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Attorneys for Defendants
UNIVERSAL MUSIC CORP.,
UNIVERSAL MUSIC PUBLISHING, INC.,
AND UNIVERSAL MUSIC PUBLISHING GROUP

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

STEPHANIE LENZ,

Plaintiff,

vs.

UNIVERSAL MUSIC CORP.,
UNIVERSAL MUSIC PUBLISHING,
INC., and UNIVERSAL MUSIC
PUBLISHING GROUP,

Defendants.

CASE NO. CV 07-03783-JF

**DEFENDANTS' ANSWER TO SECOND
AMENDED COMPLAINT**

1 Defendants Universal Music Corp., Universal Music Publishing, Inc., and Universal
2 Music Publishing Group (“Defendants”) answer the Second Amended Complaint (“SAC”) filed
3 by Plaintiff Stephanie Lenz (“Plaintiff”) as follows:

4 1. The allegations of Paragraph 1 are conclusions of law to which no responsive
5 pleading is required. To the extent that a response is required, Defendants deny the allegations of
6 Paragraph 1.

7 2. The allegations of Paragraph 2 are conclusions of law to which no responsive
8 pleading is required. To the extent that a response is required, Defendants deny the allegations of
9 Paragraph 2.

10 3. Defendants are without knowledge or information sufficient to form a belief as to
11 the truth of the allegations in Paragraph 3 and on that basis deny the allegations of Paragraph 3.

12 4. Answering the allegations of Paragraph 4, Defendant Universal Music Corp. avers
13 that it is a Delaware corporation whose principal place of business is in Santa Monica, California;
14 Defendant Universal Music Publishing, Inc. avers that it is a California corporation whose
15 principal place of business is in Santa Monica, California; and Defendants aver that Defendant
16 Universal Music Publishing Group does not exist as a legal entity. Except as specifically averred
17 herein, Defendants deny the allegations in Paragraph 4.

18 5. The allegations of Paragraph 5 are conclusions of law to which no responsive
19 pleading is required. To the extent that a response is required, Defendants deny the allegations of
20 Paragraph 5.

21 6. Answering the allegations of Paragraph 6, Defendants Universal Music Corp. and
22 Universal Music Publishing, Inc. aver that they are subject to personal jurisdiction in this District.
23 Defendant Universal Music Publishing Group does not exist as a legal entity and thus is not
24 subject to personal jurisdiction. Except as specifically averred herein, Defendants deny the
25 allegations in Paragraph 6.

26 7. Defendants deny the allegations of Paragraph 7.

27 8. Defendants deny the allegations of Paragraph 8.

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1 9. Answering the allegations of Paragraph 9, Defendants aver that they are informed
2 and believe that YouTube, LLC maintains its headquarters in San Bruno, California and operates
3 a website located at www.youtube.com. Except as specifically averred herein, Defendants deny
4 the allegations in Paragraph 9.

5 10. Answering the allegations of Paragraph 10, Defendants Universal Music Corp. and
6 Universal Music Publishing, Inc. aver they are engaged in the business of music publishing and
7 that Defendant Universal Musical Corp. administers copyrights in certain musical compositions
8 owned or controlled by Prince Rogers Nelson d/b/a Controversy Music, professionally known as
9 “Prince,” including the composition, “Let’s Go Crazy.” Except as specifically averred herein,
10 Defendants deny the allegations in Paragraph 10.

11 11. Defendants are without knowledge or information sufficient to form a belief as to
12 the truth of the allegations of Paragraph 11 and on that basis deny the allegations of Paragraph 11.

13 12. Defendants are without knowledge or information sufficient to form a belief as to
14 the truth of the allegations of Paragraph 12 and on that basis deny the allegations of Paragraph 12.

15 13. Defendants deny the allegations of Paragraph 13.

16 14. Defendants deny the allegations of Paragraph 14.

17 15. The allegations of Paragraph 15 are conclusions of law to which no responsive
18 pleading is required. To the extent that a response is required, Defendants deny the allegations of
19 Paragraph 15.

20 16. Defendants are without knowledge or information sufficient to form a belief as to
21 the truth of the allegations of Paragraph 16 and on that basis deny the allegations of Paragraph 16.

22 17. Answering the allegations of Paragraph 17, Defendants aver that a video entitled,
23 “‘Let’s Go Crazy’ #1,” has been posted to www.youtube.com/watch?v=N1KfJHFWlhQ. Except
24 as specifically averred herein, Defendants deny the allegations in Paragraph 17.

25 18. The allegations of Paragraph 18 are conclusions of law to which no responsive
26 pleading is required. To the extent that a response is required, Defendants deny the allegations of
27 Paragraph 18.

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1 19. Answering the allegations of Paragraph 19, Defendants aver that Defendants
2 Universal Music Corp. and Universal Music Publishing, Inc. employ persons who, in the course
3 of business, consider issues relating to the United States copyright laws. Except as specifically
4 averred herein, Defendants deny the allegations in Paragraph 19.

