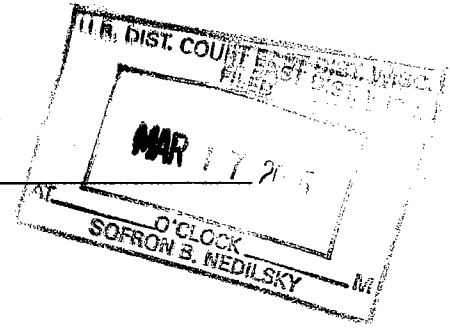


IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF WISCONSIN



HARLEY-DAVIDSON MOTOR  
COMPANY GROUP, INC., f/k/a and d/b/a  
HARLEY-DAVIDSON MOTOR  
COMPANY, and H-D MICHIGAN, INC.,

Case No.

05-C-0298

Plaintiffs,

JURY TRIAL DEMANDED

v.

DELKRON, INC.  
and S&S CYCLE, INC.,

Defendants.

**COMPLAINT FOR PATENT INFRINGEMENT,  
TRADEMARK INFRINGEMENT, AND UNFAIR COMPETITION**

Plaintiffs, Harley-Davidson Motor Company Group, Inc., f/k/a and d/b/a Harley-Davidson Motor Company, and H-D Michigan, Inc., by their undersigned attorneys, for their Complaint against Defendants Delkron, Inc. ("Delkron") and S&S Cycle, Inc. ("S&S") (collectively, "Defendants"), allege as follows, upon actual knowledge with respect to themselves and their own acts, and upon information and belief as to all other matters:

**PARTIES**

1. Plaintiff Harley-Davidson Motor Company Group, Inc., f/k/a and d/b/a Harley-Davidson Motor Company, is a Wisconsin corporation with its principal place of business located at 3700 West Juneau Avenue, Milwaukee, Wisconsin 53208, and is the owner of the patents at issue.

2. Plaintiff H-D Michigan, Inc. is a Michigan corporation located at 315 West Huron Street, Suite 400, Ann Arbor, Michigan 48103, is the parent of Harley-Davidson Motor Company Group, Inc., and is the owner of the trademarks at issue.

3. Unless otherwise indicated, Plaintiffs and/or their predecessors-in-interest are herein referred to collectively as "Harley-Davidson."

4. Upon information and belief, Defendant Delkron is an Ohio corporation, whose principal place of business is 5159 S. Prospect Street, Ravenna, Ohio, and manufactures component parts for motorcycle engines and related equipment.

5. Upon information and belief, Defendant S&S is a Wisconsin corporation whose principal place of business is 14025 County Highway G, Box 215, Viola, Wisconsin, and manufactures complete motorcycle engines, component parts, and related equipment.

#### **JURISDICTION AND VENUE**

6. Jurisdiction is based on 28 U.S.C. § 1338(a) and (b) in that this is an action for patent infringement, trademark infringement, and unfair competition founded upon the patent and trademark laws of the United States. This Court has original jurisdiction over the subject matter of this action pursuant to 15 U.S.C. § 1121 and 28 U.S.C. §§ 1331 and 1338. This Court has supplemental jurisdiction over Plaintiffs' related state and common law claims pursuant to 28 U.S.C. §§ 1338 and 1367 and the principles of pendent jurisdiction.

7. Venue is based on 28 U.S.C. § 1391(b) and (c).

#### **NATURE AND SUMMARY OF THE ACTION**

8. This is a civil action for patent infringement, trademark infringement, and unfair competition arising under federal, state, and/or common law, based upon Defendants' unlawful conduct as alleged herein.

9. From 1992 through the present, Harley-Davidson has dedicated tens of millions of dollars to the design and development of motorcycles with the innovative engine known as the TWIN CAM 88<sup>®</sup>. During the course of the development of the TWIN CAM 88 engine, Harley-Davidson's extensive engineering design work led to numerous technical innovations and patentable inventions, and Harley-Davidson diligently protected these designs by obtaining United States patents. Soon after Harley-Davidson introduced the TWIN CAM 88 engine to the public, both Delkron and S&S began copying several aspects of it, including several patented features of the engine. In addition, both Delkron and S&S have infringed a number of Harley-Davidson's trademarks, and engaged in unfair competition, as described below. These acts of Defendants were and are designed to trade upon the goodwill and reputation of Harley-Davidson. Although Harley-Davidson repeatedly notified Defendants of Harley-Davidson's intellectual property rights, and made numerous attempts to cause Defendants to respect those rights, Defendants nonetheless continue to infringe, leaving Harley-Davidson no choice but to file this lawsuit in order to protect its valuable investment in its innovative designs and intellectual property.

