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12 Attorneys for Plaintiff

13
14 UNITED STATES DISTRICT COURT
15 CENTRAL DISTRICT OF CALIFORNIA
16

17 PERFECT 10, a California corporation,
18 Plaintiff,
19 v.
20 GOOGLE, INC., a corporation; and
DOES 1 through 100, inclusive,
21 Defendants.
22

CASE NO. CV 04-09484 AHM (SHx)

**DECLARATION OF NORMAN
ZADA IN SUPPORT OF MOTION
OF PLAINTIFF PERFECT 10, INC.,
FOR PRELIMINARY INJUNCTION**

Date: September 19, 2005
Time: 10:00 a.m.
Ctvm: The Honorable A. Howard
Matz

23
24 I, Norman Zada, declare as follows:

25 1. I make this declaration in support of the motion of Perfect 10, Inc.
26 (“Perfect 10”) for preliminary injunction. Except where otherwise stated, I have
27 direct and personal knowledge of the facts set forth herein and, if called as a witness,
28 could and would competently testify thereto.

1 **Structure of Declaration.**

2 This declaration initially provides background information and then details
3 Google's ongoing infringement of Perfect 10's copyrighted images, as summarized
4 below:

- 5 • Google's Image Search copies and displays infringing Perfect 10
6 copyrighted images (¶¶ 27 to 47).
- 7 • Google's cache is a "snapshot" of infringing images that Google
8 continues to display even after the images have been removed from the
9 original websites (¶¶ 49 to 51).
- 10 • Google promotes and instructs users on the downloading of Perfect 10
11 images onto cell phones and reformats those images to fit the cell
12 phone screen (¶¶ 55 to 58).
- 13 • Many of the infringing websites to which Google links Perfect 10
14 images are advertising partners of Google, and Google derives revenue
15 from the traffic it directs to these infringing websites (¶¶ 61 to 75 and
16 116 to 118).
- 17 • Google has failed to respond to 34 specific notices of infringement
18 (¶¶ 77 to 108).
- 19 • Google continues to display over 1,000 of the best Perfect 10
20 copyrighted images (¶¶ 91 to 115, 150 to 151).
- 21 • Google also links the infringing Perfect 10 images that it copies and
22 displays to infringing websites that themselves display hundreds of
23 additional Perfect 10 copyrighted images (¶¶ 110 to 115).
- 24 • Google continues to publish unique and confidential passwords which
25 provide unauthorized access to Perfect 10's website, perfect10.com,
26 and to Perfect 10's copyrighted images (¶¶ 119 to 126).

1 **General Background**

2 2. I formed Perfect 10 in 1996, and have continuously since that time
3 functioned as its Chief Executive Officer. I am in charge of the day to day
4 operations of Perfect 10. I have personal knowledge of all aspects of Perfect 10's
5 business.

6 3. I received my Ph.D. in Operations Research from the University of
7 California at Berkeley in 1972. From 1972 to 1973, I worked in the main computer
8 science research department of IBM. While I was at IBM, I did research on search
9 algorithms and studied various aspects of computer science. Since that time, I have
10 written thousands of lines of computer code to solve a variety of applied
11 mathematical problems.

12 4. I have also taught applied mathematics as a visiting professor at
13 Stanford University, UCLA, U.C. Irvine, and Columbia University.

14 **Work and Support for this Declaration**

15 5. In the course of my duties as Chief Executive Officer of Perfect 10, I
16 routinely explore the Internet, in part to detect infringements of Perfect 10's
17 intellectual property. In the course of this process, I have spent well over 800 hours
18 reviewing images and text links displayed by Google. Based on this review, I have
19 become very familiar with the Perfect 10 copyrighted images that have been made
20 available by Google for viewing and downloading without authorization from
21 Perfect 10.

22 6. During my review, I either printed out copies of the Internet pages
23 containing Perfect 10 infringements I observed, or downloaded them using Adobe 6.0
24 Professional, and maintained them in Perfect 10's files. The Exhibits attached hereto,
25 except where otherwise noted, fall into one of two categories: (a) true and correct
26 copies of documents that have been printed by me, in many cases *reduced* to leave
27 space to bind the exhibits; or (b) true and correct copies of documents that I have
28 downloaded and archived from the Internet using Adobe 6.0 Professional which I

1 then had printed and which were, in many cases, reduced to put into exhibit form. In
2 some cases, as described below, the images I downloaded using Adobe were broken
3 into two pages when they were printed, even though they appeared as being on one
4 page on my computer screen. When this happened, the image was the same, it was
5 just printed on two pages.

