

3. Defendant CitiWare Technology Solutions, LLC is, upon information and belief, a limited liability Texas corporation, with its principal place of business at 819 Pinegrove Lane, Longview, Texas 75604, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

4. Defendant Google Inc. is a Delaware corporation, with its principal place of business at 1600 Amphitheatre Pkwy., Mountain View, California 94043-1351, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

5. Defendant Yahoo! Inc. is a Delaware corporation, with its principal place of business at 701 First Avenue, Sunnyvale, California 94089-1019, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

6. Defendant MySpace Inc. is a Delaware corporation, with its principal place of business at 1223 Wilshire Boulevard, Suite 402, Santa Monica, California 90403-5400, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

7. Defendant Amazon.com Inc. is a Delaware corporation, with its principal place of business at 1200 12th Avenue S, Suite 1200, Seattle, Washington 98144-2734, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

8. Defendant PayPal Inc. is a Delaware corporation, with its principal place of business at 2211 N. 1st Street, San Jose, California 95131-2021, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

9. Defendant Match.com, Inc. is a Delaware corporation, with its principal place of business at 8300 Douglas Avenue, Suite 800, Dallas, Texas 75225, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

10. Defendant AOL LLC is a Delaware corporation, with its principal place of business at 770 Broadway, New York, New York 10003, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

11. Defendant CME Group Inc. is a Delaware corporation, with its principal place of business at 20 South Wacker Drive, Chicago, Illinois 60606, which is doing business and infringing Bedrock's patent in the Eastern District of Texas and elsewhere in the United States.

JURISDICTION AND VENUE

12. This is a civil action for patent infringement arising under the patent laws of the United States, Title 35, United States Code, including 35 U.S.C. §§ 271 and 281-285. Jurisdiction is conferred on this Court pursuant to 28 U.S.C. §§ 1331 and 1338(a).

13. Venue is proper in the Tyler Division of the Eastern District of Texas pursuant to 28 U.S.C. § 1391 and 28 U.S.C. § 1400(b).

14. Defendants are transacting business within the State of Texas and this District. Defendants are operating and/or supporting products or services that fall within one or more claims of Bedrock's patent in this District. Defendants are therefore subject to the personal jurisdiction of this Court.

GENERAL ALLEGATIONS

15. Bedrock holds all right, title, and interest in and to United States Patent No. 5,893,120, entitled "Methods and Apparatus for Information Storage and Retrieval Using a

Hashing Technique with External Chaining and On-the-Fly Removal of Expired Data,” (hereinafter “the ‘120 Patent” or the “Patent-in-Suit”). A copy of the ‘120 Patent is attached as Exhibit A to this Complaint.

16. In the course of their business operations, Defendants use the method and apparatus falling within one or more claims of the ‘120 Patent.

17. Defendants infringe the Patent-in-Suit directly, contributorily and/or by active inducement by importing, manufacturing, using, marketing, distributing, selling, and/or supporting products and/or services that fall within one or more claims of the ‘120 Patent.

COUNT I
Infringement of the ‘120 Patent

18. Plaintiff repeats and realleges the allegations in paragraphs 1-17 as though fully set forth herein.

19. Defendants have infringed and continue to infringe the ‘120 Patent in this District and elsewhere in the United States by their manufacture, importation, sale, offering for sale, and/or use of the claimed method and apparatus of the ‘120 Patent without authority or license of Bedrock.

20. Defendants have contributorily infringed and/or induced others to infringe and continue to contributorily infringe and/or to induce others to infringe the ‘120 Patent in this District and elsewhere in the United States by their manufacture, importation, sale, offering for sale, and/or use of the claimed method and apparatus of the ‘120 Patent without authority or license of Bedrock.

21. Defendants’ acts have caused, and unless restrained and enjoined, will continue to cause, irreparable injury and damage to Bedrock and its affiliates for which there is

no adequate remedy at law. Unless enjoined by this Court, Defendants will continue to infringe the '120 Patent.

PRAYER FOR RELIEF

WHEREFORE, Bedrock requests the following relief:

22. that Defendants and their parents, affiliates, subsidiaries, officers, agents, servants, employees, attorneys, successors, and assigns, and all those persons in active concert or participation with them, or any of them, be enjoined from making, importing, using, offering for sale, selling, or causing to be sold any product or service falling within the scope of any claim of the Patent-in-Suit, or otherwise infringing or contributing to or inducing infringement of any claim of the Patent-in-Suit;

23. a finding that Defendants have infringed the Patent-in-Suit;

24. that Bedrock be awarded its actual damages;

25. that Bedrock be awarded pre-judgment interest and post-judgment interest at the maximum rate allowed by law;

26. that the Court order an accounting for damages;

27. that the Court declare this to be an exceptional case pursuant to 35 U.S.C. § 285 and award Bedrock its attorneys' fees;

28. that the Court award enhanced damages pursuant to 35 U.S.C. § 284;

29. that the Court award a compulsory future royalty;

30. that Bedrock be awarded costs of court; and

31. that Bedrock be awarded such other and further relief as the Court deems just and proper.

DEMAND FOR A JURY TRIAL

Pursuant to Rule 38 of the Federal Rules of Civil Procedure, Bedrock demands a trial by jury on all issues triable of right by a jury.

DATED: June 16, 2009

Respectfully submitted,

McKOOL SMITH, P.C.

/s/ Sam F. Baxter
Sam F. Baxter, Lead Attorney
Texas Bar No. 01938000
McKOOL SMITH, P.C.
sbaxter@mckoolsmith.com
104 E. Houston Street, Suite 300
P.O. Box 0
Marshall, Texas 75670
Telephone: (903) 923-9000
Facsimile: (903) 923-9099

Douglas A. Cawley
Texas Bar No. 04035500
dcawley@mckoolsmith.com
Theodore Stevenson, III
Texas Bar No. 19196650
tstevenson@mckoolsmith.com
McKOOL SMITH, P.C.
300 Crescent Court, Suite 1500
Dallas, Texas 75201
Telephone: 214-978-4000
Facsimile: 214-978-4044

Robert M. Parker
Texas Bar No. 15498000
Robert Christopher Bunt
Texas Bar No. 00787165
PARKER, BUNT & AINSWORTH, P.C.
100 E. Ferguson, Suite 1114
Tyler, Texas 75702
Telephone: 903-531-3535
Facsimile: 903-533-9687
E-mail: rmparker@pbatyler.com
E-mail: rcbunt@pbatyler.com

**ATTORNEYS FOR PLAINTIFF
BEDROCK COMPUTER TECHNOLOGIES**