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FOR COURT USE ONLY

UCS

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 TL \$475.00
 ASB: 1 15-CV-285192

SUPERIOR COURT OF CALIFORNIA, COUNTY OF Santa Clara
 STREET ADDRESS: 191 North First Street
 MAILING ADDRESS:
 CITY AND ZIP CODE: San Jose, CA 95113
 BRANCH NAME:

PLAINTIFF: Yahoo! Inc. ;
 DEFENDANT: Trada, Inc. ;
 DOES 1 TO 10;

CONTRACT
 COMPLAINT AMENDED COMPLAINT (Number):
 CROSS-COMPLAINT AMENDED CROSS-COMPLAINT (Number):

Jurisdiction (check all that apply):
 ACTION IS A LIMITED CIVIL CASE
 Amount demanded does not exceed \$10,000
 exceeds \$10,000, but does not exceed \$25,000
 ACTION IS AN UNLIMITED CIVIL CASE (exceeds \$25,000)
 ACTION IS RECLASSIFIED by this amended complaint or cross-complaint
 from limited to unlimited
 from unlimited to limited

CASE NUMBER:
115CV285192

1. Plaintiff* (name or names): Yahoo! Inc.

alleges causes of action against defendant* (name or names): Trada, Inc.
2. This pleading, including attachments and exhibits, consists of the following number of pages: 34
3. a. Each plaintiff named above is a competent adult

except plaintiff (name): Yahoo! Inc.

 - (1) a corporation qualified to do business in California
 - (2) an unincorporated entity (describe):
 - (3) other (specify):

b. Plaintiff (name):

 - a. has complied with the fictitious business name laws and is doing business under the fictitious name (specify):
 - b. has complied with all licensing requirements as a licensed (specify):

c. Information about additional plaintiffs who are not competent adults is shown in Attachment 3c.
4. a. Each defendant named above is a natural person

except defendant (name): Trada, Inc. except defendant (name):

(1) <input type="checkbox"/> a business organization, form unknown	(1) <input type="checkbox"/> a business organization, form unknown
(2) <input checked="" type="checkbox"/> a corporation	(2) <input type="checkbox"/> a corporation
(3) <input type="checkbox"/> an unincorporated entity (describe):	(3) <input type="checkbox"/> an unincorporated entity (describe):
(4) <input type="checkbox"/> a public entity (describe):	(4) <input type="checkbox"/> a public entity (describe):
(5) <input type="checkbox"/> other (specify):	(5) <input type="checkbox"/> other (specify):

4. (Continued)

b. The true names of defendants sued as Does are unknown to plaintiff.

(1) Doe defendants (specify Doe numbers): 1-10 were the agents or employees of the named defendants and acted within the scope of that agency or employment.(2) Doe defendants (specify Doe numbers): 1-10 are persons whose capacities are unknown to plaintiff.c. Information about additional defendants who are not natural persons is contained in Attachment 4c.d. Defendants who are joined under Code of Civil Procedure section 382 are (names):5. Plaintiff is required to comply with a claims statute, anda. has complied with applicable claims statutes, orb. is excused from complying because (specify):6. This action is subject to Civil Code section 1812.10 Civil Code section 2984.4.

7. This court is the proper court because

a. a defendant entered into the contract here.b. a defendant lived here when the contract was entered into.c. a defendant lives here now.d. the contract was to be performed here.e. a defendant is a corporation or unincorporated association and its principal place of business is here.f. real property that is the subject of this action is located here.g. other (specify): The parties consented to the jurisdiction and venue of the Santa Clara County Superior Court.

8. The following causes of action are attached and the statements above apply to each (each complaint must have one or more causes of action attached):

 Breach of Contract Common Counts Other (specify):9. Other allegations:

The subject contract was to be performed in Santa Clara County and the breach occurred here.

10. Plaintiff prays for judgment for costs of suit; for such relief as is fair, just, and equitable; and for

a. damages of: \$ 315,380.79b. interest on the damages(1) according to proof(2) at the rate of (specify): 10.00 percent per year from (date): March 8, 2015c. attorney's fees(1) of: \$ 1,000.00(2) according to proof.d. other (specify):11. The paragraphs of this pleading alleged on information and belief are as follows (specify paragraph numbers):

Date: September / , 2015

Thomas A. Burg

(TYPE OR PRINT NAME)

BIALSON, BERGEN & SCHWAB

(SIGNATURE OF PLAINTIFF OR ATTORNEY)

(If you wish to verify this pleading, affix a verification.)

SHORT TITLE: Yahoo! Inc. vs. Trada, Inc.

CASE NUMBER:

First

(number)

CAUSE OF ACTION—Breach of ContractATTACHMENT TO Complaint Cross - Complaint

(Use a separate cause of action form for each cause of action.)

BC-1. Plaintiff (name): Yahoo! Inc.

alleges that on or about (date): March 26, 2014

a written oral other (specify):

agreement was made between (name parties to agreement): Plaintiff Yahoo! Inc. and Defendant Trada, Inc. and DOES 1-10

 A copy of the agreement is attached as Exhibit A, or The essential terms of the agreement are stated in Attachment BC-1 are as follows (specify):

On March 26, 2014, Defendant Trada, Inc. electronically accepted an Insertion Order in which it requested and agreed to pay for advertising on websites operated by Yahoo (hereinafter "Insertion Order"). A true and correct copy of the Insertion Order is attached as Exhibit A. The Insertion Order was subject to Yahoo's Master Terms and Conditions and Program Terms, which are attached as Exhibit B. Yahoo provided all search term advertising required under the Insertion Order and issued invoices to Defendants, which have a current outstanding balance of \$315,380.79 (hereinafter the "Invoices"). True and correct copies of the Invoices are attached as Exhibit C.