6 7. Exhibits attached hereto, unless stated otherwise, were printed or
7 downloaded by me using an Internet browser or Adobe 6.0 that was set to record: (a)
8 the URL (*i.e.*, the Internet address) of the webpage that was viewed and printed; and
9 (b) the date and time the page was printed or downloaded. In a number of instances,
10 I have highlighted sections of exhibits in yellow for the convenience of the Court.

11 *Exhibits were typically reduced by about 25% to leave a 1 ½ to 2 inch space for the*
12 *binding at the top and a 1 inch space at the bottom, except for Exhibits 9, 26, 78,*
13 *80, 85, pages 542, 549, 550, 551, and Exhibits 87-90, which were not reduced.*

14 8. In this declaration, I will use the term “website” to refer to a collection
15 of web pages, each sharing the same base URL. A base URL typically corresponds
16 to a website’s home page—e.g., perfect10.com or google.com. Each web page
17 within a website also has a URL that uniquely describes it, consisting of the home
18 page or base URL followed by additional characters to describe the particular web
19 page—e.g., perfect10.com/join.html, which uniquely identifies the join page within
20 the perfect10.com website.

21 **Perfect 10’s Business and Intellectual Property Documentation**

22 9. Perfect 10 is the publisher of the magazine “PERFECT 10” and owner
23 of the subscription website perfect10.com. Perfect 10 is the owner of registered
24 trademarks in “Perfect 10” and “Perfect10.com” and the domain name
25 “perfect10.com.”

26 10. Perfect 10 was formed in 1996 in an effort to create the highest quality
27 men’s magazine. To differentiate itself from other men’s magazines, Perfect 10
28 made special efforts to offer less nudity and to photograph the world’s most

1 beautiful "natural" models, which required paying substantial rates equivalent to
2 what is paid for models obtained through the best model agencies (typically in the
3 range of \$4,800 - \$9,600 a day). (In contrast, Playboy has paid models \$700 a day
4 in many cases.) As a result of its effort and investment, Perfect 10 owns the only
5 topless images of which I am aware of more than one hundred top natural models,
6 including Victoria Secret and Sports Illustrated Swimwear model Marisa Miller,
7 Madison Model Isabelle Funaro, Nataskia Maren, former Miss Michigan Natasha
8 Bell, Masha Vasileva, Monika Zsibrita, Sasha Brinkova, Emmanuelle Teixidor,
9 Karolina Runosson and others.

10 11. During the last 9 years, in an attempt to become the world's highest
11 quality men's magazine, Perfect 10 has invested over \$36 million to develop a
12 respected brand and international goodwill in its magazine, website, and video
13 products. Perfect 10's \$36 million investment includes approximately \$12 million
14 to photograph over 800 models and create approximately 2,700 high quality images
15 that have appeared in Perfect 10 Magazine along with an additional approximately
16 3,300 images that have appeared on perfect10.com. The \$12 million expenditure
17 included modeling fees, styling, makeup, photographer fees, video, support fees,
18 film and film developing, insurance, location fees, transportation, and other costs.
19 Additionally, Perfect 10 has spent millions of dollars on promotions and marketing
20 to develop its brand. Perfect 10 has carefully selected its best images to appear in
21 Perfect 10 Magazine and it is primarily these images that have been
22 misappropriated. Perfect 10 has developed a unique niche in the adult industry.
23 There is no comparable magazine featuring models of the same quality.

24 12. Perfect 10 has been asked by motion picture studios and television
25 shows for permission to use Perfect 10 Magazine in films such as "The Longest
26 Yard," "American Pie," "Spiderman," "Men in Black II," "Spiderman II," "Hollow
27 Man," and "The Way of the Gun," and in television shows such as "The Sopranos,"
28 "Dawson's Creek," and "Entourage," among others.