## **FACTUAL ALLEGATIONS**

### **Background Information**

10. Since its founding in 1903, Harley-Davidson has been engaged in the manufacture and sale of motorcycles and related products. During that time, Harley-Davidson has been committed to innovation and improvement of its motorcycles, and Harley-Davidson customers have come to rely on such innovation and improvement as a mark of Harley-Davidson's dedication to its loyal customer base.

11. In 1909, Harley-Davidson produced its first V-twin powered motorcycle. The engine included two cylinders in a 45-degree configuration, which remains a defining characteristic of Harley-Davidson's engines to this day.

12. In 1936, Harley-Davidson introduced the 61 cubic-inch "Knucklehead" engine. In 1948, improvements and revisions to the Knucklehead engine resulted in the creation of the "Panhead" engine.

13. Harley-Davidson's engine development continued with the introduction of the "Shovelhead" engine in 1966, and the "Blockhead" or EVOLUTION<sup>®</sup> engine in 1984. The EVOLUTION engine, also known simply as "EVO," was the result of approximately seven years of engineering development.

#### **Summary of TWIN CAM 88 Engine Development**

14. In or about 1992, Harley-Davidson embarked on the then-largest product development project in the company's history, with the inception of the design and development of the engine that would succeed the EVOLUTION engine.

15. By 1992-1993, the project code named "P-22" was underway. A major goal of the P-22 project was to maintain the traditional look, sound, and feel of the EVOLUTION engine, as well as continued customer expectations for quality, reliability, durability, and performance.

16. Between 1992 and 1998, Harley-Davidson dedicated over \$70 million to the design and development related to the P-22 project.

17. In order to protect Harley-Davidson's substantial investment in the P-22 program, and to prevent copying of its intellectual property, Harley-Davidson engineers and designers submitted new designs for patent consideration throughout the development process of the P-22

project, which resulted in the issuance of several patents to Harley-Davidson, including those described below.

18. In July 1998, Harley-Davidson released the P-22 engine to the public as the TWIN CAM 88 engine.

19. Response to the introduction of the TWIN CAM 88 engine from the public and the media was overwhelmingly positive. Two aspects of the new engine that drew significant praise included a new lubrication system and a revised engine-to-transmission interface, both of which were substantial improvements over the designs previously found on prior engines.

20. Since the release of the TWIN CAM 88 engine to the public in 1998, Harley-Davidson has sold over 900,000 motorcycles powered by the TWIN CAM 88 engine. Harley-Davidson has also sold approximately 6,000 individual TWIN CAM 88 engines.

#### **Harley-Davidson's Patents-In-Suit**

21. As a result of Harley-Davidson's extensive and dedicated investment of time, labor, materials, and money, the P-22 engine development program resulted in several significant and innovative engine design features, including an improved cylinder head, engine lubrication system, and engine-to-transmission interface, as more fully described in the Harley-Davidson patents referred to below.

22. On February 12, 2002, United States Patent No. 6,345,613 (the "'613 Patent'") issued to Mark A. Hoffmann and Paul J. Troxler of Harley-Davidson for an invention relating to a breather assembly for an internal combustion engine. A copy of the '613 Patent is attached hereto as **Exhibit A** and made a part of this Complaint.

23. Harley-Davidson is owner by assignment of the '613 Patent.

24. Defendants have directly infringed, induced infringement, and/or contributorily infringed Harley-Davidson's exclusive rights under the '613 Patent by manufacturing, using, offering to sell, and/or selling products that embody the inventions of and are within the scope of the '613 Patent and by causing others to use Defendants' infringing products. Upon information and belief, Defendant Delkron continues to so infringe, induce infringement, and/or contributorily infringe.

25. Defendant Delkron has had actual notice of Harley-Davidson's rights and has continued, notwithstanding such notice, to willfully infringe, induce infringement, and/or contributorily infringe the '613 Patent and will continue to do so unless enjoined by this Court.

26. On April 11, 2000, United States Patent No. 6,047,667 (the "'667 Patent'") issued to Robert L. Leppanen, Timothy J. Trenkle, and Jeffrey P. Coughlin of Harley-Davidson for an invention relating to a motorcycle camshaft support plate. A copy of the '667 Patent is attached hereto as **Exhibit B** and made a part of this Complaint.

27. Harley-Davidson is owner by assignment of the '667 Patent.

28. Defendants have directly infringed, induced infringement, and/or contributorily infringed Harley-Davidson's exclusive rights under the '667 Patent by manufacturing, using, offering to sell, and/or selling products that embody the inventions of and are within the scope of the '667 Patent and by causing others to use Defendants' infringing products. Upon information and belief, Defendants continue to so infringe, induce infringement, and/or contributorily infringe.

29. Defendants have had actual notice of Harley-Davidson's rights and have continued, notwithstanding such notice, to willfully infringe, induce infringement, and/or contributorily infringe the '667 Patent and will continue to do so unless enjoined by this Court.

30. On June 5, 2001, United States Patent No. 6,241,040 (the "'040 Patent") issued to John W. Schanz, Gary Lockwitz, R. Bruce Dennert, Jalal M. Albulushi, Kenneth W. Kuntz, Thomas E. Zimmerman, and Robert L. Leppanen of Harley-Davidson for an invention relating to a motorcycle drive assembly with improved transmission-to-engine mounting. A copy of the '040 Patent is attached hereto as **Exhibit C** and made a part of this Complaint.

31. Harley-Davidson is owner by assignment of the '040 Patent.

32. Defendants have directly infringed, induced infringement, and/or contributorily infringed Harley-Davidson's exclusive rights under the '040 Patent by manufacturing, using, offering to sell, and/or selling products that embody the inventions of and are within the scope of the '040 Patent and by causing others to use Defendants' infringing products. Upon information and belief, Defendants continue to so infringe, induce infringement, and/or contributorily infringe.

33. Defendants have had actual notice of Harley-Davidson's rights and have continued, notwithstanding such notice, to willfully infringe, induce infringement, and/or contributorily infringe the '040 Patent and will continue to do so unless enjoined by this Court.

34. On July 11, 2000, United States Patent No. 6,085,855 (the "'855 Patent") issued to John W. Schanz, Gary Lockwitz, R. Bruce Dennert, Jalal M. Albulushi, Kenneth W. Kuntz, Thomas E. Zimmerman, and Robert L. Leppanen of Harley-Davidson for an invention relating to a motorcycle drive assembly with improved transmission-to-engine mounting. A copy of the '855 Patent is attached hereto as **Exhibit D** and made a part of this Complaint.

35. Harley-Davidson is owner by assignment of the '855 Patent.

36. Defendants have directly infringed, induced infringement, and/or contributorily infringed Harley-Davidson's exclusive rights under the '855 Patent by manufacturing, using,

offering to sell, and/or selling products that embody the inventions of and are within the scope of the '855 Patent and by causing others to use Defendants' infringing products. Upon information and belief, Defendants continue to so infringe, induce infringement, and/or contributorily infringe.

37. Defendants have had actual notice of Harley-Davidson's rights and have continued, notwithstanding such notice, to willfully infringe, induce infringement, and/or contributorily infringe the '855 Patent and will continue to do so unless enjoined by this Court.

**Harley-Davidson's Trademarks-In-Suit**

38. H-D Michigan, Inc. and Harley-Davidson Motor Company Group, Inc. are the owner and licensee, respectively, of the following trademarks, as well as numerous others that are registered on the Principal Register of the United States Patent and Trademark Office ("PTO"):

- a. EVOLUTION, Reg. No. 1,459,152. A true and correct copy of a printout of the registration from the web site of the PTO is attached hereto as **Exhibit E**.
- b. HERITAGE SOFTAIL, Reg. No. 1,531,875. A true and correct copy of a printout of the registration from the PTO's web site is attached hereto as **Exhibit F**.
- c. SOFTAIL, Reg. No. 1,432,866. A true and correct copy of a printout of the registration from the PTO's web site is attached hereto as **Exhibit G**.
- d. TWIN CAM 88, Reg. No. 2,535,179. A true and correct copy of a printout of the registration from the PTO's web site is attached hereto as **Exhibit H**.
- e. SPORTSTER, Reg. No. 912,532. A true and correct copy of a printout of the registration from the PTO's web site is attached hereto as **Exhibit I**.



In addition to the registered trademarks listed above, Harley-Davidson also has a common law trademark for the name EVO. The trademarks referenced in this paragraph are collectively referred to herein as the "Harley-Davidson Trademarks."

39. The trademark registrations listed above are valid and subsisting and constitute prima facie evidence of the registrant's exclusive rights to use said marks on and in connection with the goods and services recited in the registration certificates; in addition, many of the foregoing registrations have become incontestable in accordance with 15 U.S.C. §§ 1065 and 1115(b) and constitute conclusive evidence of registrant's exclusive rights to use said marks in connection with said goods and services.

