

EXHIBIT B

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MINNESOTA**

3M COMPANY and)	
3M INNOVATIVE PROPERTIES)	
COMPANY,)	
)	CIVIL ACTION FILE
Plaintiffs,)	
)	NO. 0:10-cv-02630-MJD-FLN
v.)	
)	JURY TRIAL DEMANDED
AVERY DENNISON)	
CORPORATION,)	
)	
Defendant.)	

FIRST AMENDED COMPLAINT

3M COMPANY and 3M INNOVATIVE PROPERTIES COMPANY (collectively, “3M” or “Plaintiffs”), plaintiffs in the above-captioned matter, make and file this First Amended Complaint against defendant AVERY DENNISON CORPORATION (“Avery” or “Defendant”). In support of this First Amended Complaint, 3M respectfully shows the Court as follows:

NATURE AND BASIS OF ACTION

1. 3M is the worldwide leader in retroreflective sheeting technology. This technology is used in a variety of applications, including on road signs that enhance motorist and passenger safety around the world. 3M has invested substantial resources creating a new generation of reflective sheeting using full corner cube geometry, sold as 3M’s Diamond Grade DG^{3™} product. 3M’s Diamond Grade DG^{3™} product is used around the world to improve roadway safety. As the innovator in this field, 3M has obtained numerous patents directed to retroreflective sheeting technology, including full corner cube elements such as those used in 3M’s Diamond Grade DG^{3™} product. Avery, 3M’s direct competitor in the retroreflective

sheeting market, is introducing to the market a retroreflective sheeting product including full corner cube elements that infringes thirteen 3M patents. 3M seeks to stop Avery from sales of its infringing retroreflective sheeting product and to recover damages suffered from Avery's infringement. Avery's infringing actions will irreparably harm 3M, which has invested substantial resources developing full corner cube retroreflective sheeting and obtaining the protections afforded by the U.S. patent laws. Accordingly, 3M seeks preliminary and permanent injunctive relief and damages, as well as the other relief set forth herein, for Avery's violation of 3M's valuable intellectual property rights.

2. This is an action in which 3M asserts against Avery claims for patent infringement arising under the patent laws of the United States, 35 U.S.C. § 1 et seq. 3M seeks monetary damages as well as preliminary and permanent injunctive relief against Avery.

THE PARTIES

3. 3M Company is a Delaware corporation with its principal place of business at 3M Center, St. Paul, Minnesota 55133-3427.

4. 3M Innovative Properties Company is a wholly-owned subsidiary of 3M Company with its principal place of business at 3M Center, St. Paul, Minnesota 55133-3427.

5. On information and belief, Avery is a Delaware corporation doing business in Minnesota and having its principal place of business at 150 North Orange Grove Boulevard, Pasadena, California 91103.

JURISDICTION AND VENUE

6. This Court has jurisdiction over the subject matter of this action under 28 U.S.C. §§ 1331 and 1338.

7. Venue in this Court is proper under 28 U.S.C. §§ 1391 and 1400.

8. This Court has personal jurisdiction over Avery because Avery's contacts with the State of Minnesota are significant and pervasive. The State of Minnesota is a large and important market for the sale of Avery's products. Avery has sales representatives, dealers, and distributors located in the State of Minnesota that market, promote, and sell Avery's products. Avery has conducted business continuously and systematically in the State of Minnesota and in this judicial district for many years and continues to conduct that business actively today.

PLAINTIFFS' PATENTS-IN-SUIT

U.S. Patent No. 5,706,132

9. On January 6, 1998, the United States Patent and Trademark Office ("USPTO") duly and lawfully issued United States Patent No. 5,706,132 ("the '132 Patent"), entitled "Dual Orientation Retroreflective Sheeting" to inventors Susan K. Nestegard, Gerald M. Benson, Cheryl Frey, John C. Kelliher, James E. Lasch, Kenneth L. Smith, and Theodore J. Szczech. A true and correct copy of the '132 Patent is attached hereto as Exhibit A.

10. The '132 Patent is currently in full force and effect.

11. All right, title, and interest in and to the '132 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the '132 Patent.

12. 3M Company is the exclusive licensee of the '132 Patent.