1 13. Perfect 10 has also produced and sold video presentations featuring
2 Perfect 10 models to In-Demand and Showtime.

3 14. Perfect 10 Magazine and its models have been featured on more than
4 100 TV and/or radio show segments, including "Extra," "Entertainment Tonight,"
5 "Hard Copy," "Talk Soup," "Monday Night Football," "Penn and Teller," "Dog Eat
6 Dog," "The View," "Wild On," "Battle Dome," "Shipmates," "Temptation Island,"
7 "The Dating Game," "Blind Date," "Living Large," and "The Howard Stern Show."

8 15. Perfect 10 has registered copyrights for its photographs with the United
9 States Copyright Office. Attached hereto as Exhibit 1 are Perfect 10's copyright
10 registration certificates in the collective work embodied in each issue of Perfect 10
11 Magazine and the Perfect 10 website, perfect10.com, as well as each individual
12 photograph that appears in these compilations. As a regular part of its business,
13 Perfect 10 obtains work for hire/assignments of copyright from the photographers it
14 hires. Attached hereto as Exhibit 2 are several such examples.

15 16. Perfect 10 derives virtually all of its revenue from the sale of its
16 copyrighted works. First, it sells magazines, which consist predominantly of
17 photographs, at both newsstands and via subscriptions. A copy of Perfect 10
18 Magazine costs \$7.99. Second, it sells memberships to its password protected
19 website, perfect10.com, for \$25.50 per month. Only members of perfect10.com
20 may view images of Perfect 10 models in the perfect10.com "members' area."
21 Third, in early 2005, Perfect 10 entered into a licensing agreement with Fonestarz
22 Media Limited for the worldwide sale and distribution of Perfect 10 reduced size
23 copyrighted images on cell phones. These reduced size images are sold individually
24 for downloading to cell phones. Since this arrangement began, Perfect 10 has sold
25 an average of approximately 6,000 reduced size Perfect 10 images per month, in the
26 United Kingdom alone. These images are comparable in size and quality to the
27 reduced size Perfect 10 images that are being offered for free by Google for

1 downloading onto cell phones. *See* Declaration of Dave Moreau and Exhibits 23
2 and 24 of this declaration.

3 17. Aside from its agreement with Fonestarz Media Limited for the
4 downloading and display of reduced size images via cell phones, Perfect 10 has not
5 authorized any third party website to copy, display, or distribute any of the
6 copyrighted images which Perfect 10 has created.

7 **The Business of Google**

8 **A. Google's Web Search, Image Search, and Cache Link**

9 18. Google describes itself as a "software, technology, Internet,
10 advertising, and media company, all rolled into one." Google, Inc., Annual Report
11 (Form 10-K) [Request for Judicial Notice, Exh. A] ("Google 10-K"), page 9.
12 Google operates a search engine from the base URL google.com. From the traffic it
13 obtains from consumers visiting its website and the websites of its advertising
14 partners, Google generates advertising revenue (through its AdSense program
15 described in ¶¶ 24-26). Google.com is one of the most widely visited websites in
16 the world. Attached hereto as Exhibit 3 is a page that I printed on July 6, 2005,
17 from the website alexa.com, reflecting that google.com is the third most visited
18 website on the Internet.

19 19. Attached hereto as Exhibit 4 is a print-out of the homepage of Google's
20 website. As the homepage indicates, Google permits users to search the Internet
21 through "Web Search" and "Image Search."

22 20. Google Web Search returns to users text listings from web pages that
23 Google determines are related to the search terms used. For most text listings,
24 Google also provides a "cached" link described as a "snapshot" of the identified
25 web page, taken in the past and stored by Google. In almost all cases, when an
26 infringing third party website displays a full size infringing Perfect 10 image,
27 Google also displays that full size image via its "cache link." *See*, ¶ 49, Exhibit 19.

