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UNITED STATES DISTRICT COURT
DISTRICT OF RHODE ISLAND

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Intelytics Inc. :
: :
Plaintiff, :
: :
- against - :
: :
MODIV MEDIA, INC. and CATALINA MARKETING :
CORPORATION, :
: :
Defendants. :
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C.A. No. _____

CA 12- 636 S

COMPLAINT FOR PATENT INFRINGEMENT

Plaintiff Intelytics Inc. ("Intelytics") files this Complaint against defendants Modiv Media, Inc. ("Modiv") and Catalina Marketing Corporation ("Catalina") (collectively, "Defendants"), as follows:

Parties

1. Intelytics is a Delaware corporation with its principal place of business in Summerville, South Carolina. Intelytics is the assignee of and owns all right, title, and interest to U.S. Patent Number 7,974,899 (the '889 Patent).

2. Modiv is, upon information and belief, a Delaware corporation with its principal place of business in Quincy, Massachusetts.

3. Catalina is, upon information and belief, a Delaware corporation with its principal place of business in St. Petersburg, Florida.

Jurisdiction and Venue

4. This claim arises under the United States patent laws, 35 U.S.C. § 1, *et seq.* This Court has jurisdiction over this action pursuant to 28 U.S.C. §§ 1331 and 1338(a).

5. The Defendants have regularly engaged in business in this State and District and purposefully availed themselves of the privilege of conducting business in this District, for example, by offering for sale, selling, and/or distributing mobile shopping applications at local retailers such as Stop and Shop supermarkets located within this State and District. These activities infringe the '899 Patent. Accordingly, this Court has personal jurisdiction over the Defendants.

6. Venue is proper in this District under 28 U.S.C. §§ 1391 and 1400. The Defendants do business, have infringed, and continue to infringe the '889 Patent within this District.

Factual Background

7. On July 5, 2011, after a full and fair examination, the United States Patent and Trademark Office duly and legally issued United States Patent No. 7,974,889, entitled "SOCIAL NETWORKING INTERACTIVE SHOPPING SYSTEM." A true and correct copy of the '889 Patent is attached as **Exhibit A**.

8. Since its issuance, the '889 Patent has been in full force and effect. Intelytics owns all right, title, and interest to the '889 patent, including the right to sue for past, present, and future infringements.

9. Defendants have received actual and constructive notice of the '889 Patent.

COUNT I

Modiv's Infringement of the '889 Patent Under 35 U.S.C. § 271

[Intelytics against Modiv]

10. Intelytics incorporates by reference the material factual allegations above.

11. Modiv has infringed and, upon information and belief, is continuing to infringe the '889 Patent by engaging in acts including making, using, selling, or offering to sell within the United States, or importing into the United States, products that embody the patented invention

described and claimed in the '889 Patent, including, for example, the "Modiv Mobile" shopping system.

12. Furthermore, Modiv has induced infringement of the '889 Patent and/or has committed acts of contributory infringement of the '889 Patent.

13. Modiv's activities have been without express or implied license from Intelytics.

14. Upon information and belief, Modiv will continue to infringe the '889 Patent unless enjoined by this Court.

15. As a result of Modiv's infringing conduct, Intelytics has suffered, and will continue to suffer, irreparable harm for which there is no adequate remedy at law.

16. Intelytics is entitled to preliminary and permanent injunctive relief against such infringement, under 35 U.S.C. § 283.

17. As a result of the infringement of the '889 Patent, Intelytics has been damaged, will be further damaged, and is entitled to be compensated for such damages, pursuant to 35 U.S.C. § 284, in an amount to be determined at trial.

COUNT II

Catalina's Infringement of the '889 Patent Under 35 U.S.C. § 271

[Intelytics against Catalina]

18. Intelytics incorporates by reference the material factual allegations above.

19. Catalina has infringed and, upon information and belief, is continuing to infringe the '889 Patent by engaging in acts including making, using, selling, or offering to sell within the United States, or importing into the United States, products that embody the patented invention described and claimed in the '889 Patent, including, for example, the "Catalina Mobile" shopping system.

20. Furthermore, Catalina has induced infringement of the '889 Patent and/or has committed acts of contributory infringement of the '889 Patent.

21. Catalina's activities have been without express or implied license from Intelytics.

22. Upon information and belief, Catalina will continue to infringe the '889 Patent unless enjoined by this Court.

23. As a result of Catalina's infringing conduct, Intelytics has suffered, and will continue to suffer, irreparable harm for which there is no adequate remedy at law.

24. Intelytics is entitled to preliminary and permanent injunctive relief against such infringement, under 35 U.S.C. § 283.

25. As a result of the infringement of the '889 Patent, Intelytics has been damaged, will be further damaged, and is entitled to be compensated for such damages, pursuant to 35 U.S.C. § 284, in an amount to be determined at trial.

Willful Infringement

26. Intelytics incorporates by reference the material factual allegations above.

27. The Defendants' past and continuing infringement of the '889 Patent has been deliberate and willful. Their conduct warrants an award of treble damages, pursuant to 35 U.S.C. § 284, and this is an exceptional case justifying an award of attorney fees to Intelytics pursuant to 35 U.S.C. § 285.

Jury Trial Demand

Intelytics demands a trial by jury on all issues so triable.

Prayer for Relief

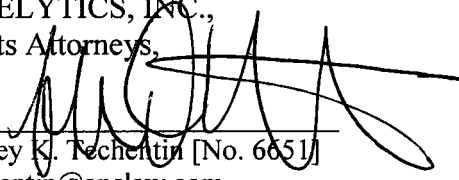
WHEREFORE, upon final hearing or trial, plaintiff Intelytics prays for the following relief:

- a. A judgment that the Defendants have infringed the '889 Patent;

- b. A judgment and order permanently restraining and enjoining the Defendants, their directors, officers, employees, servants, agents, affiliates, subsidiaries, others controlled by them, and all persons in active concert or participation with any of them, from further infringing the '889 Patent;
- c. A judgment and order requiring the Defendants to pay damages to Intelytics adequate to compensate it for the Defendants' wrongful infringing acts, in accordance with 35 U.S.C. § 284;
- d. A judgment and order requiring the Defendants to pay increased damages up to three times, in view of their willful and deliberate infringement of the '889 Patent;
- e. A finding in favor of Intelytics that this is an exceptional case, under 35 U.S.C. § 285, and an award to Intelytics of its costs, including its reasonable attorney fees and other expenses incurred in connection with this action;
- f. A judgment and order requiring the Defendants to pay to Intelytics pre-judgment interest at a rate of 12 per cent per annum under 35 U.S.C. § 284, and post-judgment interest under 28 U.S.C. § 1961, on all damages awarded; and
- g. Such other costs and further relief, to which Intelytics is entitled.

Dated: Providence, Rhode Island
September 10, 2012

Respectfully submitted,
INTELYTICS, INC.,
By its Attorneys,



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