40. Since long prior to the acts of Defendants complained of herein, Harley-Davidson has used the registered Harley-Davidson Trademarks on and in connection with the goods and services recited on Exhibits E through I and on and in connection with goods and services related thereto.

41. Since long prior to the acts complained of herein, the motorcycle public has referred to Harley-Davidson's EVOLUTION products using the shorthand EVO, and has long used the EVOLUTION and EVO marks interchangeably to refer to Harley-Davidson's EVOLUTION products.

42. Harley-Davidson has expended a great deal of time, effort, and money in the promotion and advertisement of its goods and services sold and offered for sale under the Harley-Davidson Trademarks and its other proprietary marks.

43. As a result of the widespread and continuous use and promotion of the Harley-Davidson Trademarks, said marks have come to identify Harley-Davidson as the source of high quality goods and services and to distinguish Harley-Davidson's products and services from

those of others. Said marks represent and embody the enviable reputation and very valuable goodwill of Harley-Davidson among members of the trade and the purchasing public.

44. As described herein, Defendants have used and continue to use the Harley-Davidson Trademarks in connection with their businesses without authorization from Harley-Davidson in a manner that is likely to cause confusion, mistake, and/or deception as to the source or sponsorship of Defendants' goods and services and their businesses in general.

45. Due to Defendants' unauthorized use of the Harley-Davidson Trademarks, purchasers and prospective purchasers of Defendants' goods and services are likely to be confused into believing, contrary to fact, that said goods and services are authorized by Harley-Davidson and that Defendants are sponsored by or associated with Harley-Davidson.

46. Defendants have used the Harley-Davidson Trademarks, and continue to do so, with the intent to trade on Harley-Davidson's reputation and goodwill, and to pass off their products and services as originating with or authorized by Harley-Davidson, which they are not.

47. Harley-Davidson will suffer irreparable injury to its reputation and goodwill unless Defendants are enjoined from the acts complained of herein, which injury cannot be adequately compensated monetarily.

48. Upon information and belief, the acts of trademark infringement by Defendants complained of herein were committed and are being committed willfully.

### Infringing Activities Specific to Delkron

49. Upon information and belief, at least as early as 2001, Defendant Delkron began manufacturing and selling parts seeking to imitate or copy Harley-Davidson's TWIN CAM 88 engine parts, including cylinder heads, camshaft support plates, and crankcases. As described herein, Delkron's manufacturing and sales of these parts have infringed, and upon information and belief continue to infringe, Harley-Davidson's '613, '667, '040, and '855 patents.

50. Defendant Delkron sells motorcycle parts, including motorcycle engine cases, transmission parts, and points covers, under the following names: EVOLUTION, BIG BORE EVO, SOFTAIL, and SPORTSTER. Delkron uses these names without authorization, and they are, for the most part, identical to certain of the Harley-Davidson Trademarks.

51. Defendant Delkron sells motorcycle engines and motorcycle parts that copy the proprietary distinctive overall configuration and designs of engines, engine parts, and related goods sold by Harley-Davidson on or for Harley-Davidson motorcycles. Delkron is mimicking Harley-Davidson in terms of usage of names, images, and product attributes that persons associate with Harley-Davidson for the purpose of trading on Harley-Davidson's reputation and goodwill and to confuse people as to the source or sponsorship of Delkron's goods.

52. Defendant Delkron created and maintains a location on the Internet's World Wide Web, which address is [www.delkron-mfg.com](http://www.delkron-mfg.com) (hereinafter "Delkron's web site"), and which advertises motorcycle engines, parts, and motorcycle-related goods and services. Delkron's web site advertises Defendant Delkron's motorcycle engine cases, transmission parts, and points covers under the names EVOLUTION, BIG BORE EVO, SOFTAIL, and SPORTSTER. A true and correct copy of certain selected printed pages of Delkron's web site are attached hereto as **Exhibit J**. These pages show some, but not all, of Delkron's infringing activities.

53. Defendant Delkron also calls one of its engine designs "Shovelhead," a well-known nickname for the engine developed by Harley-Davidson in 1966, and further uses the name "TwinCam" to refer to a variety of parts. These denominations are further indications of Delkron's intent to trade on Harley-Davidson's reputation and to cause confusion.

54. Beginning at least as early as January 2002 and continuing through 2004, Harley-Davidson representatives have made repeated attempts through correspondence and other communications to cause Delkron to cease its infringement and respect the intellectual property rights of Harley-Davidson. These attempts by Harley-Davidson to obtain voluntary compliance by Delkron with Harley-Davidson's intellectual property rights have included at least nine items of written correspondence and a number of telephone calls.

55. Despite repeated efforts by Harley-Davidson representatives to prevent copying and infringement by Delkron of Harley-Davidson's innovative designs and intellectual property rights, Delkron continues to knowingly and willfully disregard those rights.

#### **Infringing Activities Specific to S&S**

56. Upon information and belief, at least as early as July of 2000, Defendant S&S began manufacturing and selling parts seeking to imitate or copy Harley-Davidson's TWIN CAM 88 engine parts, including rocker covers, camshafts, and cylinder heads. Upon information and belief, the cylinder heads infringed Harley-Davidson's '613 patent.

57. Upon information and belief, between 2000 and 2003, Defendant S&S manufactured and sold crankcases and cylinder heads that infringed Harley-Davidson's '613, '667, '040, and '855 patents.

58. Upon information and belief, at least as early as December of 2003, Defendant S&S began manufacturing and selling kits for building complete engines that seek to imitate or

copy Harley-Davidson's TWIN CAM 88 engine, and including parts and assemblies that infringe Harley-Davidson's '667, '040, and '855 patents.

59. As part of its advertising and marketing of the engines, parts, and kits described above, Defendant S&S created and maintains a location on the Internet's World Wide Web, which address is [www.sscycle.com](http://www.sscycle.com) (hereinafter "S&S's web site"), and which advertises these motorcycle engines, parts, kits, and other motorcycle-related goods and services. S&S's web site advertises certain of Defendant S&S's motorcycle engines under the name BIG TWIN EVOLUTION, and motorcycle parts, such as mufflers, under the name SOFTAIL. S&S's web site also uses EVOLUTION and EVO associated with certain S&S products. S&S uses these names without authorization, and they are, for the most part, identical to certain of the Harley-Davidson Trademarks. A true and correct copy of certain selected printed pages of S&S's web site are attached hereto as **Exhibit K**. These pages show some, but not all, of S&S's infringing activities.

60. Defendant S&S also uses the names "Knuckle," "Pan," "Shovel," "Shovelhead," and "Twin Cam" on the S&S web site. These are well-known nicknames or abbreviations for engines introduced by Harley-Davidson in 1936, 1948, 1966, and 1998 respectively. (*See* paragraphs 12-13 *supra*.) These denominations are further indications of S&S's intent to trade on Harley-Davidson's reputation and to cause confusion.

61. Defendant S&S also uses terms such as "EVO style" and "EVOLUTION style" on the S&S web site, which also is likely to cause confusion, mistake, and/or deception as to the source or sponsorship of S&S's goods and services.

62. Beginning at least as early as July of 2000 and continuing through 2004, Harley-Davidson representatives have made repeated attempts through correspondence and other

communications to cause S&S to cease its infringement and respect the intellectual property rights of Harley-Davidson. These attempts by Harley-Davidson to obtain voluntary compliance by S&S with Harley-Davidson's intellectual property rights have included at least a dozen items of written correspondence, as well as several telephone calls and meetings.

63. Despite repeated efforts by Harley-Davidson representatives to prevent copying and infringement by S&S of Harley-Davidson's innovative designs and intellectual property rights, S&S continues to knowingly and willfully disregard those rights.

**COUNT I**  
**Infringement of U.S. Patent No. 6,345,613**

64. Plaintiffs incorporate by reference and allege as if fully set forth herein the allegations contained above in paragraphs 1 through 63.

65. The acts of Defendants complained of herein constitute infringement of the '613 Patent in violation of 35 U.S.C. § 271.

66. As a direct and proximate result of Defendants' infringement, Harley-Davidson has suffered injury and damages which will continue to accrue, in an amount to be determined at trial.

**COUNT II**  
**Infringement of U.S. Patent No. 6,047,667**

67. Plaintiffs incorporate by reference and allege as if fully set forth herein the allegations contained above in paragraphs 1 through 66.

68. The acts of Defendants complained of herein constitute infringement of the '667 Patent in violation of 35 U.S.C. § 271.

69. As a direct and proximate result of Defendants' infringement, Harley-Davidson has suffered injury and damage which will continue to accrue, in an amount to be determined at trial.

**COUNT III**  
**Infringement of U.S. Patent No. 6,241,040**

70. Plaintiffs incorporate by reference and allege as if fully set forth herein the allegations contained above in paragraphs 1 through 69.