1 21. Google Image Search returns pages of reduced sized images, displayed
2 by Google, that Google determines are related to the search terms used. These
3 images are gathered and copied from third party websites throughout the Internet,
4 but are displayed on google.com. (See paragraphs 109 and 144). In addition to
5 displaying the images, Google also links the images to the websites where Google
6 obtained those images. Attached hereto as Exhibit 5 is a printout of the FAQ
7 (“Frequently Asked Questions”) section from google.com regarding Image Search
8 which I printed out on July 17, 2005:

9 (a) In answer to the question, “How do I use image search?” Google
10 replies: “To use image search, simply type your query in the image search box and
11 click the ‘Search’ button or hit ‘Enter’ on your keyboard. When you see the results
12 page, click on the thumbnail version of the picture you want to view. *This displays*
13 *a larger version of the image*, as well as the page on which the original image is
14 located.” (emphasis added).

15 (b) In response to the question, “Are there any copyright restrictions
16 associated with the images?” Google’s FAQ section replies: “The images identified
17 by the Google Image Search service may be protected by copyrights. we cannot
18 grant you any rights to use them for any purpose other than viewing them on the
19 web.”

20 (c) In response to the question, “How does Image Search work?”
21 Google replies: “Google analyzes the text on the page adjacent to the image, the
22 image caption and dozens of other factors to determine the image content. Google
23 also uses sophisticated algorithms to remove duplicates and ensure that the highest
24 quality images are presented first in your results.”

25 22. For a visual demonstration of how Image Search and the Google
26 “cache link” work, including a sample of infringing Perfect 10 images displayed by
27 Google, *see*, Exhibit 8, which is a CD. Please turn on the sound on your computer
28 when viewing this CD. **The CD may take 30 seconds to load.** This CD is

1 described later in this declaration under the heading "The Experience of a Google
2 User," ¶¶ 27-35 infra.

3 23. As discussed in detail in ¶¶ 38-41, 95-101, 104-108, 55-56, Google
4 retrieves from the internet and then displays over 1,000 different reduced size
5 Perfect 10 copyrighted images through Image Search, and reformats them for
6 display on cell phones. Most of these reduced size images displayed by Google may
7 be viewed full size without the user ever having to leave google.com. See, ¶¶ 38-41,
8 45-47, 114, Exhibits 10-12, 16-18, 96. The images displayed by Google include
9 many of the best images from Perfect 10 Magazine.

10 **B. Google's AdSense Advertising Program.**

11 24. Google does not charge users to use either Web Search or Image
12 Search. It receives some of its revenues by providing image search and web search
13 results to other companies who provide image search and web search results.
14 (Google 10-K, pages 21-23.) The vast preponderance of Google's income is derived
15 through advertisements. Attached hereto as Exhibit 6 is a Google press release that
16 I printed on August 4, 2005, that describes Google's income and revenues, and
17 shows that for the quarter ending June 30, 2005, Google had revenues of \$1.384
18 billion. The press release states that "The Google Network – Revenues generated on
19 Google's partner sites, through AdSense programs, contributed \$630 million, or
20 46% of total revenues...TAC – Traffic Acquisition Costs, the portion of revenues
21 shared with Google's partners, increased to \$494 million...." Also attached as part
22 of Exhibit 6 is a page that I printed on July 4, 2005 from google.com which states
23 "We make most of our money from the sale of advertising, which appears adjacent
24 to our own search results and on sites maintained by a large network of publishers
25 across the web who participate in our AdSense program."

26 25. Attached hereto as Exhibit 7 are documents that I printed from Google
27 on September 14, 2004, and April 11, 2005, that describe Google's advertising
28 program it calls AdSense:

1 (a) Page 100 states, "Google AdSense is a fast and easy way for
2 website publishers of all sizes to display relevant, unobtrusive Google ads on their
3 website's content pages and earn money. ... The program is free, and Google pays
4 you for valid clicks on the ads on your site or search results pages... You'll receive a
5 portion of the amount paid for clicks on Google ads on your website. Although we
6 don't disclose the exact revenue share, our goal is to enable publishers to make as
7 much or more than they could with other advertising networks."

8 (b) Page 101 states, "Place a Google search box on your site, and
9 you can start monetizing the results from web searches.... When people search the
10 web from your site, the search results pages show up with ads. And you get paid
11 when people click on those ads."

12 (c) Page 102 states, "the web from your site. Through AdSense, ads
13 targeted to search terms are shown next to results.... We'll host the search results
14 for you."

15 (d) Page 103, which comes from a document entitled, "Google
16 AdSense Program Policies" states, "To uphold the quality and reputation of Google
17 AdSense, all publishers who apply are reviewed according to these program
18 policies. We also monitor sites after they begin running Google ads under this
19 program. If a site is found to be in violation of our policies at any time, we will
20 warn the publisher or suspend or terminate the account."

21 (e) Page 104 states, "In order to avoid associations with copyright
22 claims, website publishers may not display Google ads on web pages with MP3,
23 Video, News Groups, and Image Results."

24 (f) Page 105 states, under a heading entitled "Site Content," "Site
25 may not include: ... Hacking/cracking content.... Pornography, adult, or mature
26 content ... Any other content that promotes illegal activity or infringes on the legal
27 rights of others."

1 26. In March of 2005, Perfect 10 asked Google in discovery to identify
2 AdSense websites that contain images of mainstream celebrities (because these are
3 the websites that typically display Perfect 10 images). Google has refused to do so.
4 It appears that any website which displays Google ads or contains a Google search
5 box is a Google AdSense website for two reasons: First, if a website is displaying
6 Google ads, Google is receiving the benefit from clicks on those ads. Secondly, if a
7 website is displaying a Google search box, Google is receiving the benefit from any
8 searches done from that search box which result in clicks on Google ads. In the
9 following, I will use the term "AdSense Website" to refer to any website that
10 displays Google ads or contains a Google search box.

11 **The Experience of A Google User**

12 27. Attached hereto as Exhibit 8 is a CD which can be played in most
13 computers that have a drive for reading CDs or DVDs. **(It may take up to 30**
14 **seconds for the computer to load the content of this CD once it is inserted into**
15 **the CD drive.)** The CD was created under my direction by Trial Graphix on July
16 18-19, 2005, (see Declaration of Patrick Swart) and shows exactly what I have
17 experienced myself when I have used Google to view Perfect 10 images, except that
18 the visual display on the CD is substantially reduced in size from what I have seen
19 when I have viewed images displayed by Google on my computer screen. The CD
20 demonstrates (with narration) how visitors to google.com can view large numbers of
21 Perfect 10 copyrighted images for free. It can be played by inserting it into a CD or
22 DVD drive and clicking on "The Google Experience." The CD will start playing
23 after about a **thirty second** delay. **The sound on the computer should be turned**
24 **on.** The copyrights to all of the large images that are displayed in this CD are
25 owned by Perfect 10 as reflected by Exhibits 1, 77, and 83.

26 28. The CD begins by going to the homepage of google.com. The
27 preferences are set so that the "safe search" filter is off. This can be done by
28 clicking on "preferences" on the right side of the Google search box, and then

1 clicking on the “Do not filter my search results” circle. (If the safe search filter is
2 not off, images of an adult nature are typically partially or completely filtered out.)

3 The “Images” option has been selected to view images.

4 29. The user then types the name Vibe Sorenson, a Perfect 10 model, into
5 the Google search box and presses “enter.” Within a few seconds, twenty reduced
6 size images of Vibe Sorenson appear on images.google.com, which is a portion of
7 the google.com website. Perfect 10 owns the copyrights to ten of the twenty images
8 displayed. One of the reduced size images owned by Perfect 10 is then clicked on --
9 the one which has below it in green,

10 www.3thehardway.nl/.../vibe_sorenson002.html. This is the URL that identifies the
11 webpage from the website 3thehardway.nl which contains this specific image of
12 Vibe Sorenson. A second page then is displayed, which has a similar reduced size
13 image of Vibe Sorenson at the top. At the left, it states, “Google Images.” At the
14 right, there is a link, “See full-size image.” Below that link it states, “Image may be
15 scaled down and subject to copyright.” Below the reduced size image, in what is
16 called a window, is a full size image of Vibe Sorenson. The browser address bar at
17 the top of the page contains the term “images.google.com.” I know from my
18 experience on the Internet that this means that the user is at a web page of
19 google.com.

20 30. The “See full-size image” link is clicked on. A full size image of Vibe
21 Sorenson appears. The user then clicks on the “back” button.

22 31. Next the user clicks on the left arrow near the top of the full size image
23 and a different full size Perfect 10 copyrighted image of Vibe Sorenson is displayed.
24 The user clicks on the right arrow twice and a third full size Perfect 10 copyrighted
25 image of Vibe Sorenson is displayed. All the while, the browser address bar
26 indicates that the user is at images.google.com. Finally, the user clicks on the up
27 arrow. A page of reduced size images is displayed in the window. The user clicks
28 on a reduced size Perfect 10 copyrighted image and it expands to full size. *The*

1 *browser address bar, which reads images.google.com, shows that the user is*
2 *viewing this full-size Perfect 10 image without ever having to leave google.com.*

3 32. The user next clicks on the “back” button until he returns to the original
4 page of reduced size images of Vibe Sorenson. The name of another Perfect 10
5 model, Monika Zsibrita, is entered into the Google search bar. Again, twenty
6 reduced size images appear, nineteen of which are copyrighted by Perfect 10. The
7 user clicks on “next” at the bottom of the page and additional images of Monika
8 Zsibrita are displayed. The user then clicks on a link entitled “More results from
9 www.celebstation.org.” This enables the user to view six images of Monika Zsibrita
10 from the website celebstation.org. A reduced size Perfect 10 image is clicked on,
11 and several additional reduced size Perfect 10 copyrighted images of Monika
12 Zsibrita appear in a window below the reduced size image of Monika Zsibrita at the
13 top of the page. Near the reduced size images, in the window, it states, “Ads by
14 Goooooogle.” Based on Exhibit 7, this signifies that celebstation.org is a Google
15 AdSense website.

16 33. The user next types in the name of another Perfect 10 model, Alena
17 Drazna. Again, a page of reduced size images appears, sixteen of which are
18 copyrighted by Perfect 10. The browser bar indicates that the user is still at
19 images.google.com. The user clicks on one of the Perfect 10 copyrighted images of
20 Alena Drazna, below which is a partial URL in green which contains the term
21 “modellvilag.hu.” A second page appears, with another copy of the reduced size
22 image of Alena Drazna at the top of the page. “Google Images” appears to the left
23 of that reduced size image. In the window below the reduced size image there are
24 over one hundred reduced size images of various models. Thirty seven of those
25 images are copyrighted by Perfect 10.

26 34. To demonstrate that modellvilag.hu has an affiliation with Google, and
27 provide an example of the types of searches for which Google accepts advertising,
28 the user types into a Google search box “pirated Perfect 10 movies.” A page

1 appears with the logo modellvilag.hu at the top, above a Google search box. *The*
2 *browser window indicates that this page is on google.com.* On the right are
3 sponsored ads which Google has displayed in response to the search “pirated Perfect
4 10 movies.” The user clicks on one of the sponsored Google ads. The result is a
5 larger ad, which states: “Download and share anything you want anytime you
6 want... Get access to the largest downloading network on the planet. With over 240
7 million users and over 5 million people on the network at any time.”

8 35. The final demonstration illustrates how Google displays full size
9 Perfect 10 images via its “cache link,” even after those images have been deleted
10 from the third party website from which Google originally obtained them. The user
11 returns to the google.com homepage and sets the search for “web” instead of
12 “images,” and types in site:mg.danboss.com “Shannon Hobbs.” Based on my
13 experience, this search will only return listings for web pages from the website
14 mg.danboss.com which contain the name of Shannon Hobbs, a Perfect 10 model. A
15 number of text listings appear. The user clicks on a link in one of the text listings
16 called a “cached link.” A full size copyrighted image of Shannon Hobbs appears.
17 Above that image it says, “Ads by Goooooogle.” At the top of the page it says,
18 “Google’s cache is the snapshot that we took of the page as we crawled the web.
19 The page may have changed since that time. Click here for the current page.” The
20 user clicks on the “current page” link. The current page does not contain an image
21 of Shannon Hobbs.

22 36. Finally, the CD has an option entitled “The Perfect 10 Experience”
23 which shows how perfect10.com displays to paying customers the same Perfect 10
24 images displayed for free by Google. As shown on the CD, perfect10.com provides
25 both reduced size and full size images to its subscribers.

26 **Printouts of Perfect 10 Infringements from Google Using Image Search**

27 37. The following describes how I personally was able to view and copy
28 Perfect 10 copyrighted images displayed on google.com. I will first describe how I

1 viewed thousands of Perfect 10 copyrighted images using Google Image Search. To
2 view images using Google Image Search, the user clicks on "Images," which I have
3 highlighted in Exhibit 4, and then enters a term. Based on my experience, if the user
4 enters a model name, Google will display images of that model. If the user enters
5 the URL of a website, Google will display images from that website. If the user
6 enters a model name and the URL of a website, Google will display images of that
7 model from that website. To see all the images that Google provides for that search
8 term, the user clicks on a link entitled, "repeat the search with the omitted results
9 included." Attached hereto as Exhibit 9 are the first one hundred images of Perfect
10 10 model Vibe Sorenson that I viewed on July 19, 2005, after I removed the safe
11 search filter and clicked as described above to see all the images of Vibe Sorenson.
12 At the top left of page 111 of Exhibit 9 is the heading, "Google Images." Of the 100
13 images displayed by Google in Exhibit 9, 50 are copyrighted by Perfect 10. Below
14 each image is a URL in green which identifies, among other things, the URL of the
15 website from which Google copied the image. Under each Perfect 10 copyrighted
16 image on page 111 of Exhibit 9, I have highlighted the website from which Google
17 copied that image. For example, Google copied the three Perfect 10 images on page
18 111 from vamp.dk, 3thehardway.nl, and index.hr, respectively, three websites that
19 do not have authority to copy or display those images.

20 38. By clicking on the reduced sized images of Vibe Sorenson displayed by
21 Google in Exhibit 9, I was able to see all of Perfect 10's best images of Vibe
22 Sorenson, full size for free, *without ever taking any action to leave Google's*
23 *website*. Attached hereto as Exhibit 10 is the full size image of Vibe Sorenson that
24 appeared on July 19, 2005, when I clicked on a Perfect 10 copyrighted reduced size
25 image of Vibe Sorenson on page 115 of Exhibit 9, which had written below it in
26 green, "www.3thehardway.nl/.../vibe_sorenson002.html." On top of page 124 of
27 Exhibit 10, at the left it says, "Google Images." Near the reduced size image near
28 the top of the page, there is a highlighted link which says, "See full-size image."

1 Below that link it says, "Image may be scaled down and subject to copyright,"
2 which I have also highlighted. At the bottom of Exhibit 10, the URL contains the
3 term google.com, which is highlighted, showing that the user is still on Google's
4 website.

5 39. Attached hereto as Exhibit 11 is the image displayed on July 19, 2005,
6 when I clicked on the link in Exhibit 10 entitled, "*See full-size image.*"

7 40. Google allows users to scroll through and view pages of infringing
8 websites containing Perfect 10 copyrighted images while they are at google.com. In
9 this way, the user can view thousands of infringing Perfect 10 images without
10 leaving Google. Attached hereto as Exhibit 12 are web pages, all of which contain
11 additional infringing images of Vibe Sorenson, which I viewed on July 19, 2005, by
12 clicking on the arrows above the image of Vibe Sorenson in Exhibit 10. I obtained
13 page 127 of Exhibit 12 by clicking on the left arrow above Vibe Sorenson's head in
14 Exhibit 10. (This was also demonstrated in Exhibit 8.) In order to print this image
15 as it appeared on my computer screen (printing it in the normal fashion causes the
16 image to be split onto two pages), I had to do what is called a "print screen." I
17 obtained page 128 of Exhibit 12 by clicking on the right arrow in Exhibit 10. I
18 obtained page 129 of Exhibit 12 by clicking on the middle arrow in Exhibit 10. I
19 obtained the last page of Exhibit 12 (page 130) by clicking on a reduced size image
20 of Vibe Sorenson at the bottom of page 129 of Exhibit 12. On all of these print-
21 outs, the browser bar shows that I was on images.google.com when I viewed and
22 printed these Perfect 10 copyrighted images.