13. The '132 Patent contains forty-five claims generally directed to retroreflective sheeting.

14. In accordance with 35 U.S.C. § 282, the '132 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 5,936,770

15. On August 10, 1999, the USPTO duly and lawfully issued United States Patent No. 5,936,770 (“the ‘770 Patent”), entitled “Dual Orientation Retroreflective Sheeting” to inventors Susan K. Nestegard, Gerald M. Benson, Cheryl M. Frey, John C. Kelliher, James E. Lasch, Kenneth L. Smith, and Theodore J. Szczech. A true and correct copy of the ‘770 Patent is attached hereto as Exhibit B.

16. The ‘770 Patent is currently in full force and effect.

17. All right, title, and interest in and to the ‘770 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘770 Patent.

18. 3M Company is the exclusive licensee of the ‘770 Patent.

19. The ‘770 Patent contains forty-eight claims generally directed to retroreflective sheeting.

20. In accordance with 35 U.S.C. § 282, the ‘770 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 6,884,371

21. On April 26, 2005, the USPTO duly and lawfully issued United States Patent No. 6,884,371 (“the ‘371 Patent”), entitled “Method Of Making Retroreflective Sheeting And Articles” to inventor Kenneth L. Smith. A true and correct copy of the ‘371 Patent is attached hereto as Exhibit C.

22. The ‘371 Patent is currently in full force and effect.

23. All right, title, and interest in and to the ‘371 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘371 Patent.

24. 3M Company is the exclusive licensee of the ‘371 Patent.

25. The '371 Patent contains sixteen claims generally directed to methods of making retroreflective sheeting.

26. In accordance with 35 U.S.C. § 282, the '371 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 7,188,960

27. On March 13, 2007, the USPTO duly and lawfully issued United States Patent No. 7,188,960 ("the '960 Patent"), entitled "Retroreflective Sheeting Having High Retroreflectance At Low Observation Angles" to inventor Kenneth L. Smith. A true and correct copy of the '960 Patent is attached hereto as Exhibit D.

28. The '960 Patent is currently in full force and effect.

29. All right, title, and interest in and to the '960 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the '960 Patent.

30. 3M Company is the exclusive licensee of the '960 Patent.

31. The '960 Patent contains seventeen claims generally directed to retroreflective sheeting.

32. In accordance with 35 U.S.C. § 282, the '960 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 7,261,426

33. On August 28, 2007, the USPTO duly and lawfully issued United States Patent No. 7,261,426 ("the '426 Patent"), entitled "Lamina Comprising Cube Corner Elements And Retroreflective Sheeting" to inventor Kenneth L. Smith. A true and correct copy of the '426 Patent is attached hereto as Exhibit E.

34. The '426 Patent is currently in full force and effect.

35. All right, title, and interest in and to the '426 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the '426 Patent.

36. 3M Company is the exclusive licensee of the '426 Patent.

37. The '426 Patent contains fourteen claims generally directed to articles comprising preferred geometry cube corner elements.

38. In accordance with 35 U.S.C. § 282, the '426 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 7,329,012

39. On February 12, 2008, the USPTO duly and lawfully issued United States Patent No. 7,329,012 ("the '012 Patent"), entitled "Lamina Comprising Cube Corner Elements And Retroreflective Sheeting" to inventor Kenneth L. Smith. A true and correct copy of the '012 Patent is attached hereto as Exhibit F.

40. The '012 Patent is currently in full force and effect.

41. All right, title, and interest in and to the '012 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the '012 Patent.

42. 3M Company is the exclusive licensee of the '012 Patent.

43. The '012 Patent contains nine claims generally directed to retroreflective sheeting.

44. In accordance with 35 U.S.C. § 282, the '012 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 7,458,694

45. On December 2, 2008, the USPTO duly and lawfully issued United States Patent No. 7,458,694 ("the '694 Patent"), entitled "Method Of Making Retroreflective Sheeting And

Articles” to inventor Kenneth L. Smith. A true and correct copy of the ‘694 Patent is attached hereto as Exhibit G.