71. The acts of Defendants complained of herein constitute infringement of the '040 Patent in violation of 35 U.S.C. § 271.

72. As a direct and proximate result of Defendants' infringement, Harley-Davidson has suffered injury and damage which will continue to accrue, in an amount to be determined at trial.

**COUNT IV**  
**Infringement of U.S. Patent No. 6,085,855**

73. Plaintiffs incorporate by reference and allege as if fully set forth herein the allegations contained above in paragraphs 1 through 72.

74. The acts of Defendants complained of herein constitute infringement of the '855 Patent in violation of 35 U.S.C. § 271.

75. As a direct and proximate result of Defendants' infringement, Harley-Davidson has suffered injury and damage which will continue to accrue, in an amount to be determined at trial.

**COUNT V**  
**Federal Trademark Infringement**

76. Plaintiffs incorporate by reference and allege as if fully set forth herein the allegations contained above in paragraphs 1 through 75.

77. The acts of Defendants complained of herein constitute trademark infringement in violation of 15 U.S.C. §§ 1114-1116 and 1118.

**COUNT VI**  
**Federal Unfair Competition**

78. Plaintiffs incorporate by reference and allege as if fully set forth herein the allegations contained above in paragraphs 1 through 77.

79. The acts of Defendants complained of herein constitute a violation of 15 U.S.C. §1125(a).

**COUNT VII**  
**Common Law Trademark Infringement And Unfair Competition**

80. Plaintiffs incorporate by reference and allege as if fully set forth herein the allegations contained above in paragraphs 1 through 79.

81. The acts of Defendants complained of herein constitute common law trademark infringement and unfair competition under the laws of the State of Wisconsin, and the laws of the several states.

**WHEREFORE**, Harley-Davidson prays for and demands relief as follows:

A. That a permanent injunction be issued against further infringement of the '613 Patent by Defendants, Defendants' officers, agents, servants, employees, and attorneys and those persons in active concert or participation with them;

B. That Harley-Davidson be awarded damages for Defendants' infringement of the '613 Patent;



C. That a permanent injunction be issued against further infringement of the '667 Patent by Defendants, Defendants' officers, agents, servants, employees, and attorneys and those persons in active concert or participation with them;

D. That Harley-Davidson be awarded damages for Defendants' infringement of the '667 Patent;

E. That a permanent injunction be issued against further infringement of the '040 Patent by Defendants, Defendants' officers, agents, servants, employees, and attorneys and those persons in active concert or participation with them;

F. That Harley-Davidson be awarded damages for Defendants' infringement of the '040 Patent;

G. That a permanent injunction be issued against further infringement of the '855 Patent by Defendants, Defendants' officers, agents, servants, employees, and attorneys and those persons in active concert or participation with them;

H. That Harley-Davidson be awarded damages for Defendants' infringement of the '855 Patent;

I. That the Court make a finding of exceptional case and that Harley-Davidson be awarded treble damages and attorneys' fees;

J. An injunction against Defendants and their servants, agents, employees, successors and assigns, and all persons acting in concert with them, enjoining them from:

a) any further infringing use of any trademarks owned by Harley-Davidson or any colorable imitation thereof or any mark confusingly similar thereto;

b) holding themselves out to the public as being affiliated with or sponsored by Harley-Davidson in any manner or committing any acts likely to imply such a relationship or affiliation;

c) passing off their products and services as originating with or sponsored or authorized by Harley-Davidson;

d) selling motorcycle engines or parts that replicate engines or parts of motorcycles that are sold or have been sold by Harley-Davidson and that are indications of source and are recognized as such by customers and enthusiasts and the public generally; and

e) using without authorization any Harley-Davidson trademarks or any marks confusingly similar thereto on or in connection with any unauthorized products or services.

K. An order requiring Defendants to deliver up to Harley-Davidson for destruction all signs, advertisements, literature, business forms, cards, labels, packages, wrappers, pamphlets, brochures, receptacles, and any other written or printed material in their possession or under their control, as well as any products that bear any marks owned by Harley-Davidson or any colorable imitation thereof or any mark confusingly similar thereto that were not manufactured by Harley-Davidson or one of its licensees, and any plates, molds, and other means of making the same;

L. That the cost of this action be assessed against Defendants; and

M. That Harley-Davidson be afforded such other and further relief as the Court may deem just and equitable.

Dated this 17<sup>th</sup> of March, 2005.

**MICHAEL BEST & FRIEDRICH LLP**

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