



06-CV-05721-CMP

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DEC 27 2006
CLERK U.S. DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT TACOMA
DEPUTY

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DEC 27 2006
CLERK U.S. DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT TACOMA
DEPUTY

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT TACOMA

UNIVERA LIFESCIENCES, INC., a Delaware Corporation,

Plaintiff,

v.

BLUEBONNET NUTRITION CORP., a Texas Corporation,

Defendant.

No. **C06 5721 RBL**

COMPLAINT

JURY DEMANDED

Plaintiff Univera LifeSciences, Inc., a Delaware corporation, ("Univera" or "Plaintiff") for its complaint against defendant Bluebonnet Nutrition Corp. ("Bluebonnet" or "Defendant") alleges:

I. THE PARTIES

1. Univera is a corporation organized and existing under the laws of the state of Delaware. Univera's principal place of business is 2660 Williamette Dr., N.E., Suite 130, Lacey, Washington 98516.

COMPLAINT

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1 9. Since at least as early as March 2003, Univera began using its family of
2 distinctive AGELESS trademarks, including AGELESS, AGELESSXTRA, and
3 AGELESS PRIME (“AGELESS Marks”) in connection with the development,
4 manufacturing, and sale of dietary supplements in interstate commerce.

5 10. Univera uses the AGELESS Marks in various advertising media, including
6 Internet advertising via its Web site located at www.Universalifesciences.com, direct
7 marketing through its multi-level distribution network, and most importantly, word of
8 mouth.

9 **B. BLUEBONNET’S USE AND REGISTRATION OF THE AGE-LESS
10 SKIN FORMULA MARK**

11 11. Bluebonnet is the owner of U.S. Trademark Registration No. 3,021,311 for
12 the trademark AGE-LESS SKIN FORMULA. A copy of the registration certificate for
13 this mark is attached hereto as Exhibit B.

14 12. Since 1991, Bluebonnet has engaged in the business of developing,
15 manufacturing, and selling nutritional supplements in interstate commerce.

16 13. On information and belief, Bluebonnet markets and sells more than 150
17 different nutritional products, only one of which is marketed under the AGE-LESS SKIN
18 FORMULA mark.

19 14. On information and belief, Bluebonnet distributes its products principally
20 through retail stores owned by third party entities.

21 15. Bluebonnet filed application serial number 76-307,297 (“the ‘297
22 application”) to register the AGE-LESS SKIN FORMULA mark in International Class 5
23 under 15 U.S.C. § 1051(b) on August 24, 2001.

1 16. On information and belief, Bluebonnet first began using the AGE-LESS
2 SKIN FORMULA mark in 2004.

3 **C. BLUEBONNET'S DEMAND**

4 17. On December 8, 2006, Bluebonnet, through its trademark counsel, sent a
5 letter to Univera demanding that Univera discontinue using the AGELESS Marks ("the
6 C&D Letter"). A copy of the C&D Letter is attached hereto as Exhibit C.

7 18. In the C&D Letter, Bluebonnet charges that:

8 [Univera'] use of confusingly similar marks on competing
9 goods is a direct infringement of the rights of [Bluebonnet]
10 in their trademark. Moreover, [Univera'] continued use of
11 these marks is likely to cause confusion or cause mistake or
to deceive as to the affiliation, connection, origin,
sponsorship, or association of the products and services of
[Univera] with the products and services of Bluebonnet.

12 *See Exhibit C (emphasis added).*

13 19. Accordingly, Univera has a reasonable apprehension of being sued by
14 Defendant for infringement of the AGE-LESS SKIN FORMULA mark.

15 **COUNT I**

16 **DECLARATION THAT PLAINTIFF'S USE OF THE AGELESS MARKS
DOES NOT CONSTITUTE A VIOLATION OF 15 U.S.C. § 1114(1)**

17 20. Plaintiff hereby realleges and incorporates by reference Paragraphs 1
18 through 19 of this Complaint as if they were fully set forth herein.

19 21. Plaintiff's use of the AGELESS Marks do not result in a likelihood of
20 confusion among consumers between Plaintiff's goods and Defendant's goods. There is
21 no likelihood that an appreciable number of ordinarily prudent consumers are likely to be
22 misled or confused as to the source of the goods they seek to purchase from Plaintiff or
23 Defendant.

