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12 **Attorneys for Plaintiffs**

13 **UNITED STATES DISTRICT COURT**  
14 **CENTRAL DISTRICT OF CALIFORNIA**

15 UMG RECORDINGS, INC.; CAPITOL  
16 RECORDS, LLC; WARNER BROS.  
17 RECORDS INC.; WARNER MUSIC  
18 LATINA INC.; SONY MUSIC  
19 ENTERTAINMENT; SONY MUSIC  
20 ENTERTAINMENT US LATIN LLC;  
21 ARISTA RECORDS LLC; ATLANTIC  
22 RECORDING CORPORATION;  
23 ELEKTRA ENTERTAINMENT  
24 GROUP INC.; FUELED BY RAMEN,  
25 LLC; KEMOSABE RECORDS LLC;  
26 LAFACE RECORDS LLC;  
27 NONESUCH RECORDS INC.; WEA  
28 INTERNATIONAL INC.; ZOMBA  
RECORDING LLC,

Plaintiffs,

v.

PMD TECHNOLOGIE UG d/b/a  
YouTube-mp3; PHILIP MATEANZ;  
and DOES 1-10,

Defendants.

Case No.: 2:16-CV-07210

**COMPLAINT FOR:**

- 1. **DIRECT COPYRIGHT INFRINGEMENT;**
- 2. **CONTRIBUTORY COPYRIGHT INFRINGEMENT;**
- 3. **VICARIOUS COPYRIGHT INFRINGEMENT;**
- 4. **INDUCEMENT OF COPYRIGHT INFRINGEMENT;**  
**AND**
- 5. **CIRCUMVENTION OF TECHNOLOGICAL MEASURES**

**DEMAND FOR JURY TRIAL**

1 Plaintiffs UMG Recordings, Inc.; Capitol Records, LLC; Warner Bros. Records  
2 Inc.; Warner Music Latina Inc.; Sony Music Entertainment; Sony Music  
3 Entertainment US Latin LLC; Arista Records LLC; Atlantic Recording Corporation;  
4 Elektra Entertainment Group Inc.; Fueled by Ramen, LLC; Kemosabe Records LLC;  
5 LaFace Records LLC; Nonesuch Records Inc.; WEA International Inc.; and Zomba  
6 Recording LLC (collectively, “Plaintiffs”), by and through their attorneys, hereby  
7 allege as follows:

8 **INTRODUCTION**

9 1. Plaintiffs are record companies that, along with their affiliated labels,  
10 create, manufacture, and/or distribute the vast majority of all recorded music  
11 legitimately produced and sold in the United States. Defendants own and operate a  
12 website known as “YouTube-mp3” (“YTMP3”), which is located at the web address  
13 www.youtube-mp3.org. YTMP3 is designed to infringe and facilitate the  
14 infringement of Plaintiffs’ copyrighted sound recordings that are available on  
15 YouTube (www.youtube.com). YTMP3 rapidly and seamlessly removes the audio  
16 tracks contained in videos streamed from YouTube that YTMP3’s users access (these  
17 audio tracks consist largely of sound recordings owned by Plaintiffs), converts those  
18 audio tracks to an MP3 format, copies and stores them on YTMP3’s servers, and then  
19 distributes copies of the MP3 audio files from its servers to its users in the United  
20 States, enabling its users to download those MP3 files to their computers, tablets, or  
21 smart phones. All of this occurs without the authorization of Plaintiffs or of  
22 YouTube, which makes videos available to its users for viewing and listening online,  
23 but not for copying or downloading.

24 2. By its conduct, YTMP3 directly infringes Plaintiffs’ sound recordings. It  
25 also provides the site and facilities and means for its users to engage in copyright  
26 infringement, while profiting from the infringement. YTMP3 also materially  
27 contributes to the infringement by its users, of which it has knowledge.  
28

1           3.     Capturing digital content streamed over the internet is known as “stream  
2 ripping.” Copyright infringement through stream ripping has become a major  
3 problem for Plaintiffs and for the recorded music industry as a whole. From 2013 to  
4 2015 alone, there has been a 50% increase in unauthorized stream ripping in the  
5 United States.

6           4.     YTMP3’s conduct, and the conduct of its users that it enables and  
7 induces, infringes Plaintiffs’ copyrights and other rights. It also violates YouTube’s  
8 Terms of Service. In addition, on information and belief, YTMP3’s unauthorized  
9 conversion, copying, storage, and distribution of Plaintiffs’ copyrighted sound  
10 recordings is accomplished by YTMP3 unlawfully circumventing technological  
11 measures that YouTube has implemented to prevent the downloading or copying of  
12 content from the YouTube service. By engaging in and facilitating the unlawful  
13 infringement of Plaintiffs’ sound recordings, YTMP3 deprives Plaintiffs (and other  
14 copyright owners) of the benefits of their investment in these valuable works and  
15 interferes with and creates a substitute for legitimate streaming and download services  
16 that are authorized by Plaintiffs.

17           5.     The scale of Defendants’ infringing activity is enormous. Plaintiffs are  
18 informed and believe, and on that basis allege, that the YTMP3 website is one of the  
19 most visited sites in the world, has tens of millions of users, and is responsible for  
20 upwards of 40% of all unlawful stream ripping of music from YouTube in the world.  
21 Defendants have boasted that YTMP3 is the “easiest online service for converting  
22 videos to mp3,” usable by virtually any internet-enabled device, including personal  
23 computers, tablets, and smart phones. Defendants also admit that “the whole  
24 conversion process will be performed by our infrastructure and you only have to  
25 download the audio file from our servers.”

26           6.     Defendants’ unlawful conduct inflicts tremendous and irreparable  
27 damage on Plaintiffs’ businesses, and erodes authorized sales and distribution of  
28 sound recordings through traditional and online channels. Rampant copyright

1 infringement of sound recordings over the internet, including the massive  
2 infringement engaged in and enabled by websites such as YTMP3, has resulted in  
3 significant harm to the music industry, including to artists who rely on recorded music  
4 for their livelihood. A recent survey found that 57 million persons in the United  
5 States are engaging in copyright infringement of sound recordings using unauthorized  
6 online services, including stream ripping services.

