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UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

_____)
RADWARE, INC., a New Jersey corporation,)
and RADWARE, LTD., an Israeli corporation,)
Plaintiffs,)
v.)
F5 NETWORKS, INC., a Washington)
corporation,)
Defendant.)
_____)

CIVIL ACTION NO. 04-3376 (WJM)

COMPLAINT

Radware, Inc. and Radware, Ltd. (collectively, "Radware"), by its attorneys, for its complaint against F5 Networks, Inc. ("F5"), allege as follows:

THE PARTIES

1. Radware, Inc. is a corporation organized and existing under the laws of the State of New Jersey, having a principal place of business at 575 Corporate Drive, Suite 205, Mahwah, New Jersey 07430.

2. Radware, Ltd. is a corporation organized and existing under the laws of Israel, having a principal place of business at 22 Raoul Wallenberg Street, Tel Aviv 69710, Israel.

Radware, Ltd. is the parent corporation of Radware, Inc.

3. Upon information and belief, F5 is a corporation organized and existing under the laws of the State of Washington, having its principal place of business at 401 Elliott Avenue West, Seattle, Washington 98119.

JURISDICTION AND VENUE

4. This is an action for patent infringement under the patent laws of the United States, 35 U.S.C. § 271 *et seq.*

5. This Court has subject matter jurisdiction over this action pursuant to 28 U.S.C. §§ 1331 and 1338(a).

6. Venue is proper in this judicial district pursuant to 28 U.S.C. §§ 1391(b) and (c), because a substantial part of F5's infringing activities have occurred in this judicial district, such activities have given rise to the infringement claims alleged herein and F5 is subject to personal jurisdiction in this judicial district.

THE '359 PATENT

7. Radware, Ltd. is the leading provider of Intelligent Application Switching solutions ensuring the availability, performance and security of networked applications across every point in a network. Through its innovative technology, Radware delivers a superior user experience and ensures the reliability of critical business applications and transactions for its clients.

8. Radware, Inc., a New Jersey corporation, serves as the headquarters for marketing, sales, distribution, product and customer support for Radware products in North America, and the bulk of Radware product sales and other Radware business in the United States takes place in New Jersey.

9. On April 6, 2004, the United States Patent and Trademark Office duly and legally issued United States Letters Patent No. 6,718,359 ("the '359 patent"), entitled "Load Balancing."

A copy of the '359 patent is attached as Exhibit 1. The '359 patent was assigned to Radware, Ltd. by inventors Roy Zisapel and Amir Peles.

10. Radware, Inc. holds an exclusive license under the '359 patent, including the rights to sue and recover for infringement.

11. The '359 patent is directed to methods and systems relating to network-proximity determinations and non-geographical load balancing. For example, the '359 patent teaches, *inter alia*, methods and systems for balancing the load placed on Internet Web servers based on the relative quality of connections between a requestor and servers.

12. Upon information and belief, F5 has made, used, sold and/or offered for sale, and continues to make, use, sell and/or offer for sale products, including the 3-DNS[®] product and BIG-IP[®] product, that incorporate technology and processes that are or when in use are covered by one or more claims of the '359 patent.

13. Upon information and belief, F5 maintains a New Jersey office, representative(s), employee(s) and/or agent(s), which uses, sells and/or offers to sell 3-DNS[®] products and BIG-IP[®] products.

14. F5 has no rights to the technology or processes covered by the '359 patent; thus its activities infringe the '359 patent.

CLAIMS FOR RELIEF

INFRINGEMENT OF THE '359 PATENT

15. Radware realleges and incorporates paragraphs 1-15 above as if fully set forth herein.

16. F5's manufacture, use, sale and/or offers for sale of 3-DNS[®] and BIG-IP[®] products has been infringing and continues to infringe the '359 patent under 35 U.S.C. § 271(a).

17. F5's sale of and/or offers to sell 3-DNS[®] and BIG-IP[®] products infringes the '359 patent under 35 U.S.C. § 271(b) by actively inducing its customers to infringe the '359 patent.

18. The 3-DNS[®] and BIG-IP[®] products are not staple articles of commerce, and F5's sale of and/or offers to sell those products contributes to the infringement of the '359 patent under 35 U.S.C. § 271(c).

19. Upon information and belief, F5 has infringed and continues to infringe the '359 patent willfully and wantonly, with knowledge of the '359 patent and without any reasonable basis for believing that it does not infringe.

20. Upon information and belief, F5's infringement of the '359 patent will continue unless enjoined by this Court.

21. F5 has profited and will continue to profit from its infringing activities.

22. Radware has suffered damages and irreparable harm as a result of F5's infringement of the '359 patent, and will continue to be damaged unless F5 is enjoined from future infringing sales or activities.

PRAYER FOR RELIEF

WHEREFORE, Radware respectfully requests that this Court enter judgment:

- A. Adjudging that F5 has infringed the '359 patent as alleged herein;
- B. Adjudging such infringement to be willful and wanton;
- C. Permanently enjoining F5 and its officers, agents, servants, employees, affiliates and all others in active concert or participation with the foregoing from making, using, selling, offering to sell and importing into the United States any product that infringes, or contributes to or induces infringement of, the '359 patent;
- D. Ordering an accounting to determine the amount of profits and damages, including pre- and post-judgment interest, caused by F5's infringement of the '359 patent;

E. Awarding monetary damages, including pre- and post-judgment interest, adequate to compensate Radware for F5's infringement;

F. Awarding enhanced damages and attorneys' fees to Radware pursuant to 35 U.S.C. §§ 284 and 285; and

G. Ordering any such other and further relief as the Court deems just and appropriate.

DEMAND FOR A JURY TRIAL

Radware respectfully demands a jury trial on all claims so triable.

Dated: July 16, 2004

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