

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

POLARIS IP, LLC
A Texas Limited Liability Company

Plaintiff,

v.

SIRIUS SATELLITE RADIO, INC.,
KANA SOFTWARE, INC.,
PRICELINE.COM, INC.,
CAPITAL ONE FINANCIAL
CORPORATION,
CAPITAL ONE SERVICES, INC.,
CAPITAL ONE BANK.,
CAPITAL ONE AUTO FINANCE, INC.,
CONTINENTAL AIRLINES, INC.,
and
E*TRADE FINANCIAL CORP.

Defendants

Civil Action No. 2-06-CV-103

JURY TRIAL DEMANDED

PLAINTIFF POLARIS IP, LLC'S FIRST AMENDED COMPLAINT
FOR PATENT INFRINGEMENT

This is an action for patent infringement in which Polaris IP, LLC ("Polaris") alleges that Sirius Satellite Radio, Inc. ("Sirius"), KANA Software, Inc. ("KANA"), Priceline.com, Inc. ("Priceline"), Capital One Financial Corporation ("Capital One"), Capital One Services, Inc. ("Capital One Services"), Capital One Bank ("Capital One Bank"), Capital One Auto Finance, Inc. ("Capital One Auto"), Continental Airlines, Inc. ("Continental"), and E*TRADE Financial

Corp. (“E*TRADE”) directly or indirectly infringed and will continue to infringe one or more patents identified below that are owned by Polaris. In support thereof, Polaris hereby files this complaint and respectfully alleges as follows:

THE PARTIES

1. Polaris is a Texas limited liability company with its principal place of business at 207 C North Washington Avenue, Marshall, Texas 75670.

2. On information and belief, defendant Sirius Satellite Radio, Inc. is a Delaware corporation with its principal place of business located at 1221 Avenue of the Americas, 36th Floor, New York, New York 10020.

3. On information and belief, defendant KANA Software, Inc. is a Delaware corporation with its principal place of business located at 181 Constitution Drive, Menlo Park, California 94025.

4. On information and belief, defendant Priceline.com, Inc. is a Delaware corporation with its principal place of business located at 800 Connecticut Avenue, Norwalk, Connecticut 06854.

5. On information and belief, defendant Capital One Financial Corporation is a Delaware corporation with its principal place of business located at 1680 Capital One Drive, McLean, Virginia 22102.

6. On information and belief, defendant Capital One Services, Inc. is a Delaware corporation with its principal place of business located at 1680 Capital One Drive, McLean, Virginia 22102.

7. On information and belief, defendant Capital One Bank is a Virginia corporation with its principal place of business located at 1680 Capital One Drive, McLean, Virginia 22102.

8. On information and belief, defendant Capital One Auto Finance, Inc. is a Delaware corporation with its principal place of business located at 1680 Capital One Drive, McLean, Virginia 22102.

9. On information and belief, defendant Continental Airlines, Inc. is a Delaware corporation with its principal place of business located at 1600 Smith Street, Dept. HQSEQ, Houston, Texas 77002.

10. On information and belief, defendant E*TRADE Financial Corp. is a Delaware corporation with its principal place of business located at 135 East 57th Street, New York, New York 10022.

JURISDICTION AND VENUE

11. This Court has subject matter jurisdiction pursuant to 28 U.S.C. §§ 1331 and 1338(a), as this action arises under the patent laws of the United States, Title 35 of the United States Code.

12. Venue is proper in this district under 28 U.S.C. §§ 1391(c) and 1400(b). Defendants each conduct business in this district, has transacted business in this district and, on information and belief, has committed acts of patent infringement in this district.

COUNT I

INFRINGEMENT OF U.S. PATENT NO. 6,411,947

13. Polaris is the owner by assignment of all rights and interest in United States Patent No. 6,411,947 (the “’947 Patent”) entitled “Automatic Message Interpretation and Routing System,” which was duly issued on June 25, 2002. A true and correct copy of the ‘947 Patent is attached as Exhibit A.

14. Anthony M. Angotti, Rosanna Piccolo, Fred Cohen, Amy Rice and Julie Hsu are listed as the named inventors on the ‘947 Patent.

15. Defendants Sirius, KANA, Priceline, Capital One, Capital One Services, Capital One Bank, Capital One Auto, Continental, and E*TRADE (collectively the “Defendants”) have been and now are directly infringing, and indirectly infringing by way of inducing infringement and or contributing to the infringement of the ‘947 Patent in the state of Texas, in this judicial district, and elsewhere in the United States by, among other things, making, using, operating and selling web self service, customer relations management systems and e-mail management systems that practice one or more claims of the ‘947 Patent to the injury of Polaris.

16. These Defendants have actively induced and are actively inducing infringement of the ‘947 Patent.

17. On information and belief, to the extent any marking was required by 35 U.S.C. § 287, all predecessors in interest to the ‘947 Patent complied with such requirements and all licensees of the ‘947 Patent are obligated to mark licensed products in compliance with such requirements.