7 7. At the same time Defendants are depriving Plaintiffs and their recording  
8 artists of the fruits of their labor, Defendants are profiting from the operation of the  
9 YTMP3 website. Through the promise of illicit delivery of free music, Defendants  
10 have attracted millions of users to the YTMP3 website, which in turn generates  
11 advertising revenues for Defendants. For example, Plaintiffs are informed and  
12 believe, and on that basis allege, that Defendants – working with services such as  
13 Google’s “AdSense” program and Google’s “DoubleClick” service – profit from  
14 third-party advertising that targets users based on the users’ location (geo-targeting) or  
15 based on the users’ prior internet browsing history (interest-based targeting). Such  
16 targeted advertising maximizes the “click-through” rate of advertisements on the  
17 YTMP3 website (*i.e.*, the number of visitors to the site who then “click” on an  
18 advertisement appearing on the site), thereby generating substantial revenues and  
19 profits to Defendants through their operation of the website.

20 8. Defendants’ provision of an easy-to-use service for copyright  
21 infringement has caused and is causing Plaintiffs significant and irreparable harm.  
22 Defendants’ business unlawfully profits from copyright infringement and free rides on  
23 the creative efforts and investments of others. Plaintiffs are entitled to preliminary  
24 and permanent injunctive relief to stop Defendants’ ongoing violation of Plaintiffs’  
25 rights, and to damages.

26 **NATURE OF THE ACTION**

27 9. This is an action for copyright infringement under the Copyright Act of  
28 the United States, Title 17, United States Code §§ 101, *et seq.*, and for violations of

1 the provisions of the Copyright Act that prohibit persons from circumventing  
2 technological measures designed to protect copyrighted works.

3 **JURISDICTION AND VENUE**

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

6 11. This Court has personal jurisdiction over Defendants, including pursuant  
7 to Federal Rule of Civil Procedure 4(k)(2), for at least the following reasons: (1)  
8 Plaintiffs' claims arise under federal copyright law; (2) YTMP3 is dedicated  
9 exclusively to capturing, converting, and copying audio content that is maintained on  
10 a U.S.-based website, YouTube (www.youtube.com), which Defendants then  
11 distribute to users throughout the United States; (3) YTMP3 targets and attracts a  
12 substantial number of users in the United States (YTMP3 attracts more users from the  
13 United States than any other country); and (4) the effects of Defendants' unlawful  
14 conduct are felt in the United States, including in this District, where several Plaintiffs  
15 are located and/or maintain substantial business operations.

16 12. Venue in this District is proper under 28 U.S.C. §§ 1391(b) and 28  
17 U.S.C. § 1400(a).

18 **THE PARTIES**

19 **Plaintiffs**

20 13. Plaintiff UMG Recordings, Inc. is a Delaware corporation with its  
21 principal place of business in Santa Monica, California.

22 14. Plaintiff Capitol Records, LLC is a Delaware limited liability company  
23 with its principal place of business in Santa Monica, California.

24 15. Plaintiff Warner Bros. Records Inc. is a Delaware corporation with its  
25 principal place of business in Burbank, California.

26 16. Plaintiff Warner Music Latina Inc. is a Delaware corporation with its  
27 principal place of business in Miami, Florida.

28

1           17. Plaintiff Sony Music Entertainment is a Delaware partnership with its  
2 principal place of business in New York, New York, and has substantial business  
3 operations in this District.

4           18. Plaintiff Sony Music Entertainment US Latin LLC is a Delaware limited  
5 liability company with its principal place of business in Coconut Grove, Florida.

6           19. Plaintiff Arista Records LLC is a Delaware limited liability company  
7 with its principal place of business in New York, New York.

8           20. Plaintiff Atlantic Recording Corporation is a Delaware corporation with  
9 its principal place of business in New York, New York.

10          21. Plaintiff Elektra Entertainment Group Inc. is a Delaware corporation with  
11 its principal place of business in New York, New York.

12          22. Plaintiff Fueled by Ramen, LLC is a Delaware limited liability company  
13 with its principal place of business in New York, New York.

14          23. Plaintiff Kemosabe Records LLC is a Delaware limited liability company  
15 with its principal place of business in New York, New York.

16          24. Plaintiff LaFace Records LLC is a Delaware limited liability company  
17 with its principal place of business in New York, New York.

18          25. Plaintiff Nonesuch Records Inc. is a Delaware corporation with its  
19 principal place of business in New York, New York.

20          26. Plaintiff WEA International Inc. is a Delaware corporation with its  
21 principal place of business in New York, New York.

22          27. Plaintiff Zomba Recording LLC is a Delaware limited liability company  
23 with its principal place of business in New York, New York.

24          28. Plaintiffs UMG Recordings, Inc.; Capitol Records, LLC; Warner Bros.  
25 Records Inc.; Warner Music Latina Inc.; Sony Music Entertainment; Sony Music  
26 Entertainment US Latin LLC; Arista Records LLC; Atlantic Recording Corporation;  
27 Elektra Entertainment Group Inc.; Fueled by Ramen, LLC; Kemosabe Records LLC;

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1 LaFace Records LLC; Nonesuch Records Inc.; WEA International Inc.; and Zomba  
2 Recording LLC are collectively referred to herein as “Plaintiffs.”

3 29. Plaintiffs, along with their affiliated labels, are the copyright owners or  
4 owners of exclusive rights with respect to the vast majority of copyrighted sound  
5 recordings sold in the United States. Under the Copyright Act, Plaintiffs have, *inter*  
6 *alia*, the exclusive rights to reproduce their copyrighted works, distribute copies or  
7 phonorecords of their copyrighted works and perform them by means of a digital  
8 audio transmission to the public. *See* 17 U.S.C. §§ 106(1), (3), (6). Plaintiffs are also  
9 the owners of sound recordings protected under state law.