BC-2. On or about (dates):

defendant breached the agreement by the acts specified in Attachment BC-2 the following acts (specify): Failing to make payment for the advertising services provided by Yahoo.

BC-3. Plaintiff has performed all obligations to defendant except those obligations plaintiff was prevented or excused from performing.

BC-4. Plaintiff suffered damages legally (proximately) caused by defendant's breach of the agreement

as stated in Attachment BC-4 as follows (specify): \$315,380.79

BC-5. Plaintiff is entitled to attorney fees by an agreement or a statute

of \$

according to proof.

BC-6. Other: Prejudgment interest at the rate of ten (10%) percent per annum from and after March 8, 2015.

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Page 1 of 1

SHORT TITLE: Yahoo! Inc. vs. Trada, Inc.	CASE NUMBER:
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Second (number) **CAUSE OF ACTION—Common Counts**

ATTACHMENT TO Complaint Cross - Complaint

(Use a separate cause of action form for each cause of action.)

CC-1. Plaintiff (name): Yahoo! Inc.

alleges that defendant (name): Trada, Inc. and DOES 1-10

became indebted to plaintiff other (name):

- a. within the last four years
 - (1) on an open book account for money due.
 - (2) because an account was stated in writing by and between plaintiff and defendant in which it was agreed that defendant was indebted to plaintiff.

- b. within the last two years four years
 - (1) for money had and received by defendant for the use and benefit of plaintiff.
 - (2) for work, labor, services and materials rendered at the special instance and request of defendant and for which defendant promised to pay plaintiff
 - the sum of \$
 - the reasonable value.
 - (3) for goods, wares, and merchandise sold and delivered to defendant and for which defendant promised to pay plaintiff
 - the sum of \$
 - the reasonable value.
 - (4) for money lent by plaintiff to defendant at defendant's request.
 - (5) for money paid, laid out, and expended to or for defendant at defendant's special instance and request.
 - (6) other (specify):

CC-2. \$ 315,380.79, which is the reasonable value, is due and unpaid despite plaintiff's demand, plus prejudgment interest according to proof at the rate of 10 percent per year from (date): March 8, 2015

CC-3. Plaintiff is entitled to attorney fees by an agreement or a statute of \$ 1,000.00 per Civ. Code §1717.5 according to proof.

CC-4. Other:

SHORT TITLE: Yahoo! Inc. vs. Trada, Inc.

CASE NUMBER:

Third CAUSE OF ACTION—Common Counts

(number)

ATTACHMENT TO Complaint Cross - Complaint

(Use a separate cause of action form for each cause of action.)

CC-1. Plaintiff (name): Yahoo! Inc.

alleges that defendant (name): Trada, Inc. and DOES 1-10

became indebted to plaintiff other (name):

a. within the last four years

(1) on an open book account for money due.

(2) because an account was stated in writing by and between plaintiff and defendant in which it was agreed that defendant was indebted to plaintiff.

b. within the last two years four years

(1) for money had and received by defendant for the use and benefit of plaintiff.

(2) for work, labor, services and materials rendered at the special instance and request of defendant and for which defendant promised to pay plaintiff

the sum of \$
 the reasonable value.

(3) for goods, wares, and merchandise sold and delivered to defendant and for which defendant promised to pay plaintiff

the sum of \$
 the reasonable value.

(4) for money lent by plaintiff to defendant at defendant's request.

(5) for money paid, laid out, and expended to or for defendant at defendant's special instance and request.

(6) other (specify):

CC-2. \$ 315,380.79, which is the reasonable value, is due and unpaid despite plaintiff's demand, plus prejudgment interest according to proof at the rate of 10 percent per year from (date): March 8, 2015

CC-3. Plaintiff is entitled to attorney fees by an agreement or a statute

of \$

according to proof.

CC-4. Other:

SHORT TITLE: Yahoo! Inc. vs. Trada, Inc.

CASE NUMBER:

Fourth CAUSE OF ACTION—Common Counts

(number)

ATTACHMENT TO [x] Complaint [] Cross - Complaint

(Use a separate cause of action form for each cause of action.)

CC-1. Plaintiff (name): Yahoo! Inc.

alleges that defendant (name): Trada, Inc. and DOES 1-10

became indebted to [x] plaintiff [] other (name):

- a. [] within the last four years
(1) [] on an open book account for money due.
(2) [] because an account was stated in writing by and between plaintiff and defendant in which it was agreed that defendant was indebted to plaintiff.
b. [x] within the last [x] two years [] four years
(1) [] for money had and received by defendant for the use and benefit of plaintiff.
(2) [x] for work, labor, services and materials rendered at the special instance and request of defendant and for which defendant promised to pay plaintiff
[x] the sum of \$ 308,514.12
[] the reasonable value.
(3) [] for goods, wares, and merchandise sold and delivered to defendant and for which defendant promised to pay plaintiff
[] the sum of \$
[] the reasonable value.
(4) [] for money lent by plaintiff to defendant at defendant's request.
(5) [] for money paid, laid out, and expended to or for defendant at defendant's special instance and request.
(6) [] other (specify):

CC-2. \$ 315,380.79, which is the reasonable value, is due and unpaid despite plaintiff's demand, plus prejudgment interest [] according to proof [x] at the rate of 10 percent per year from (date): March 8, 2015

CC-3. [] Plaintiff is entitled to attorney fees by an agreement or a statute [] of \$ [] according to proof.

CC-4. [] Other: