respective subsidiaries, affiliates, agents, servants, employees, licensees, and all persons acting or attempting to act in active concert or participation with them or acting on their behalf, granting the following relief:

A. A judgment in favor of Brandywine that Defendants have infringed, directly and/or indirectly, and by way of inducing and/or contributing to the infringement of the '657, '472, '501, '704, '854, '328 and '537 patents;

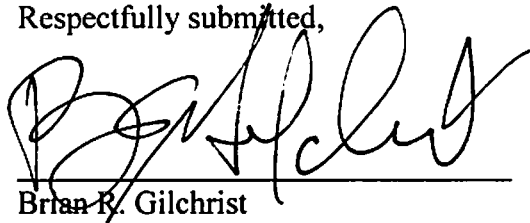
- B. An award of damages adequate to compensate Brandywine for the infringement, inducement of infringement, and contributory infringement, together with pre- and post-judgment interest and an accounting;
- C. Increased damages pursuant to 35 U.S.C. § 284;
- D. A finding that this case is exceptional and an award to Brandywine of its attorneys fees, expenses and costs pursuant to 35 U.S.C. § 285; and
- E. Such other and further relief as this Court may deem just and proper.

JURY DEMAND

Brandywine demands a trial by jury.

Dated: August 11, 2011

Respectfully submitted,



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