18. As a result of the Defendants’ infringement of the ‘947 Patent, Polaris has suffered monetary damages in an amount not yet determined, and will continue to suffer damages in the future unless Defendants’ infringing activities are enjoined by this Court.

19. Unless a permanent injunction is issued enjoining the Defendants and their agents, employees, attorneys, representatives, affiliates, and all others acting on their behalf from infringing the ‘947 Patent, Polaris will be greatly and irreparably injured.

COUNT TWO

INFRINGEMENT OF U.S. PATENT NO. 6,278,996

20. Polaris is the owner by assignment of all rights and interest in United States Patent No. 6,278,996 (“the ‘996 Patent”) entitled “System and Method for Message Process and

Response,” which was duly issued on August 21, 2001. A true and correct copy of the ‘996 Patent is attached as Exhibit B.

21. Keith D. Richardson, Jeff Greif, Doug Buedel and Boris Aleksandrovsky are listed as the named inventors on the ‘996 Patent.

22. The Defendants have been and now are directly infringing, and indirectly infringing by way of inducing infringement and or contributing to the infringement of the ‘996 Patent in the state of Texas, in this judicial district, and elsewhere in the United States by, among other things, making, using, operating and selling web self service, customer relations management systems and e-mail management systems that practice one or more claims of the ‘996 Patent to the injury of Polaris.

23. These Defendants have actively induced and are actively inducing infringement of the ‘996 Patent.

24. As a result of the Defendants’ infringement of the ‘996 Patent, Polaris has suffered monetary damages in an amount not yet determined, and will continue to suffer damages in the future unless Defendants’ infringing activities are enjoined by this Court.

25. Unless a permanent injunction is issued enjoining the Defendants and their agents, employees, attorneys, representatives, affiliates and all others acting on their behalf from infringing the ‘996 Patent, Polaris will be greatly and irreparably injured.

JURY DEMAND

27. Polaris hereby demands a jury trial on all issues and claims so triable.

PRAYER FOR RELIEF

WHEREFORE, Polaris respectfully requests that this Court grant:

1. A judgment in favor of Polaris that Defendants Sirius, KANA, Priceline, Capital One, Capital One Services, Capital One Bank, Capital One Auto, Continental, and E*TRADE

have infringed directly and indirectly by way of inducing and/or contributing to the infringement of the '947 Patent;

2. A permanent injunction enjoining Defendants Sirius, KANA, Priceline, Capital One, Capital One Services, Capital One Bank, Capital One Auto, Continental, and E*TRADE and their officers, directors, agents, servants, affiliates, employees, divisions, branches, subsidiaries, parents, and all others acting in concert or privity with any of them from infringement, inducing the infringement of, or contributing to the infringement of the '947 Patent;

3. A judgment and order requiring Defendants Sirius, KANA, Priceline, Capital One, Capital One Services, Capital One Bank, Capital One Auto, Continental, and E*TRADE to pay Polaris damages for Defendants' infringement of the '947 Patent, together with interest (both pre- and post-judgment), costs, and disbursements as fixed by this Court under 35 U.S.C. §284;

4. A judgment in favor of Polaris that Defendants Sirius, KANA, Priceline, Capital One, Capital One Services, Capital One Bank, Capital One Auto, Continental, and E*TRADE have infringed directly and indirectly by way of inducing and/or contributing to the infringement of the '996 Patent;

5. A permanent injunction enjoining Defendants Sirius, KANA, Priceline, Capital One, Capital One Services, Capital One Bank, Capital One Auto, Continental, and E*TRADE and their officers, directors, agents, servants, affiliates, employees, divisions, branches, subsidiaries, parents and all others acting in concert or privity with any of them from infringement, inducing the infringement of, or contributing to the infringement of the '996 Patent;

6. A judgment and order requiring Defendants Sirius, KANA, Priceline, Capital One, Capital One Services, Capital One Bank, Capital One Auto, Continental, and E*TRADE to pay Polaris damages for Defendants' infringement of the '996 Patent, together with interest (both pre- and post-judgment), costs, and disbursements as fixed by this Court under 35 U.S.C. §284;

7. A judgment and order finding that this is an exceptional case within the meaning of 35 U.S.C. § 285 and awarding to Polaris its reasonable attorneys' fees that Polaris proves it is entitled to at trial;

8. For all costs of suit; and

9. For such other and further relief as the Court may deem just and proper.

Dated: March 16, 2006

Respectfully submitted,

By: /s/ Danny L. Williams

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CERTIFICATE OF SERVICE

The undersigned certifies that the foregoing document was filed electronically in compliance with Local Rule CV-5(a). As such, this motion was served on all counsel who are deemed to have consented to electronic service. Local Rule CV-5(a)(3)(A). Pursuant to Fed. R. Civ. P. 5(d) and Local Rule CV-5(e), all other counsel of record not deemed to have consented to electronic service were served with a true and correct copy of the foregoing by certified mail, return receipt requested, on this the 21st day of March, 2006.

/s/ Danny L. Williams