10 30. In addition to manufacturing, distributing, licensing, and selling  
11 phonorecords in the form of CDs, vinyl records, and other tangible media, Plaintiffs  
12 distribute their sound recordings in the form of digital audio files delivered or  
13 performed over the internet through authorized services. Plaintiffs and the legitimate  
14 services with which they work provide a wide variety of lawful ways for consumers to  
15 enjoy recorded music that is distributed and performed over the internet, including  
16 digital download and/or streaming services like Apple Music, iTunes, Google Play,  
17 Amazon, Rhapsody, Spotify, and many others. Unlike Defendants’ unauthorized and  
18 unlawful service, these services generally operate lawfully and pay Plaintiffs for  
19 sound recordings that they distribute or perform.

20 31. Plaintiffs have invested and continue to invest significant money, time,  
21 effort, and creative talent to discover and develop recording artists, and to create,  
22 manufacture, advertise, promote, sell, and distribute sound recordings embodying  
23 their performances. Plaintiffs, their employees, their recording artists, and others in  
24 the music industry are compensated for their creative efforts and monetary  
25 investments largely from the sale and distribution of sound recordings to the public,  
26 including the authorized online sale, streaming, and distribution described above.

27  
28



1 **Defendants**

2 32. Defendant PMD Technologie UG (“PMD”) is a German limited liability  
3 company organized and existing under the laws of Germany. PMD, which is wholly  
4 owned by Defendant Philip Matesanz (“Matesanz”), describes itself as the owner and  
5 operator of YTMP3.

6 33. On information and belief, Defendant Matesanz is a German citizen who  
7 lives in Germany. On information and belief, Matesanz personally directs and  
8 participates in, and personally receives a direct financial benefit from, the conduct  
9 alleged herein. Matesanz describes himself as the owner and sole employee of PMD,  
10 and thus is the ultimate owner and operator of YTMP3.

11 34. Plaintiffs are informed and believe, and on that basis allege, that  
12 Defendants Does 1 through 10, along with Defendants PMD and Matesanz, own  
13 and/or operate YTMP3, or are otherwise responsible for and proximately caused and  
14 is causing the harm and damages alleged in this Complaint. Plaintiffs are unaware of  
15 the true names and capacities of the Defendants sued herein as Does 1 through 10, and  
16 for that reason, sue such Defendants by such fictitious names.

17 35. Defendants PMD, Matesanz, and Does 1-10 are collectively referred to as  
18 “Defendants.” Plaintiffs are informed and believe, and on that basis allege, that at all  
19 times relevant hereto, Defendants served as the agents of one another in infringing, or  
20 facilitating the infringement of, Plaintiffs’ copyrights.

21 **THE YOUTUBE SERVICE**

22 36. YouTube (www.youtube.com) is an online video service. It is also the  
23 largest on-demand music service in the world. Every day, people watch and listen to  
24 hundreds of millions of hours of videos that are available on YouTube and generate  
25 billions of “views” of those videos. Of those views, at least 30% are of music videos.

26 37. YouTube is a streaming service – the music videos on the site can be  
27 listened to and viewed by users while they are connected to the internet, but the  
28 transmission of those videos does not result in a permanent copy of the music video



1 being made for offline access by the user. Music videos and the sound recordings  
2 that they contain cannot lawfully be downloaded, copied, saved, or distributed by  
3 YouTube users.

4 38. In its Terms of Service, YouTube strictly limits what users may do on the  
5 site, and with content that appears on YouTube. Among other things, YouTube’s  
6 Terms of Service impose the following prohibitions:

- 7 a. “You shall not copy, reproduce, distribute, transmit, broadcast,  
8 display, sell, license, or otherwise exploit any Content for any other  
9 purposes without the prior written consent of YouTube or the respective  
10 licensors of the Content.” (YouTube Terms of Service, ¶ 5(B));
- 11 b. “You agree not to circumvent, disable or otherwise interfere with  
12 security-related features of the [YouTube] Service or features that  
13 prevent or restrict use or copying of any Content or enforce limitations on  
14 use of the Service or the Content therein.” (YouTube Terms of Service,  
15 ¶ 5(C));
- 16 c. “You agree not to distribute in any medium any part of . . . the  
17 Content without YouTube’s prior written authorization, unless YouTube  
18 makes available the means for such distribution through functionality  
19 offered by the [YouTube] Service (such as the Embeddable Player).”  
20 (YouTube Terms of Service, ¶ 4(A)); and
- 21 d. “You agree not to access Content through any technology or  
22 means other than the video playback pages of the [YouTube] Service  
23 itself, the Embeddable Player, or other explicitly authorized means  
24 YouTube may designate.” (YouTube Terms of Service, ¶ 4(C))

25 39. Plaintiffs are informed and believe, and on that basis allege as follows:  
26 YouTube has adopted and implemented technological measures to control access to  
27 content maintained on its site and to prevent or inhibit downloading, copying, or illicit  
28 distribution of that content. YouTube maintains two separate URLs for any given

1 video file: one URL, which is visible to the user, is for the webpage where the video  
2 playback occurs, and one URL, which is not visible to the user, is for the video file  
3 itself. The second URL is generated using a complex (and periodically changing)  
4 algorithm – known as a “rolling cipher” – that is intended to inhibit direct access to  
5 the underlying YouTube video files, thereby preventing or inhibiting the  
6 downloading, copying, or distribution of the video files.

7 **DEFENDANTS’ INFRINGING CONDUCT**

8 40. YTMP3 was designed and exists for one principal reason: to profit from  
9 the unauthorized reproduction and distribution of the popular copyrighted recorded  
10 music that appears on YouTube, a substantial portion of which is owned or controlled  
11 by Plaintiffs. YTMP3 accomplishes this goal by unlawfully removing the audio  
12 tracks from videos that appear on the YouTube service, converting them to MP3 files,  
13 copying those files to its servers, and then distributing those audio files to YTMP3  
14 users in the United States in the form of downloadable MP3 audio files.

15 41. Stream ripping has become a major threat to the music industry,  
16 functioning as an unlawful substitute for the purchase of recorded music and the  
17 purchase of subscriptions to authorized streaming services. Stream ripping replaces  
18 lawful, revenue-generating streaming and downloads of recordings over the internet  
19 and sales of phonorecords in tangible media with the mass distribution of  
20 unauthorized copies, depriving copyright owners of compensation and enriching  
21 unlawful actors at copyright owners’ and artists’ expense.

22 42. The scale of stream ripping, and the corresponding impact on music  
23 industry revenues, is enormous. Plaintiffs are informed and believe, and on that basis  
24 allege, that tens, or even hundreds, of millions of tracks are illegally copied and  
25 distributed by stream ripping services each month. And YTMP3, as created and  
26 operated by Defendants, is the chief offender, accounting for upwards of 40% of all  
27 unlawful stream ripping that takes place in the world.

1 43. The reason for Defendants’ success is straightforward: Defendants have  
2 created a service that, through a few simple mouse clicks on a computer, generates  
3 infringing copies of Plaintiffs’ sound recordings and distributes those infringing  
4 copies for free to any person who wants them. Indeed, the YTMP3 home page –  
5 depicted in the figure below – promotes the simplicity and efficiency of this infringing  
6 service, touting that it is “the easiest online service for converting videos to mp3.”  
7

## YouTube mp3

<http://www.youtube.com/watch?v=KMU0tzLwhbE>

Convert Video



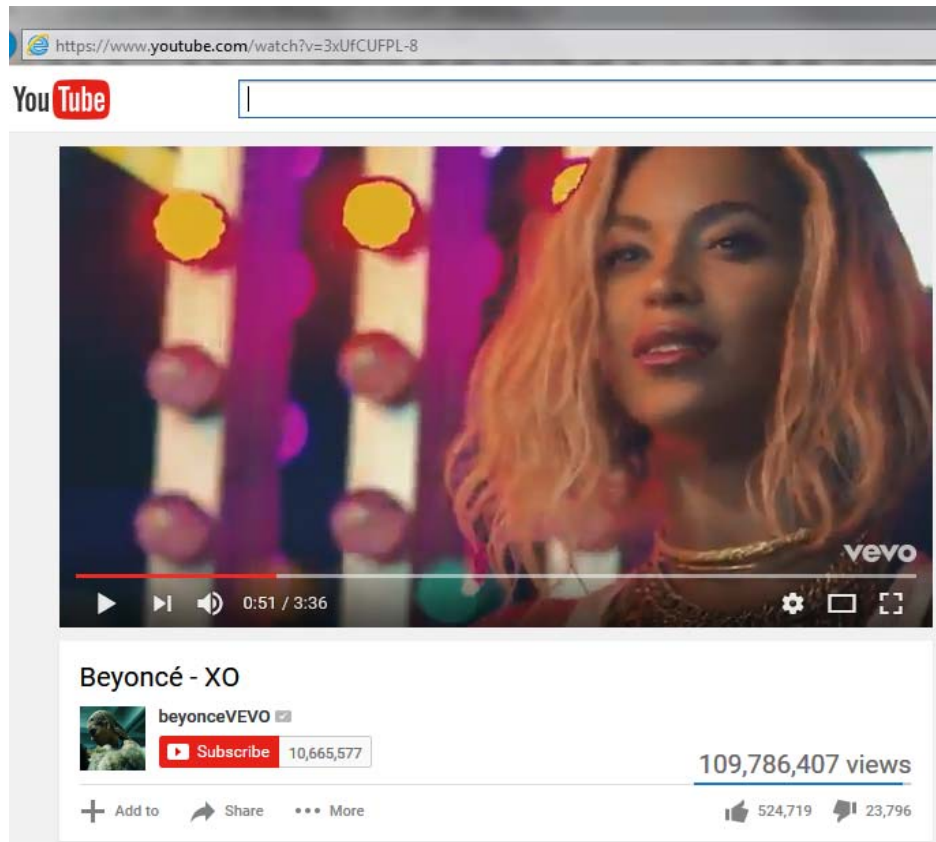
### What is YouTube mp3?

YouTube-mp3.org is the easiest online service for converting videos to mp3. You do not need an account, the only thing you need is a YouTube URL. We will start to convert the audiotrack of your videofile to mp3 as soon as you have submitted it and you will be able to download it. Different from other services the whole conversion process will be performed by our infrastructure and you only have to download the audio file from our servers. Because of this our software is platform-independent: You can use it with your Mac, a Linux PC or even an iPhone. All conversions will be performed in high quality mode with a bitrate of at least 128 kBit/s. Do not worry, our service is completely free. We need approximately 3 to 4 minutes per video.

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Português · Slovenščina · українська · Русский  
Dansk · suomi · 日本語 · Norsk · 한국어



1 44. YTMP3’s infringement of Plaintiffs’ copyrighted work begins with a  
2 user who wants a copy of a song, at no cost. The user goes to YouTube  
3 (www.youtube.com) and searches for a video with the desired song, an example of  
4 which is seen in the figure below.

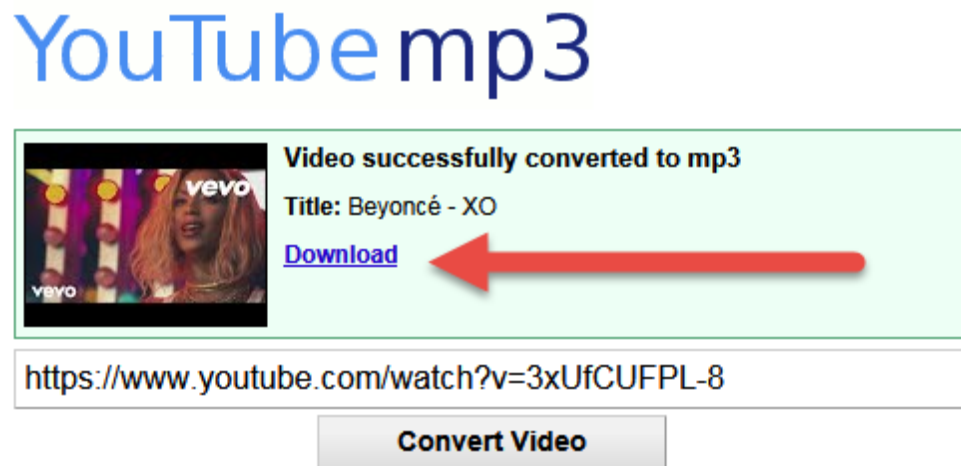


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20 45. The user then simply copies the webpage address (or “URL”) associated  
21 with the playback of that YouTube video (which appears at the top of the YouTube  
22 screen), goes to the interface on the YTMP3 home page, and pastes or enters the URL  
23 into an input box. Once the URL is entered, the user clicks the “Convert Video”  
24 button, as shown in the figure below.