46. The ‘694 Patent is currently in full force and effect.

47. All right, title, and interest in and to the ‘694 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘694 Patent.

48. 3M Company is the exclusive licensee of the ‘694 Patent.

49. The ‘694 Patent contains sixteen claims generally directed to methods of making retroreflective sheeting.

50. In accordance with 35 U.S.C. § 282, the ‘694 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 7,556,386

51. On July 7, 2009, the USPTO duly and lawfully issued United States Patent No. 7,556,386 (“the ‘386 Patent”), entitled “Lamina Comprising Cube Corner Elements And Retroreflective Sheeting” to inventor Kenneth L. Smith. A true and correct copy of the ‘386 Patent is attached hereto as Exhibit H.

52. The ‘386 Patent is currently in full force and effect.

53. All right, title, and interest in and to the ‘386 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘386 Patent.

54. 3M Company is the exclusive licensee of the ‘386 Patent.

55. The ‘386 Patent contains twenty-nine claims generally directed to retroreflective sheeting.

56. In accordance with 35 U.S.C. § 282, the ‘386 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 6,318,987

57. On November 20, 2001, the USPTO duly and lawfully issued United States Patent No. 6,318,987 (“the ‘987 Patent”), entitled “Cube Corner Sheeting Mold And Method Of Making The Same” to inventors Dan E. Luttrell, Robert L. Erwin, Kenneth L. Smith, and Gerald M. Benson. A true and correct copy of the ‘987 Patent is attached hereto as Exhibit I.

58. The ‘987 Patent is currently in full force and effect.

59. All right, title, and interest in and to the ‘987 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘987 Patent.

60. 3M Company is the exclusive licensee of the ‘987 Patent.

61. The ‘987 Patent contains sixty-four claims generally directed to laminae suitable for use in a mold for use in forming retroreflective cube corner articles, molds comprising such laminae, cube corner articles formed as a replica of such molds, and/or methods of manufacturing laminae.

62. In accordance with 35 U.S.C. § 282, the ‘987 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 6,257,860

63. On July 10, 2001, the USPTO duly and lawfully issued United States Patent No. 6,257,860 (“the ‘860 Patent”), entitled “Cube Corner Sheeting Mold And Method Of Making The Same” to inventors Dan E. Luttrell, Robert L. Erwin, Kenneth L. Smith, and Gerald M. Benson. A true and correct copy of the ‘860 Patent is attached hereto as Exhibit J.

64. The ‘860 Patent is currently in full force and effect.

65. All right, title, and interest in and to the ‘860 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘860 Patent.

66. 3M Company is the exclusive licensee of the '860 Patent.

67. The '860 Patent contains twenty-seven claims generally directed to laminae suitable for use in a mold for use in forming retroreflective cube corner articles, molds comprising such laminae, and/or methods of manufacturing such laminae.

68. In accordance with 35 U.S.C. § 282, the '860 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 6,386,855

69. On May 14, 2002, the USPTO duly and lawfully issued United States Patent No. 6,386,855 ("the '855 Patent"), entitled "Cube Corner Sheeting Mold And Of Making The Same" to inventors Dan E. Luttrell, Robert L. Erwin, Kenneth L. Smith, and Gerald M. Benson. A true and correct copy of the '855 Patent is attached hereto as Exhibit K.

70. The '855 Patent is currently in full force and effect.

71. All right, title, and interest in and to the '855 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the '855 Patent.

72. 3M Company is the exclusive licensee of the '855 Patent.

73. The '855 Patent contains twelve claims generally directed to laminae suitable for use in a mold for use in forming retroreflective cube corner articles, molds comprising such laminae, cube corner articles formed as a replica of such molds, and/or methods of manufacturing laminae.

74. In accordance with 35 U.S.C. § 282, the '855 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 7,309,135

75. On December 18, 2007, the USPTO duly and lawfully issued United States Patent No. 7,309,135 (“the ‘135 Patent”), entitled “Method Of Making Retroreflective Sheeting And Articles” to inventor Kenneth L. Smith. A true and correct copy of the ‘135 Patent is attached hereto as Exhibit L.

76. The ‘135 Patent is currently in full force and effect.

77. All right, title, and interest in and to the ‘135 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘135 Patent.

78. 3M Company is the exclusive licensee of the ‘135 Patent.

79. The ‘135 Patent contains nine claims generally directed to retroreflective sheeting.

80. In accordance with 35 U.S.C. § 282, the ‘135 Patent, and each and every claim thereof, is presumed valid.

U.S. Patent No. 7,152,983

81. On December 26, 2006, the USPTO duly and lawfully issued United States Patent No. 7,152,983 (“the ‘983 Patent”), entitled “Lamina Comprising Cube Corner Elements And Retroreflective Sheeting” to inventor Kenneth L. Smith. A true and correct copy of the ‘983 Patent is attached hereto as Exhibit M.

82. The ‘983 Patent is currently in full force and effect.

83. All right, title, and interest in and to the ‘983 Patent have been assigned to 3M Innovative Properties Company, which is the sole owner of the ‘983 Patent.

84. 3M Company is the exclusive licensee of the ‘983 Patent.

85. The '983 Patent contains twenty-eight claims generally directed to laminae comprising cube corner elements, master tools comprising such laminae, replicas of such tools, and/or retroreflective sheeting.

86. In accordance with 35 U.S.C. § 282, the '983 Patent, and each and every claim thereof, is presumed valid.

DEFENDANT'S INFRINGING ACTIVITIES

87. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '132 Patent.

88. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '770 Patent.

89. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that, on information and belief, were made using the invention claimed in the '371 Patent.

90. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '960 Patent.

91. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '426 Patent.

92. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '012 Patent.

93. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that, on information and belief, were made using the invention claimed in the '694 Patent.

94. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '386 Patent.

95. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that, on information and belief, were made using the invention claimed in the '987 Patent.

96. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that, on information and belief, were made using the invention claimed in the '860 Patent.

97. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that, on information and belief, were made using the invention claimed in the '855 Patent.

98. On information and belief, Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '135 Patent.

99. Avery makes, uses, offers to sell, and/or sells within the United States and this judicial district products, including but not limited to the OmniCube T-11500 Prismatic Reflective Film, that embody the invention claimed in the '983 Patent.

100. On information and belief, Avery has had knowledge of the patents-in-suit. The parties are direct competitors in this technology space, and Avery has discussed 3M's full cube corner patents in connection with industry organizations, including several of the patents-in-suit.

COUNT ONE
AVERY'S INFRINGEMENT OF THE '132 PATENT

101. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

102. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '132 Patent, all in violation of 35 U.S.C. § 271.

103. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '132 Patent have been without the permission, consent, authorization, or license of 3M.

104. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

105. On information and belief, Avery's infringement of the '132 Patent after notice of this action and/or the '132 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

106. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

107. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '132 Patent.

COUNT TWO
AVERY'S INFRINGEMENT OF THE '770 PATENT

108. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

109. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '770 Patent, all in violation of 35 U.S.C. § 271.

110. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '770 Patent have been without the permission, consent, authorization, or license of 3M.

111. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

112. On information and belief, Avery's infringement of the '770 Patent after notice of this action and/or the '770 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

113. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

114. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '770 Patent.

COUNT THREE
EVERY'S INFRINGEMENT OF THE '371 PATENT

115. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

116. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '371 Patent, all in violation of 35 U.S.C. § 271.

117. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '371 Patent have been without the permission, consent, authorization, or license of 3M.

118. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

119. On information and belief, Avery's infringement of the '371 Patent after notice of this action and/or the '371 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

120. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

121. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '371 Patent.

COUNT FOUR
AVERY'S INFRINGEMENT OF THE '960 PATENT

122. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

123. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '960 Patent, all in violation of 35 U.S.C. § 271.

124. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '960 Patent have been without the permission, consent, authorization, or license of 3M.

125. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

126. On information and belief, Avery's infringement of the '960 Patent after notice of this action and/or the '960 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

127. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

128. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '960 Patent.

COUNT FIVE
AVERY'S INFRINGEMENT OF THE '426 PATENT

129. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

130. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '426 Patent, all in violation of 35 U.S.C. § 271.

131. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '426 Patent have been without the permission, consent, authorization, or license of 3M.

132. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

133. On information and belief, Avery's infringement of the '426 Patent after notice of this action and/or the '426 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

134. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

135. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '426 Patent.

COUNT SIX
EVERY'S INFRINGEMENT OF THE '012 PATENT

136. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

137. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '012 Patent, all in violation of 35 U.S.C. § 271.

138. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '012 Patent have been without the permission, consent, authorization, or license of 3M.

139. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

140. On information and belief, Avery's infringement of the '012 Patent after notice of this action and/or the '012 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

141. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

142. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '012 Patent.

COUNT SEVEN
EVERY'S INFRINGEMENT OF THE '694 PATENT

143. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

144. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '694 Patent, all in violation of 35 U.S.C. § 271.

145. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '694 Patent have been without the permission, consent, authorization, or license of 3M.

146. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

147. On information and belief, Avery's infringement of the '694 Patent after notice of this action and/or the '694 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

148. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

149. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '694 Patent.

COUNT EIGHT
AVERY'S INFRINGEMENT OF THE '386 PATENT

150. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

151. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '386 Patent, all in violation of 35 U.S.C. § 271.

152. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '386 Patent have been without the permission, consent, authorization, or license of 3M.

153. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

154. On information and belief, Avery's infringement of the '386 Patent after notice of this action and/or the '386 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

155. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

156. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '386 Patent.

COUNT NINE
AVERY'S INFRINGEMENT OF THE '987 PATENT

157. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

158. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '987 Patent, all in violation of 35 U.S.C. § 271.

159. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '987 Patent have been without the permission, consent, authorization, or license of 3M.

160. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

161. On information and belief, Avery's infringement of the '987 Patent after notice of this action and/or the '987 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

162. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

163. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '987 Patent.

COUNT TEN
AVERY'S INFRINGEMENT OF THE '860 PATENT

164. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

165. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '860 Patent, all in violation of 35 U.S.C. § 271.

166. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '860 Patent have been without the permission, consent, authorization, or license of 3M.

167. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

168. On information and belief, Avery's infringement of the '860 Patent after notice of this action and/or the '860 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

169. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

170. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '860 Patent.

COUNT ELEVEN
AVERY'S INFRINGEMENT OF THE '855 PATENT

171. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

172. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '855 Patent, all in violation of 35 U.S.C. § 271.

173. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '855 Patent have been without the permission, consent, authorization, or license of 3M.

174. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

175. On information and belief, Avery's infringement of the '855 Patent after notice of this action and/or the '855 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

176. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

177. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '855 Patent.

COUNT TWELVE
EVERY'S INFRINGEMENT OF THE '135 PATENT

178. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

179. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '135 Patent, all in violation of 35 U.S.C. § 271.

180. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '135 Patent have been without the permission, consent, authorization, or license of 3M.

181. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

182. On information and belief, Avery's infringement of the '135 Patent after notice of this action and/or the '135 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

183. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

184. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '135 Patent.

COUNT THIRTEEN
EVERY'S INFRINGEMENT OF THE '983 PATENT

185. 3M repeats, realleges, and incorporates by reference, as if fully set forth herein, the allegations of the preceding paragraphs, as set forth above.

186. On information and belief, Avery has infringed and continues to infringe, has actively and knowingly induced and continues to actively and knowingly induce infringement of, and/or has contributed to and continues to contribute to acts of infringement of one or more claims of the '983 Patent, all in violation of 35 U.S.C. § 271.

187. Avery's acts of making, using, offering for sale, and/or selling products and/or services that use, include, and/or practice one or more of the inventions claimed in the '983 Patent have been without the permission, consent, authorization, or license of 3M.

188. As a result of Avery's infringing acts, 3M has been and continues to be damaged in its business and property, and thus 3M is entitled to recover damages for Avery's infringing acts, which in no event can be less than a reasonable royalty.

189. On information and belief, Avery's infringement of the '983 Patent after notice of this action and/or the '983 Patent is knowing, willful, and/or objectively reckless and constitutes willful infringement.

190. As a result of Avery's infringing acts, 3M has been and continues to be irreparably injured unless and until Avery's continuing acts are restrained and enjoined by this Court, and 3M has no adequate remedy at law.

191. 3M is entitled to preliminary and permanent injunctive relief enjoining and restraining Avery, its officers, agents, servants, and employees, acting jointly or severally, and all persons acting in concert with it, and each of them, from further infringement, inducement of infringement, and/or contributory infringement of the '983 Patent.

PRAYER FOR RELIEF

WHEREFORE, 3M respectfully prays for entry of a judgment as follows:

A. Finding that Avery has infringed, induced infringement of, and/or contributorily infringed one or more claims of the '132 Patent, the '770 Patent, the '371 Patent, the '960 Patent, the '426 Patent, the '012 Patent, the '694 Patent, the '386 Patent, the '987 Patent, the '860 Patent, the '855 Patent, the '135 Patent, and the '983 Patent, in violation of 35 U.S.C. § 271;

B. Preliminarily and permanently enjoining Avery, its officers, agents, servants, representatives, and employees, and all persons acting in concert with them, and each of them, from infringing, inducing the infringement of, and contributorily infringing the '132 Patent, the '770 Patent, the '371 Patent, the '960 Patent, the '426 Patent, the '012 Patent, the '694 Patent, the '386 Patent, the '987 Patent, the '860 Patent, the '855 Patent, the '135 Patent, and the '983 Patent;

C. Awarding 3M damages and/or a reasonable royalty for Avery's infringement, inducement of infringement, and/or contributory infringement of the '132 Patent, the '770 Patent, the '371 Patent, the '960 Patent, the '426 Patent, the '012 Patent, the '694 Patent, the '386 Patent, the '987 Patent, the '860 Patent, the '855 Patent, the '135 Patent, and the '983 Patent, together with pre-judgment and post-judgment interest and costs, pursuant to 35 U.S.C. § 284;

D. Finding that Avery's infringement, inducement of infringement, and/or contributory infringement of the '132 Patent, the '770 Patent, the '371 Patent, the '960 Patent, the '426 Patent, the '012 Patent, the '694 Patent, the '386 Patent, the '987 Patent, the '860 Patent, the '855 Patent, the '135 Patent, and the '983 Patent has been knowing and willful;

E. Increasing damages awarded to 3M in this case to three times the damages amount found by the jury or assessed by the Court pursuant to 35 U.S.C. § 284;

F. Ordering an accounting of Avery's sales and profits with respect to infringing products;

G. Declaring this case to be an exceptional case under 35 U.S.C. § 285 and awarding 3M its attorneys' fees and costs; and,

H. Awarding 3M such other and further relief as this Court deems just and proper.

DEMAND FOR JURY TRIAL

Pursuant to Rule 38(b) of the Federal Rules of Civil Procedure, 3M respectfully requests a trial by jury of any and all issues on which a trial by jury is available under applicable law.

Respectfully submitted, this 3rd day of September, 2010.

/s/ John C. Adkisson

John C. Adkisson (#266358)

adkisson@fr.com

Ann N. Cathcart Chaplin (#284865)

cathcartchaplin@fr.com

FISH & RICHARDSON P.C.

3200 RBC Plaza, 60 South Sixth Street

Minneapolis, MN 55402

Tel: (612) 335-5070

Fax: (612) 288-9696

Kevin H. Rhodes (Reg. No. 0318115)

William D. Miller (Reg No. 0264453)

**3M INNOVATIVE PROPERTIES
COMPANY**

3M Center

P.O. Box 33427

Saint Paul, Minnesota 55144

Tel: (651) 736-4533

Fax: (651) 737 2948

krhodes@mmm.com

wdmiller@mmm.com

OF COUNSEL:

Courtland L. Reichman, Esq.

KING & SPALDING LLP

101 Second Street, Suite 2300

San Francisco, CA 94105

Tel: (650) 590-0724

Fax: (415) 318-1300

creichman@kslaw.com

Natasha H. Moffitt, Esq.

KING & SPALDING LLP

1180 Peachtree Street

Atlanta, Georgia 30309

Tel: (404) 572-2783

Fax: (404) 572-5134

nmoffitt@kslaw.com

Attorneys for Plaintiffs 3M COMPANY and
3M INNOVATIVE PROPERTIES
COMPANY