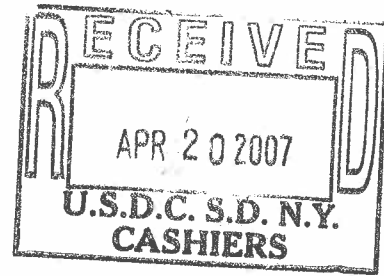


Marc S. Dreier (MD 9713)
Ira S. Sacks (IS 2861)
Mark S. Lafayette (ML 4256)
Safia A. Anand (SA 2386)
DREIER LLP
499 Park Avenue
New York, NY 10022
(212) 328-6100
Attorneys for Plaintiff



JUDGE STEIN

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
ANYWHERECD, LLC,

Plaintiff,

-against-

WARNER MUSIC INC. and WARNER MUSIC
GROUP CORP.,

Defendants.
-----X

07 CV 3167

Civil Action No.

COMPLAINT

**PLAINTIFF REQUESTS
TRIAL BY JURY**

Plaintiff AnywhereCD, LLC (“AnywhereCD” or “Plaintiff”), by its attorneys Dreier LLP, alleges on knowledge as to its own acts and otherwise on information and belief as follows:

NATURE OF THE ACTION

1. Plaintiff spent over one million dollars to develop, promote and premiere one of the most consumer-friendly music websites available. The purpose of the website was to permit consumers to purchase full album compact discs (“CDs”) and open MP3 format files of the CDs to be used in any lawful manner by the consumer, including by downloading the