5 20. Defendants deny the allegations of Paragraph 20.

6 21. Answering the allegations of Paragraph 21, Defendants aver that on June 4, 2007,
7 Defendant Universal Music Corp. caused an email to be sent to the address
8 copyright@youtube.com, and that this email is the best evidence of its contents. Except as
9 specifically averred herein, Defendants deny the allegations of Paragraph 21.

10 22. Answering the allegations of Paragraph 22, Defendants aver that the June 4, 2007
11 email referenced in Paragraph 21 above was sent to the address copyright@youtube.com; that the
12 website www.youtube.com includes a page entitled, "Terms of Use"; and that the text of the
13 "Terms of Use" page as it existed on a particular date is the best evidence of the contents of that
14 pages as of that date. Except as specifically averred herein, Defendants deny the allegations of
15 Paragraph 22.

16 23. The allegations of Paragraph 23 are conclusions of law to which no responsive
17 pleading is required. To the extent that a response is required, Defendants deny the allegations of
18 Paragraph 23.

19 24. Defendants are without knowledge or information sufficient to form a belief as to
20 the truth of the allegations of Paragraph 24 and on that basis deny the allegations of Paragraph 24.

21 25. Defendants are without knowledge or information sufficient to form a belief as to
22 the truth of the allegations of Paragraph 25 and on that basis deny the allegations of Paragraph 25.

23 26. Defendants are without knowledge or information sufficient to form a belief as to
24 the truth of the allegations of Paragraph 26 and on that basis deny the allegations of Paragraph 26.

25 27. Answering the allegations of Paragraph 27, Defendants aver that on June 8, 2007,
26 they received an email message from the address copyright@youtube.com, forwarding an email
27 message from the address edenza@gmail.com dated June 7, 2007, and that the June 7, 2007 email
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1 is the best evidence of its contents. Except as specifically averred herein, Defendants deny the
2 allegations of Paragraph 27.

3 28. Answering the allegations of Paragraph 28, Defendants aver that Exhibit E to
4 Plaintiffs' SAC appears to be a copy of a printout of the posting of an article from the website
5 www.reuters.com and that the article itself is the best evidence of what www.reuters.com
6 reported. Except as specifically averred herein, Defendants deny the allegations of Paragraph 28.

7 29. Answering the allegations of Paragraph 29, Defendants aver that Exhibit E to
8 Plaintiffs' SAC appears to be a copy of a printout of the posting of an article from the website
9 www.reuters.com and that the article itself is the best evidence of what www.reuters.com
10 reported. Except as specifically averred herein, Defendants deny the allegations of Paragraph 29.

11 30. Answering the allegations of Paragraph 30, Defendants aver that Exhibit F to
12 Plaintiffs' SAC appears to be a copy of a printout of the posting of an article from the website
13 www.abcnews.go.com and that the article itself is the best evidence of what
14 www.abcnews.go.com reported. Except as specifically averred herein, Defendants deny the
15 allegations of Paragraph 30.

16 31. Defendants deny the allegation of Paragraph 31.

17 32. The allegations of Paragraph 32 are an incorporation of the preceding allegations
18 of the SAC to which no responsive pleading is required. To the extent that a response is required,
19 Defendants deny the allegations of Paragraph 32.

20 33. The allegations of Paragraph 33 are conclusions of law to which no responsive
21 pleading is required. To the extent that a response is required, Defendants deny the allegations of
22 Paragraph 33.

23 34. The allegations of Paragraph 34 are conclusions of law to which no responsive
24 pleading is required. To the extent that a response is required, Defendants deny the allegations of
25 Paragraph 34.

26 35. Defendants deny the allegations of Paragraph 35.

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Sixth Affirmative Defense

(Failure to Mitigate)

44. Without admitting that Plaintiff suffered any injury in any way, to the extent that Plaintiff did suffer such injury, her claim is barred in whole or in part because she failed to use reasonable means to prevent the alleged damage and failed to use reasonable means to mitigate her damages.

Seventh Affirmative Defense

(Unclean Hands)

45. Plaintiff's claim is barred or abated substantially because she is guilty of unclean hands.

WHEREFORE, Defendants pray judgment as follows:

1. That Plaintiff take nothing by her Second Amended Complaint and that the Second Amended Complaint be dismissed in its entirety with prejudice;
2. That Defendants be awarded their costs and attorneys' fees incurred herein; and
3. That Defendants be awarded such other and further relief as the Court may deem just and proper.

DATED: September 30, 2008

MUNGER, TOLLES & OLSON LLP

By: /s/ Kelly M. Klaus
KELLY M. KLAUS

Attorneys for Defendants
UNIVERSAL MUSIC CORP.,
UNIVERSAL MUSIC PUBLISHING, INC.,
AND UNIVERSAL MUSIC PUBLISHING
GROUP