1 46. YTMP3 then extracts the audio track from the YouTube video, converts  
2 it to an MP3 audio file, and copies the file to its servers. Plaintiffs are informed and  
3 believe, and on that basis allege, that, in order to access the YouTube video and  
4 extract and copy the audio track, YTMP3 circumvents the technological measures that  
5 YouTube has implemented to control access to content maintained on its site and to  
6 prevent or inhibit illicit activities such as stream ripping. Among other things,  
7 Plaintiffs are informed and believe, and on that basis allege, that YTMP3 employs a  
8 means to circumvent the YouTube rolling cipher technology described above, and  
9 other technological means that YouTube employs to protect content on its site.

10 47. Having circumvented the protective technological measures implemented  
11 by YouTube, and having extracted and made a copy of the audio file associated with  
12 the relevant video, YTMP3 then presents the user with a “download” link. When the  
13 user clicks that link, the YTMP3 service distributes the MP3 file audio directly from  
14 Defendants’ servers to the user’s computer, as demonstrated in the figure and arrow  
15 below.



25

26 48. Plaintiffs are informed and believe, and on that basis allege, that in  
27 addition to distributing MP3 audio files to users, Defendants also make and store  
28 copies of the files on their servers for further distribution to other users. Although the

1 YTMP3 webpage states that the service begins to extract the audio file associated with  
2 a YouTube video only after a user has entered a YouTube video URL and clicked the  
3 “Convert Video” button, and that the service “need[s] 3 to 4 minutes per video,” in  
4 many instances – particularly in connection with very popular recordings – the service  
5 will deliver an MP3 audio file to the user almost immediately. Plaintiffs are informed  
6 and believe that such files are immediately available because Defendants copy and  
7 store such files on their servers for expeditious distribution to later users.

8 49. Defendants have no authorization or permission to copy, store, or  
9 distribute Plaintiffs’ copyrighted sound recordings. By providing this all-in-one  
10 infringement service, Defendants obtain a significant unfair advantage over competing  
11 legitimate music services, which pay for the right to distribute Plaintiffs’ works, and  
12 thus deprive Plaintiffs of the revenues to which they are entitled for exploitation of  
13 their copyrighted works.

14 50. Attached as Exhibit A is an initial list of a small sampling of the  
15 numerous and rapidly growing number of sound recordings to which Plaintiffs and/or  
16 their affiliated labels hold exclusive rights under copyright that have been and are  
17 being infringed by Defendants. As set forth in Exhibit A, the copyright in each of  
18 these sound recordings is registered in the United States Copyright Office or is the  
19 subject of a completed application for registration of the recording. Plaintiffs intend  
20 to amend the Complaint at an appropriate time to provide an expanded list of works  
21 infringed by Defendants.

22 51. By providing and operating their service, Defendants are both directly  
23 infringing Plaintiffs’ copyrights and are inducing and materially contributing to the  
24 infringement of Plaintiffs’ copyrights by others and derive financial benefit from that  
25 infringement. Defendants have the right and ability to supervise and stop the  
26 infringing activity – indeed, Defendant Matesanz has publicly admitted that he has  
27 (and has exercised) the ability to observe the content of the YouTube videos that are  
28 being “ripped” through YTMP3 – but they have taken no steps to stop the

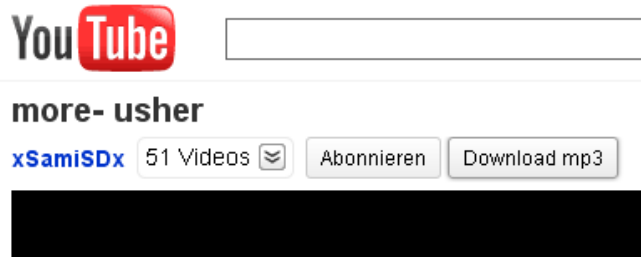


1 infringement. Rather, Defendants designed and continue to operate their service to  
2 optimize its usefulness for infringement.

3 52. Defendants have also used one of Plaintiffs' own recordings to induce,  
4 entice, persuade, and cause users of the YTMP3 website to infringe Plaintiffs'  
5 copyrights. In a blog posting announcing new functionality for the YTMP3 service  
6 (specifically, an "extension" for a Google Chrome browser), the single example that  
7 Defendants provided of a video that could be stream ripped through the YTPM3  
8 website was the song "More" by the recording artist Usher, which is owned by  
9 Plaintiff Sony Music Entertainment:

### 10 **Chrome Extension**

11 Today we have published our extension for **Google Chrome**, you can  
12 find it on our brand new **addon page**. Just click on "Install Addon" and  
13 you can use it.



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19 53. The motivation behind Defendants' illegal conduct is clear: Defendants  
20 are receiving a direct financial benefit from the copyright infringement occurring on  
21 their service. Defendants have received millions of dollars in ill-gotten gains,  
22 including by running revenue-generating advertisements on the site while committing  
23 massive copyright infringement.  
24

### 25 **COUNT ONE**

#### 26 **(Direct Copyright Infringement)**

27 54. Plaintiffs repeat and reallege every allegation contained in paragraphs 1  
28 through 53 as if fully set forth herein.



1           55. Defendants, without authorization or consent from Plaintiffs, reproduce  
2 and distribute into the United States unauthorized reproductions of Plaintiffs'  
3 copyrighted sound recordings, including but not limited to those copyrighted sound  
4 recordings listed in Exhibit A hereto. Such reproduction and distribution constitutes  
5 infringement of Plaintiffs' registered copyrights and the exclusive rights under  
6 copyright in violation of 17 U.S.C. §§ 106(1) and (3).