COMPLAINT

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1 22. Plaintiff's use of the AGELESS Marks does not constitute trademark
2 infringement in violation of § 32(1) of the Lanham Act, 15 U.S.C. § 1114(1).

3 **COUNT II**

4 **DECLARATION THAT PLAINTIFF'S USE OF THE AGELESS MARKS**
5 **DOES NOT CONSTITUTE COMMON LAW TRADEMARK INFRINGEMENT**

6 23. Plaintiff hereby realleges and incorporates by reference Paragraphs 1
7 through 22 of this Complaint as if they were fully set forth herein.

8 24. Plaintiff's use of the AGELESS Marks does not constitute common law
9 trademark infringement.

10 **COUNT III**

11 **DECLARATION THAT PLAINTIFF'S USE OF THE AGELESS MARKS**
12 **DOES NOT CONSTITUTE A VIOLATION OF 15 U.S.C. § 1125(A)**

13 25. Plaintiff hereby realleges and incorporates by reference Paragraphs 1
14 through 24 of this Complaint as if they were fully set forth herein.

15 26. Plaintiff has not adopted, advertised, and used the AGELESS Marks to
16 identify its goods for the purposes of (i) trading on the goodwill and reputation of
17 Defendant, (ii) capitalizing on the expenditures made by Defendant in advertising its
18 goods, and/or (iii) misleading the purchasing public into believing Plaintiff's goods are
19 authorized, connected with, sponsored, or approved by Defendant, nor does Plaintiff intend
20 to adopt, advertise and use the AGELESS Marks for these purposes.

21 27. The offering for sale, the advertising for sale, and the sale by Plaintiff of its
22 goods under the AGELESS Marks are not likely to cause confusion, mistake and deception
23 among consumers as to the source and origin of Plaintiff's goods.

COMPLAINT

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SEA 1924974v1 8888888-000001

Davis Wright Tremaine LLP
LAW OFFICES
2600 Century Square · 1501 Fourth Avenue
Seattle, Washington 98101-1688
(206) 622-3150 · Fax: (206) 628-7699

1 (5) The Court award Plaintiff its attorneys' fees and expenses associated with
2 bringing this claim;

3 (6) The Court tax all costs of this action against Defendant; and

4 (7) The Court grant such other and further relief as it deems just.

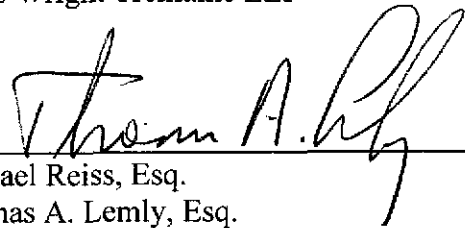
5 **JURY TRIAL DEMANDED**

6 Plaintiff demands a trial by jury as to all issues and causes of action so triable
7 herein, pursuant to Federal Rule of Civil Procedure 38.

8 DATED this 27 day of December, 2006.

9 Respectfully submitted,

10 Davis Wright Tremaine LLP

11 By 

12 Michael Reiss, Esq.
13 Thomas A. Lemly, Esq.
14 Eric B. Martin, Esq.
15 2600 Century Square
16 1501 Fourth Avenue
17 Seattle, WA 98101-1688
18 Telephone: (206) 622-3150
19 Fax: (206) 628-7699
20 E-mail: mikereiss@dwt.com
21 E-mail: tomlemly@dwt.com
22 E-mail: ericmartin@dwt.com

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Of Counsel:
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Stephen B. Perkins, Esq.
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Attorneys for Plaintiff
UNIVERA LIFESCIENCES, INC.

COMPLAINT

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Davis Wright Tremaine LLP
LAW OFFICES
2600 Century Square · 1501 Fourth Avenue
Seattle, Washington 98101-1688
(206) 622-3150 · Fax (206) 628-7699

Int. Cl.: 5

Prior U.S. Cls.: 6, 18, 44, 46, 51, and 52

Reg. No. 3,058,128

United States Patent and Trademark Office

Registered Feb. 7, 2006

**TRADEMARK
PRINCIPAL REGISTER**

AGELESS

UNIVERA, INC. (DELAWARE CORPORATION)
2660 WILLAMETTE DR., N.E.
LACEY, WA 98516

FIRST USE 3-14-2003; IN COMMERCE 3-14-2003.