23 41. In other instances, Google permits users to view full size Perfect 10
24 images by transporting them to the infringing third party website from which
25 Google has copied the Perfect 10 image found through Image Search. Attached
26 hereto as Exhibit 13 is the web page that I viewed on July 19, 2005, when I clicked
27 on the link in blue near the top of the page in Exhibit 10 which reads, "Below is the
28 image in its original context on the page:

1 http://www.3thehardway.nl/.../vibe_sorenson002.html.” The URL of the webpage
2 in Exhibit 13 which I have highlighted is a complete version of the URL in blue that
3 I clicked on in Exhibit 10. In other words, by clicking on the URL in blue in Exhibit
4 10, I was transported to the specific webpage of the website 3thehardway.nl from
5 which the large image of Vibe Sorenson was obtained by Google.

6 42. By clicking on the arrows at the top of Exhibit 13, I was able to access
7 other web pages of 3thehardway.nl and view many other full size Perfect 10
8 copyrighted images of Vibe Sorenson.

9 43. Attached hereto as Exhibit 14 is a page from Perfect 10 Magazine
10 corresponding to the infringing image of Vibe Sorenson in Exhibit 10. The
11 copyright in this photograph is owned by Perfect 10 as reflected by the copyright
12 registration number at the bottom of Exhibit 14 and the copyright certificate on
13 pages 17-18 of Exhibit 1.

14 44. By “right clicking” on the infringing image of Vibe Sorenson in
15 Exhibit 10, and by choosing “Save Picture As” from the resulting menu options, I
16 was able to save a copy of that image in my computer and later view it and print it.
17 Attached hereto as Exhibit 15 is the image of Vibe Sorenson that I downloaded from
18 google.com in that fashion and later printed.

19 45. On August 4, 2005, by doing a Google image search on “Vibe
20 Sorenson,” I was able to view on google.com 160 reduced size Perfect 10
21 copyrighted images of Vibe Sorenson, which I have placed in a folder called “Vibe
22 Sorenson” in Exhibit 83 L-Z, which is a CD with folders for Perfect 10 models
23 whose names start with L through Z. By clicking on some of these reduced size
24 images while on google.com, I was able to view 21 different full size Perfect 10
25 copyrighted images of Vibe Sorenson – essentially the entirety of the best pictures
26 of Vibe Sorenson that Perfect 10 owns. Attached hereto as Exhibit 16 are 5
27 additional examples of full size Perfect 10 copyrighted images of Vibe Sorenson
28 that I was able to view and download for free from google.com on July 7, 2005.

1 Although a number of the images in Exhibit 16 appear on two pages when printed,
2 when I viewed them on my computer monitor, they appeared on one page (as shown
3 in the CD that is Exhibit 8). Following each full-size image I printed from
4 google.com is the page from Perfect 10 Magazine containing that image, along with
5 the volume, issue, page number and corresponding copyright registration number, or
6 the web page from perfect10.com from which the image originated. By right
7 clicking on each full size image shown in Exhibit 16, I have been able to download
8 that image into my computer and print it out or view it at a later date.

9 **Additional Examples Of The Unauthorized Display Of Full Size Perfect 10**
10 **Copyrighted Images**

11 46. I have been able to view over one thousand full size Perfect 10
12 copyrighted images without leaving google.com. Attached hereto as Exhibit 17 are
13 examples of full size Perfect 10 copyrighted images that I viewed on July 2, 2005,
14 by clicking on reduced size Perfect 10 images displayed by Google. Besides
15 displaying to users full size Perfect 10 copyrighted images as shown in this Exhibit,
16 Google also linked users to the website eroticland.net, which displays Google ads
17 (see pages 211-212 of Exhibit 28). The model's name appears either in, or next to,
18 each image. Included in Exhibits 77 and 83 A-K and 83 L-Z is a printout or folder
19 for each model in Exhibit 17 which contains the Perfect 10 Magazine page
20 corresponding to that image, along with the volume, issue, and copyright
21 registration number.

22 47. Attached hereto as Exhibit 18 are some of the full size Perfect 10
23 copyrighted images that I viewed on July 3, 2005, by clicking on a reduced size
24 Perfect 10 copyrighted image displayed by Google from the website kobiety.com,
25 and then by scrolling through that website as described in ¶ 40. I viewed the large
26 Perfect 10 copyrighted images in this exhibit while remaining at google.com. The
27 models pictured in this exhibit are, in order, Zoya Konyieva, Leslie Ann Heaton,
28 Sofia Ovezova, Stayce Dickey, and Lorrie Stewart. The Perfect 10 Magazine pages