7           56. The infringement of Plaintiffs' rights in each of their copyrighted sound  
8 recordings constitutes a separate and distinct act of infringement.

9           57. Defendants' acts of infringement are willful, intentional, and purposeful,  
10 in disregard of and indifferent to the rights of Plaintiffs.

11           58. As a direct and proximate result of Defendants' infringement of  
12 Plaintiffs' copyrights and exclusive rights under copyright, Plaintiffs are entitled to  
13 the maximum statutory damages, pursuant to 17 U.S.C. § 504(c), in the amount of  
14 \$150,000 with respect to each work infringed, or such other amounts as may be proper  
15 under 17 U.S.C. § 504(c). In the alternative, at Plaintiffs' election pursuant to 17  
16 U.S.C. § 504(b), Plaintiffs are entitled to their actual damages, including Defendants'  
17 profits from infringement, in amounts to be proven at trial.

18           59. Plaintiffs are entitled to their costs, including reasonable attorneys' fees,  
19 pursuant to 17 U.S.C. § 505.

20           60. Defendants' conduct is causing, and, unless enjoined by this Court, will  
21 continue to cause Plaintiffs great and irreparable injury that cannot be fully  
22 compensated or measured in money. Plaintiffs have no adequate remedy at law.  
23 Pursuant to 17 U.S.C. § 502, Plaintiffs are entitled to a preliminary injunction and a  
24 permanent injunction prohibiting infringement of Plaintiffs' copyrights and exclusive  
25 rights under copyright.

**COUNT TWO**

**(Contributory Copyright Infringement)**

1  
2  
3 61. Plaintiffs repeat and reallege every allegation contained in paragraphs 1  
4 through 60 as if fully set forth herein.

5 62. As detailed above, users of the YTMP3 website are engaged in repeated  
6 and pervasive infringement of Plaintiffs' exclusive rights to reproduce and distribute  
7 their copyrighted recordings.

8 63. Defendants are liable as contributory copyright infringers for the  
9 infringing acts of users of the YTMP3 website. Defendants have actual and  
10 constructive knowledge of the infringing activity of YTMP3's users. Defendants  
11 knowingly cause and otherwise materially contribute to these unauthorized  
12 reproductions and distributions of Plaintiffs' copyrighted sound recordings, including  
13 but not limited to those sound recordings listed in Exhibit A hereto.

14 64. The infringement of Plaintiffs' rights in each of their copyrighted sound  
15 recordings constitutes a separate and distinct act of infringement.

16 65. Defendants' acts of infringement are willful, intentional, and purposeful,  
17 in disregard of and indifferent to the rights of Plaintiffs.

18 66. As a direct and proximate result of Defendants' infringement of  
19 Plaintiffs' copyrights and exclusive rights under copyright, Plaintiffs are entitled to  
20 the maximum statutory damages, pursuant to 17 U.S.C. § 504(c), in the amount of  
21 \$150,000 with respect to each work infringed, or such other amounts as may be proper  
22 under 17 U.S.C. § 504(c). In the alternative, at Plaintiffs' election pursuant to 17  
23 U.S.C. § 504(b), Plaintiffs are entitled to their actual damages, including Defendants'  
24 profits from infringement, in amounts to be proven at trial.

25 67. Plaintiffs are entitled to their costs, including reasonable attorneys' fees,  
26 pursuant to 17 U.S.C. § 505.

27 68. Defendants' conduct is causing, and, unless enjoined by this Court, will  
28 continue to cause Plaintiffs great and irreparable injury that cannot fully be

1 compensated or measured in money. Plaintiffs have no adequate remedy at law.  
2 Pursuant to 17 U.S.C. § 502, Plaintiffs are entitled to a preliminary injunction and a  
3 permanent injunction prohibiting infringement of Plaintiffs' copyrights and exclusive  
4 rights under copyright.

5 **COUNT THREE**

6 **(Vicarious Copyright Infringement)**

7 69. Plaintiffs repeat and reallege every allegation contained in paragraphs 1  
8 through 68 as if fully set forth herein.

9 70. As detailed above, users of the YTMP3 website are engaged in repeated  
10 and pervasive infringement of Plaintiffs' exclusive rights to reproduce and distribute  
11 their copyrighted recordings.

12 71. Defendants are vicariously liable for the infringing acts of users of the  
13 YTMP3 website. Defendants have the right and ability to supervise and control the  
14 infringing activities that occur through the use of YTMP3, and at all relevant times  
15 have derived a direct financial benefit from the infringement of Plaintiffs' copyrights.  
16 Defendants are therefore vicariously liable for the infringement of Plaintiffs'  
17 copyrighted sound recordings, including but not limited to those sound recordings  
18 listed in Exhibit A hereto.

19 72. The infringement of Plaintiffs' rights in each of their copyrighted sound  
20 recordings constitutes a separate and distinct act of infringement.

21 73. Defendants' acts of infringement are willful, intentional, and purposeful,  
22 in disregard of and indifferent to the rights of Plaintiffs.

23 74. As a direct and proximate result of Defendants' infringement of  
24 Plaintiffs' copyrights and exclusive rights under copyright, Plaintiffs are entitled to  
25 the maximum statutory damages, pursuant to 17 U.S.C. § 504(c), in the amount of  
26 \$150,000 with respect to each work infringed, or such other amounts as may be proper  
27 under 17 U.S.C. § 504(c). In the alternative, at Plaintiffs' election pursuant to 17  
28

1 U.S.C. § 504(b), Plaintiffs are entitled to their actual damages, including Defendants’  
2 profits from infringement, in amounts to be proven at trial.

3 75. Plaintiffs are entitled to their costs, including reasonable attorneys’ fees,  
4 pursuant to 17 U.S.C. § 505.