SN 78-219,905, FILED 2-27-2003.

FOR: DIETARY SUPPLEMENTS, IN CLASS 5 (U.S.
CLS. 6, 18, 44, 46, 51 AND 52).

DOMINICK J. SALEMI, EXAMINING ATTORNEY

EXHIBIT A

Int. Cl.: 5

Prior U.S. Cls.: 6, 18, 44, 46, 51, and 52

United States Patent and Trademark Office

Reg. No. 3,021,311

Registered Nov. 29, 2005

**TRADEMARK
PRINCIPAL REGISTER**

AGE-LESS SKIN FORMULA

BLUEBONNET NUTRITION CORP. (TEXAS
CORPORATION)
12915 DAIRY ASHFORD
SUGARLAND, TX 77478

NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "SKIN FORMULA", APART FROM
THE MARK AS SHOWN.

FOR: NUTRITIONAL SUPPLEMENTS, IN CLASS
5 (U.S. CLS. 6, 18, 44, 46, 51 AND 52).

SN 76-307,297, FILED 8-31-2001.

FIRST USE 0-0-2004; IN COMMERCE 0-0-2004.

KAREN K. BUSH, EXAMINING ATTORNEY

RECEIVED

DEC 12 2006

THOMAS J. HOOLIHAN

EGBERT LAW OFFICES

STATE NATIONAL BUILDING
412 MAIN ST., 7TH FLOOR
HOUSTON, TEXAS 77002
TELEPHONE (713) 224-8080
FACSIMILE (713) 223-4873
mail@egbertlawoffices.com

PATENT, TRADEMARK,
COPYRIGHT &
TECHNOLOGY-RELATED MATTERS

December 8, 2006

CERTIFIED MAIL
RETURN RECEIPT
REQUESTED

President
Univera LifeSciences
2660 Willamette Dr. NE
Lacey, WA 98516

Re: Our File: 1303-38
For: Trademark "AGELESS" Infringement by Univera LifeSciences

Dear Sirs:

We are trademark counsel to Bluebonnet Nutrition Corp. ("Bluebonnet"), one of the leading nutritional supplement manufacturers in the United States and owner of the trademark "AGE-LESS SKIN FORMULA". This mark has widespread acceptance and fame with consumers as identifying Bluebonnet's superior nutritional products. The trademark "AGE-LESS SKIN FORMULA" is presently the subject of U.S. Trademark Registration No. 3,021,311, registered on November 29, 2005. A copy of the Certificate of Registration is attached hereto. *See Attachment "A"*.

Recently, it has come to our attention that your company has adopted the marks "AGELESS", "AGELESS ESSENTIALS", "AGELESS XTRA", and "AGELESS PRIME" for use in association with nutritional supplements. We are aware that these marks have been displayed on labels and advertising associated with such products as evidenced by the reproductions attached hereto. *See Attachment "B"*.

Bluebonnet has made a substantial investment in the trademark "AGE-LESS SKIN FORMULA". Your use of confusingly similar marks on competing goods is a direct infringement of the rights of my client in their trademark. Furthermore, your continued use of these marks is likely to cause confusion, or to cause mistake, or to deceive as to the affiliation, connection, origin, sponsorship, or association of the products and services of your company with the products and services of Bluebonnet.

We are asking that you contact us, no later than fifteen (15) days from the receipt of this letter, so as to provide us with the assurance that you will discontinue your use of the marks "AGELESS", "AGELESS ESSENTIALS", "AGELESS XTRA", and "AGELESS PRIME".

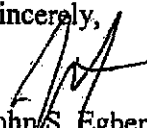
EXHIBIT C

President
Univera LifeSciences
December 8, 2006
Page 2

We strongly encourage you to seek counsel of competent trademark attorneys with respect to your rights and responsibilities relative to the use of these marks.

We are hopeful of an amicable resolution to this matter and await your early reply.

Sincerely,



John S. Egbert

JSE:ljc
Enclosure
cc: Mr. Gary Barrows

ATTACHMENT "A"

Int. Cl.: 5

Prior U.S. Cls.: 6, 18, 44, 46, 51, and 52

Reg. No. 3,021,311

United States Patent and Trademark Office

Registered Nov. 29, 2005

**TRADEMARK
PRINCIPAL REGISTER**

AGE-LESS SKIN FORMULA

BLUEBONNET NUTRITION CORP. (TEXAS
CORPORATION)
12915 DAIRY ASHFORD
SUGARLAND, TX 77478

NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "SKIN FORMULA", APART FROM
THE MARK AS SHOWN.

FOR: NUTRITIONAL SUPPLEMENTS, IN CLASS
5 (U.S. CLS. 6, 18, 44, 46, 51 AND 52).

SN 76-307,297, FILED 8-31-2001.

FIRST USE 0-0-2004; IN COMMERCE 0-0-2004.

KAREN K. BUSH, EXAMINING ATTORNEY

ATTACHMENT "B"



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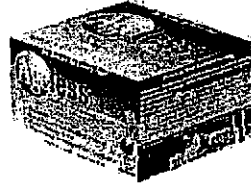
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Ageless™ (Capsules)

Feel Younger, Longer

Contains Projectin™, Serenix™, Energetix™, Maxcell™, Green Tea Extract, Ornithine, Ketoglutarate, Pyridoxal-5-phosphate (P5P), Niacin, niacinamide



Problem

As we age, our body requires specific nutrients to maintain the mental and physical energy levels of our youth. When these nutrients are lacking in our diet, we can begin to experience fatigue, mental sluggishness, increased stress, and aches and pains—symptoms many people accept as part of “getting older”.

Solution

Ageless™ contains herbs, vitamins and nutrients all known to play key roles in energy production, mental function, stress reduction, and anti-aging. Age is a feeling, not a number, and restoring tissue levels of these essential nutrients can have profound effects on energy, stamina, mental clarity, mood, fitness, and weight management.

Benefits

1. Helps reduce stress and fatigue, naturally*
2. Supports energy production*
3. Helps maintain positive mood and outlook*
4. Clinically tested and shown to support mental function*

Most relevant for:

All adults over age 25 seeking greater energy, reduced stress, and support for mood and mental clarity.

Directions:

As a dietary supplement, take two capsules twice daily, once in the morning and once in the afternoon before 3:00 p.m. Product does not need to be taken with food.

Note:

For individuals 1) who have pre-existing medical conditions and/or 2) who may experience sensitivity to the Ageless program when starting their regime with the full, recommended amount; we suggest the following approach: Take 1 capsule per day for 2-3 days. Increase by 1 additional capsule per day each successive 2-3 days until the recommended usage is achieved (2 capsules in the morning and 2 in the afternoon).

Method of Delivery:

Vegetarian capsules

Description:

Ageless™ is a combination of four unique all-natural compounds plus other nutrients that support energy production, stress reduction and anti-aging.

Structure/Function Claim

Contains Energetix™, a proprietary 3-ginseng combination that supports energy production; Serenix™, a proprietary natural extract that helps reduce stress and maintain a

Products

- [Products](#)
- [Ageless Essentials](#)
- [AgelessXtra®](#)
- [Ageless Prime®](#)
- [Ageless™ \(Capsules\)](#)
- [Regenicare®](#)
- [Inthinly®](#)
- [Natural Solutions](#)
- [Functional Foods](#)
- [Product Guarantee](#)
- [Ageless Test](#)

positive outlook; Protectin™, a patented natural compound shown to protect the body from the wear and tear of catabolic forces; and Maxcell™, a patented vitamin delivery system that can help increase vital nutrient absorption.*

*These statements have not been evaluated by the Food and Drug Administration. This product is not intended to diagnose, treat, cure, or prevent any disease.

Testing and Analysis

All Univera Wellness Network products are randomly quality tested for label claims. Nutritional, microbial, and heavy metals analysis were completed for this product by third party independent laboratories.

Quality Control Method:

All raw materials are randomly qualified by analytical testing procedures for quality and identity prior to release for manufacturing. All botanicals are randomly tested for quality and purity.

Supplement Facts

Serving Size: 4 capsules
Servings Per Container: 30
Nutrients: Amount per serving, % Daily Value
Vitamin B3 (as niacin, niacinamide): 35 mg, 175%
Vitamin B6 (as pyridoxal-5-phosphate): 8mg, 400%
Serenix™ Corn Extract: 1000mg, *
Energetix 3-Ginseng Complex: 750mg, *
 Panax Ginseng Extract, *
 Rhodiola Extract, *
 Eleuthero Extract
Green Tea Extract (5% theanine): 440mg
Ornithine Keto-Glutarate: 300mg
Protectin™ Proprietary Blend: 300mg, *
 Catechu (bark)
 Scullcap (root)
Maxcell™ Proprietary Blend: 30mg, *
 Jujube extract (fruit)
 Black Pepper Extract (fruit)
 Aloe 200:1 Extract (leaf)
 Chinese Licorice (root)
Percent Daily Values are based on a 2,000 calorie diet.
*Daily Value not established.
Other Ingredients: magnesium stearate, cellulose

Ingredients:

Serenix™, Energetix™, Green Tea Extract, Ornithine Keto-glutarate, Protectin™, MaxCell™, Vitamin B3 (as niacin, niacinamide), Vitamin B6 (as pyridoxal-5-phosphate), magnesium stearate, cellulose

Warnings:

Do not take if allergic to corn. Not intended for use by pregnant or breast feeding women, or those under age 18. If you have any medical conditions or are taking medications (over-the-counter or prescription), please consult your doctor before using this product.

Recommended Use:

Ageless™ should not be taken with long-term use of NSAIDs like aspirin, acetaminophen, ibuprofen, or indomethacin, or prescription COX-2 inhibitors like Vioxx, Celebrex, Mobic, or Bactrex, in order to avoid the amplification of the known side effects of those products.

As with all nutritional products, if you are under the care of a physician, please consult with your health professional before taking this product.

How Supplied:

Ageless™ is supplied in boxes containing 120 blister-packed vegetarian capsules

Availability:

Available from an Univera LifeSciences independent Associate.

Manufacture's Address:

Univera LifeSciences
2660 Willamette Dr. NE
Lacey, WA 98516

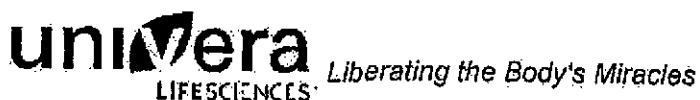
Item Number: 1040

Ageless™ (Capsules)

Preferred Price: \$80.95
Customer Direct: \$66.95

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Ageless Essentials

Ageless Essentials™—this sophisticated formula was designed to supply your body with *everything you need*: protein, carbohydrates, essential fats, minerals, vitamins and fiber...and *nothing you don't*: no trans fats, no refined sugar, artificial colors or flavors. *Now*, All of the nutrients commonly lacking in the typical western diet in one tasty food that your body absorbs almost instantly. Everything you need. Nothing you don't.

[Ageless Essentials Flyer](#)

Ageless Essentials™ Ready to Drink Minis

Preferred Price: \$54.95
Customer Direct: \$60.95

[RDT](#)

Products

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- [Ageless Essentials](#)
- [AgelessXtra®](#)
- [Ageless Prime®](#)
- [Ageless™ \(Capsules\)](#)
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AgelessXtra®



Helps protect DNA against free radical damage!

AgelessXtra

*The first and only full-spectrum cell-renewal formula.
The antioxidant protection of more than
10 servings of fruits & vegetables.*

Imagine
the possibilities...

- **Energy** - to get you through the afternoon doldrums
- **Mental Acuity** - to stay focused
- **Stress Management** - to keep life's bothers at bay
- **Joint Comfort & Flexibility** - to allow regular exercise

AgelessXtra is the ultimate demonstration of the magic that can happen when 21st century science is combined with the natural healing powers of Mother Nature.

Ingredients in this special blend of botanicals have undergone Genomics/ DNA research. By using some of the most sophisticated scientific equipment available, Oasis designed AgelessXtra to trigger a unique cell-renewal process which supports a multitude of health benefits tailor made for the busy baby boomer.....

Products

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[AgelessXtra®](#)

[Benefits](#)

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[Research](#)

[Ageless Prime®](#)

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[Regenicare®](#)

[Integrity®](#)

[Natural Solutions](#)

[Functional Foods](#)

[Product Guarantee](#)

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AgelessXtra® Concentrate

Preferred Price: \$38.50
Customer Direct: \$42.50

AgelessXtra® Ready to Drink

Minis

Preferred Price: \$54.95
Customer Direct: \$60.95

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Ageless Prime®

Contains 7-Keto™, DHEA, DIM, N-acetyl cysteine, acetyl L-carnitine, alpha-lipoic acid, methylcobalamin, R5P, P5P, and MaxCell.



Problem

Beginning at age 35, the body's ability to rebuild and repair itself starts to decline. The metabolic signals that tell the body to make new healthy cells begin to dim. At the same time, the break down/tear down/wear out processes pick up speed. The result is that our anabolic/catabolic "seesaw" tips toward the catabolic (wear down) side.

Solution

Ageless Prime delivers key nutrients that support the body's anabolic signals for healthy cell renewal. DHEA is one key trigger for these anabolic signals. Ageless Prime helps tip the anabolic/catabolic "seesaw" back in our favor. We can maintain lean muscle mass more efficiently, possibly slow the accumulation of abdominal fat and enjoy the youthful energy enthusiasm and creativity we took for granted in our "prime"

Benefits:

1. Bioenergetic nutrients that support cellular energy production.*
2. Contains a patented cruciferous vegetable extract to help balance hormones.*
3. Biologically active forms of vitamins B2, B6 and B12 to support performance of mind and body.*

Most Relevant For:

All adults over age 35.

Directions:

Take one capsule in the morning and one capsule in the evening before bed, with or without food.

Method of Delivery:

Capsule

Structure/Function Claims

Helps restore cell renewal signals throughout the body and brain.*

Promotes cellular energy production.*

*These statements have not been evaluated by the Food and Drug Administration. This product is not intended to diagnose, treat, cure, or prevent any disease.

Testing and Analysis

All Univera LifeSciences™ products are randomly quality tested for label claims. Nutritional, microbial, and heavy metals analysis were completed for this product by third party independent laboratories. All raw materials are randomly qualified by analytical testing procedures for quality and identity prior to release for manufacturing. All botanicals are randomly tested for quality and purity.

Supplement Facts

AGELESS PRIME®

Products

- [Products](#)
- [Ageless Essentials](#)
- [AgelessXtra®](#)
- [Ageless Prime®](#)
- [Ageless™ \(Capsules\)](#)
- [Regenicare®](#)
- [Inthinity®](#)
- [Natural Solutions](#)
- [Functional Foods](#)
- [Product Guarantee](#)
- [Ageless Test](#)

Serving Size: 1 capsule
Servings per Container: 60
Riboflavin (as riboflavin-5-phosphate) 1.5 mg 100%
Vitamin B6 (as pyridoxal-5-phosphate) 1.5 mg 88%
Vitamin B12 (as methylcobalamin) 400 mcg 6667%
Chrysin 135 mg *
Wolfberry extract (fruit) 100 mg*
N-Acetyl-Cysteine 100 mg*
Acetyl-L-Carnitine 60 mg*
Alpha-Lipoic Acid 50 mg*
DIM (dihydroylmethane) 15 mg*
7-Keto DHEA 15 mg*
DHEA 7 mg*
Alpha-lipoic Acid 10mg *
Maxcell™ Proprietary Blend 25mg *
Jujube extract (fruit), Black Pepper Extract (fruit),
Aloe Vera (dried gel), Chinese licorice (root)
*Daily Value not established.

Ingredients

Other Ingredients:

Calcium phosphate, cellulose, magnesium stearate, silica.

Warnings:

Not intended for use by pregnant or nursing women, or those under the age of 30. If you have a medical condition, please consult your doctor before using this product. Best results will be obtained when combined with moderate and consistent exercise.

How Supplied:

60 capsule bottle

Availability:

Available from an Univera LifeSciences™ Independent Associate.

Manufacture's Address:

Univera LifeSciences
2660 Willamette Dr. NE
Lacey, WA.98516

Item Number: 1037

Ageless Prime®
Preferred Price: \$70.50
Customer Direct: \$78.95



[← Prev](#)