5 76. Defendants’ conduct is causing, and, unless enjoined by this Court, will  
6 continue to cause Plaintiffs great and irreparable injury that cannot fully be  
7 compensated or measured in money. Plaintiffs have no adequate remedy at law.  
8 Pursuant to 17 U.S.C. § 502, Plaintiffs are entitled to a preliminary injunction and a  
9 permanent injunction prohibiting infringement of Plaintiffs’ copyrights and exclusive  
10 rights under copyright.

11 **COUNT FOUR**

12 **(Inducement of Copyright Infringement)**

13 77. Plaintiffs repeat and reallege every allegation contained in paragraphs 1  
14 through 76 as if fully set forth herein.

15 78. As detailed above, users of the YTMP3 website are engaged in repeated  
16 and pervasive infringement of Plaintiffs’ exclusive rights to reproduce and distribute  
17 their copyrighted recordings.

18 79. Defendants are liable under the Copyright Act for inducing the infringing  
19 acts of the users of YTMP3. Defendants operate the YTMP3 website with the  
20 objective of promoting its use to infringe Plaintiffs’ copyrights. In addition,  
21 Defendants have failed to take any meaningful action to prevent the widespread and  
22 rapidly growing infringement by their users and in fact have taken affirmative steps to  
23 encourage, promote, and assist infringement by their users.

24 80. Defendants knowingly and intentionally induce, entice, persuade, and  
25 cause users of the YTMP3 website to infringe Plaintiffs’ copyrights in their sound  
26 recordings, including but not limited to those sound recordings listed in Exhibit A  
27 hereto, in violation of Plaintiffs’ copyrights. Indeed, Defendants expressly promote to  
28 users the ease with which their service copies audio files: “We will start to convert

1 the audiobook of your videofile to mp3 as soon as you have submitted it and you will  
2 be able to download it. Different from other services the whole conversion process  
3 will be performed by our infrastructure and you only have to download the audio file  
4 from our servers.”

5 81. Through these activities, among others, Defendants knowingly and  
6 intentionally take steps that are substantially certain to result in direct infringement of  
7 Plaintiffs’ sound recordings, including but not limited to those sound recordings listed  
8 in Exhibit A hereto, in violation of Plaintiffs’ copyrights.

9 82. Despite their knowledge that infringing material is made available to  
10 users by means of YTMP3, Defendants have failed to take reasonable steps to  
11 minimize the infringing capabilities of the website.

12 83. The infringement of Plaintiffs’ rights in each of their copyrighted sound  
13 recordings constitutes a separate and distinct act of infringement.

14 84. Defendants’ acts of infringement are willful, intentional, and purposeful,  
15 in disregard of and indifferent to the rights of Plaintiffs.

16 85. As a direct and proximate result of Defendants’ infringement of  
17 Plaintiffs’ copyrights and exclusive rights under copyright, Plaintiffs are entitled to  
18 the maximum statutory damages, pursuant to 17 U.S.C. § 504(c), in the amount of  
19 \$150,000 with respect to each work infringed, or such other amounts as may be proper  
20 under 17 U.S.C. § 504(c). In the alternative, at Plaintiffs’ election pursuant to 17  
21 U.S.C. § 504(b), Plaintiffs are entitled to their actual damages, including Defendants’  
22 profits from infringement, in amounts to be proven at trial.

23 86. Plaintiffs are entitled to their costs, including reasonable attorneys’ fees,  
24 pursuant to 17 U.S.C. § 505.

25 87. Defendants’ conduct is causing, and, unless enjoined by this Court, will  
26 continue to cause Plaintiffs great and irreparable injury that cannot fully be  
27 compensated or measured in money. Plaintiffs have no adequate remedy at law.  
28 Pursuant to 17 U.S.C. § 502, Plaintiffs are entitled to a preliminary injunction and a

1 permanent injunction prohibiting infringement of Plaintiffs' copyrights and exclusive  
2 rights under copyright.

3 **COUNT FIVE**

4 **(Circumvention of Technological Measures)**

5 88. Plaintiffs repeat and reallege every allegation contained in paragraphs 1  
6 through 87 as if fully set forth herein.

7 89. On information and belief, the YTMP3 service circumvents technological  
8 measures that YouTube has implemented to effectively control access to and prevent  
9 copying of works protected under the Copyright Act, in violation of 17 U.S.C.  
10 § 1201(a). More specifically, Defendants' service descrambles a scrambled work,  
11 decrypts an encrypted work, or otherwise avoids, bypasses, removes, deactivates, or  
12 impairs a technological measure without the authority of Plaintiffs or YouTube.

13 90. Defendants own, operate, provide, and offer to the public a service,  
14 YTMP3, which is primarily designed for the purpose of circumventing protection  
15 afforded by a technological measure, implemented by YouTube, that effectively  
16 protects the rights of Plaintiffs under the Copyright Act in sound recordings including  
17 but not limited to those listed in Exhibit A hereto, in violation of 17 U.S.C.  
18 § 1201(b)(1)(A).

19 91. Defendants own, operate, provide, and offer to the public a service,  
20 YTMP3, which has only a limited commercially significant purpose or use other than  
21 to circumvent protection afforded by a technological measure, implemented by  
22 YouTube, that effectively protects the rights of Plaintiffs under the Copyright Act in  
23 sound recordings including but not limited to those listed in Exhibit A hereto, in  
24 violation of 17 U.S.C. § 1201(b)(1)(B).

25 92. Defendants own, operate, provide, and offer to the public a service,  
26 YTMP3, which is marketed by Defendants, and with Defendants' knowledge, for use  
27 in circumventing protection afforded by a technological measure, implemented by  
28 YouTube, that effectively protects the rights of Plaintiffs under the Copyright Act in

1 sound recordings including but not limited to those listed in Exhibit A hereto, in  
2 violation of 17 U.S.C. § 1201(b)(1)(C).

3 93. Plaintiffs have been injured by Defendants' violations of 17 U.S.C.  
4 § 1201, including because Defendants' violations have permitted or facilitated the  
5 infringement of Plaintiffs' copyrighted works as described more fully herein.

6 94. Defendants' conduct as described herein was and is willful, intentional,  
7 and purposeful, in disregard of and indifferent to the rights of Plaintiffs.

8 95. As a direct and proximate result of Defendants' violations of 17 U.S.C.  
9 § 1201, Plaintiffs are entitled to the maximum statutory damages, pursuant to 17  
10 U.S.C. § 1203(c)(3)(A), in the amount of \$2,500 with respect to each act of  
11 circumvention. In the alternative, at Plaintiffs' election pursuant to 17 U.S.C.  
12 § 1203(c)(2), Plaintiffs are entitled to their actual damages, including Defendants'  
13 profits from circumvention, in amounts to be proven at trial.

14 96. Plaintiffs are entitled to their costs, including reasonable attorneys' fees,  
15 pursuant to 17 U.S.C. §§ 505 and 1203(b)(4), (5).

16 97. Defendants' conduct is causing, and, unless enjoined by this Court, will  
17 continue to cause Plaintiffs great and irreparable injury that cannot fully be  
18 compensated or measured in money. Plaintiffs have no adequate remedy at law.  
19 Pursuant to 17 U.S.C. § 1203(b)(1), Plaintiffs are entitled to a preliminary injunction  
20 and a permanent injunction prohibiting Defendants ongoing violation of the anti-  
21 circumvention provisions of 17 U.S.C. § 1201.

22 WHEREFORE, Plaintiffs pray for judgment against Defendants as follows:

23 (a) for a declaration that Defendants, both directly and secondarily, willfully  
24 infringe Plaintiffs' copyrights;

25 (b) for such equitable relief under Titles 17 and 28 as is necessary to prevent  
26 or restrain infringement of Plaintiffs' copyrights and circumvention of YouTube's  
27 technological measures that effectively control access to Plaintiffs' copyrighted  
28 works, including:



1           i.           a preliminary injunction and a permanent injunction requiring that  
2 Defendants and their officers, agents, servants, employees, attorneys, and others in  
3 active concert or participation with each or any of them, (a) cease infringing, or  
4 causing, enabling, facilitating, encouraging, promoting and inducing or participating  
5 in the infringement of, any of Plaintiffs' copyrights protected by the Copyright Act,  
6 whether now in existence or hereafter created; (b) cease circumventing, or causing,  
7 enabling, facilitating, encouraging, promoting, and inducing or participating in the  
8 circumvention of, any technological measure maintained by YouTube that effectively  
9 controls access to Plaintiffs' copyrighted works; and (c) surrender, and cease to use,  
10 the domain name of www.youtube-mp3.org, and any variant thereof owned or  
11 controlled by Defendants;

12           ii.           entry of an Order, pursuant to Sections 502 and 1203 of the  
13 Copyright Act (17 U.S.C. §§ 502, 1203), 28 U.S.C. § 1651(a), and this Court's  
14 inherent equitable powers,

15                       (A)   enjoining Defendants and all third parties with notice of the  
16 Order, including any Web hosts, domain-name registrars, domain name registries, and  
17 proxy or reverse proxy services, and their administrators, from facilitating access to  
18 any or all domain names, URLs and websites (including, without limitation,  
19 www.youtube-mp3.org) through which Defendants infringe Plaintiffs' copyrights;

20                       (B)   requiring domain name registries and/or registrars holding or  
21 listing Defendants' domain names and websites (including, without limitation,  
22 www.youtube-mp3.org) through which Defendants infringe Plaintiffs' copyrights to:  
23 (a) disable access to www.youtube-mp3.org and any related domain names specified  
24 by Plaintiffs through a registry hold or otherwise, and to make them inactive and non-  
25 transferable, and (b) transfer Defendants' domain names to a registrar to be appointed  
26 by Plaintiffs to re-register the domain names in Plaintiffs' names and under Plaintiffs'  
27 ownership;

28

1 (C) enjoining all third parties with notice of the Order from  
2 maintaining, operating, or providing advertising, financial, technical, or other support  
3 to YTMP3 and any other domain names, URLs, or websites through which  
4 Defendants infringe Plaintiffs' copyrights, including without limitation www.youtube-  
5 mp3.org; and enjoining all third-party distributors of applications, toolbars or similar  
6 software with notice of the Order from distributing any applications, toolbars, or  
7 similar software applications that interoperate with any domain names, URLs, or  
8 websites through which Defendants infringe Plaintiffs' copyrights, including without  
9 limitation www.youtube-mp3.org;

10 (c) for statutory damages pursuant to 17 U.S.C. § 504(c), in the amount of  
11 \$150,000 per infringed work, arising from Defendants' violations of Plaintiffs' rights  
12 under the Copyright Act or, in the alternative, at Plaintiffs' election pursuant to 17  
13 U.S.C. § 504(b), Plaintiffs' actual damages, including Defendants' profits from  
14 infringement, in amounts to be proven at trial;

15 (d) for statutory damages pursuant to 17 U.S.C. § 1203(c)(3)(A), in the  
16 amount of \$2,500 with respect to each act of circumvention or, in the alternative, at  
17 Plaintiffs' election pursuant to 17 U.S.C. § 1203(c)(2), Plaintiffs' actual damages,  
18 including Defendants' profits from circumvention, in amounts to be proven at trial.

19 (e) for Plaintiffs' costs, including reasonable attorneys' fees, pursuant to 17  
20 U.S.C. §§ 505 and 1203(b)(4), (5) and otherwise;

21 (f) for prejudgment and post-judgment interest; and  
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(g) for such other relief as the Court may deem just and proper.

Dated: September 26, 2016

SIDLEY AUSTIN LLP

By: /s/ Rollin A. Ransom  
Peter I. Ostroff  
Rollin A. Ransom  
Charlie J. Sarosy  
Attorneys for Plaintiffs

**DEMAND FOR JURY TRIAL**

Pursuant to Local Rule 38-1 and Rule 38(b) of the Federal Rules of Civil Procedure, Plaintiffs hereby demand a trial by jury.

Dated: September 26, 2016

SIDLEY AUSTIN LLP

By: /s/ Rollin A. Ransom  
Peter I. Ostroff  
Rollin A. Ransom  
Charlie J. Sarosy  
Attorneys for Plaintiffs

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