

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

EDWARD L. WHITE, P.C.,

Plaintiff,

v.

WEST PUBLISHING CORPORATION
d/b/a “West,” and REED ELSEVIER INC.
d/b/a LexisNexis,

Defendants.

ECF CASE

Civil Action No. 12-CV-1340 (JSR)

**DEFENDANT REED ELSEVIER INC.’S RULE 56.1 STATEMENT OF UNDISPUTED
FACTS IN SUPPORT OF ITS MOTION FOR SUMMARY JUDGMENT**

Pursuant to Rule 56 of the Federal Rules of Civil Procedure and Local Rule 56.1 of the Civil Rules for the Southern District of New York, Defendant LexisNexis, a division of Reed Elsevier Inc. (“Lexis”), by its attorneys Morrison & Foerster, LLP, submits its Rule 56.1 Statement in support of its motion for summary judgment.

1. Lexis offers users online electronic legal research databases, including numerous products and services designed for legal practitioners, law students and other business customers, that provide access to case law, statutes, treatises, news and business information, public records and other related content. Authority: Beauchamp Decl. ¶ 3.¹

2. Lexis’s Briefs, Pleading and Motions (“BPM”) product offers Lexis users access to selected attorney-authored legal documents that were filed, without seal, in state and federal courts. Authority: Beauchamp Decl. ¶ 5.

¹ Citations to the “Beauchamp Decl.” refer to the Declaration of Leigh Beauchamp in Support of Defendant Reed Elsevier Inc.’s Motion for Summary Judgment, dated October 5, 2012, filed concurrently herewith.

3. Lexis’s BPM product has been available since approximately 2005. Authority: Beauchamp Decl. ¶ 4.

4. The BPM product is intended to provide attorneys and other Lexis users with research materials in targeted practice areas. Authority: Beauchamp Decl. ¶ 6.

5. The Lexis BPM database consists of over one million legal documents. Authority: Beauchamp Decl. ¶ 9.

6. Lexis markets its BPM product directly to practicing attorneys. Authority: Beauchamp Decl. ¶ 8; Lexis marketing specimens (Hough Decl., Ex. N).²

7. Lexis has relationships with certain courts that send legal documents directly to Lexis. Authority: Beauchamp Decl. ¶ 14.

8. Lexis receives requests directly from attorneys and legal organization to make their legal documents available as part of the BPM product. Authority: Beauchamp Decl. ¶ 15.

9. One state government agency signed an exclusive subscription agreement, with a condition that Lexis make available in the BPM database the legal documents authored by that office. Authority: Beauchamp Decl. ¶ 15.

10. Lexis obtains legal documents filed in federal district courts, including the works at issue in this case, primarily from PACER (Public Access to Court Electronic Records).

Authority: Beauchamp Decl. ¶¶ 12, 30.

11. PACER is an “electronic public access service that allows users to obtain case and docket information from federal appellate, district, and bankruptcy courts.” Authority: www.pacer.gov, last visited Oct. 3, 2012 (Hough Decl., Ex. U at 1).

² Citations to the “Hough Decl.” refer to the Declaration of James Hough in Support of Defendant Reed Elsevier Inc.’s Motion for Summary Judgment and exhibits attached thereto, dated October 5, 2012, filed concurrently herewith.

12. The Case Management/Electronic Case Files (“CM/ECF”) system was created in 1998 by the federal judiciary. Authority: <http://www.pacer.gov/documents/epachron.pdf>, last visited Oct. 3, 2012 (Hough Decl., Ex. T at 1).

13. The CM/ECF system “allows attorneys to file documents directly with [a federal] court over the Internet and allows courts to file, store, and manage their case files in an easy-to-access, transparent way.” Authority: Case Management/Electronic Case Files information page, Deposition of Edward L. White (“White Dep.”), Ex. 15 (Hough Decl., Ex. L at 1).

14. “CM/ECF provides courts the ability to make their documents available to the public over the Internet.” Authority: Case Management/Electronic Case Files information page, White Dep., Ex. 15 (Hough Decl., Ex. L at 1).

15. If an attorney wishes to electronically file legal documents in a particular court, he must register for a CM/ECF login and password. Authority: ECF registration form, White Dep., Ex. 13 (Hough Decl., Ex. K at 1).

16. As part of the CM/ECF registration, an attorney must agree to have read the most recent version of the Court’s ECF Policy Manual. Authority: ECF registration form, White Dep., Ex. 13 (Hough Decl., Ex. K at 1).

17. Once a legal document has been submitted through CM/ECF, that document is publically accessible via PACER. Authority: Case Management/Electronic Case Files information page, White Dep., Ex. 15 (Hough Decl., Ex. L at 1).

18. When legal documents are filed in a federal district court case, litigants associated with that case automatically receive an email with a link to one free copy of the electronically-filed document. Authority: CM/ECF filing notices, White Dep., Exs. 11, 12 (Hough Decl., Exs. I, J).

19. The CM/ECF email notification sent to litigants after a legal document is electronically filed states the following: “Judicial Conference of the United States policy permits attorneys of record and parties in a case (including pro se litigants) to receive one free electronic copy of all documents filed electronically, if receipt is required by law or directed by the filer. PACER access fees apply to all other users. To avoid later charges, download a copy of each document during this first viewing.” Authority: CM/ECF filing notices, White Dep., Exs. 11, 12 (Hough Decl., Exs. I, J).

20. Attorneys and the general public can view or download copies of legal documents from PACER at the rate of \$.10 per page (formerly \$.08 per page), with the maximum cost per document of \$3.00 (formerly \$2.40). Authority: <http://www.pacer.gov/psc/faq.html>, last visited Oct. 3, 2012 (Hough Decl., Ex. V); Case Management/Electronic Case Files information page, White Dep., Ex. 15 (Hough Decl., Ex. L at 1).

21. Attorneys and the general public can view legal documents at federal courthouses at no cost and make copies for \$.50 per document. Authority: <http://www.uscourts.gov/CourtRecords.aspx>, last visited Oct. 3, 2012 (Hough Decl., Ex. W).

22. On May 20, 2009, Plaintiff electronically filed via CM/ECF a document titled “Plaintiffs’ Combined Motion For Summary Judgment For Plaintiffs, Beer And Ramsey, And Brief In Support” (“Summary Judgment Motion”) in the Western District of Oklahoma in a case captioned *Ladene Ramsey Beer, et. al v. XTO Energy, Inc. f/k/a Cross Timbers Oil Company*, Case No CIV-07-798-L (“*Beer* Litigation”). Authority: White Dep. at 150:7-151:12 (Hough Decl., Ex. A); CM/ECF filing notice, White Dep., Ex. 12 (Hough Decl., Ex. J); White Dep., Ex. 7 (Hough Decl., Ex. F).

23. On March 15, 2010, Plaintiff electronically filed via CM/ECF a document titled “Plaintiffs’ Motion In Limine” (“Motion In Limine”) in the Western District of Oklahoma in the *Beer* Litigation. Authority: White Dep. at 150:7-151:12 (Hough Decl., Ex. A); CM/ECF filing notice, White Dep., Ex. 11 (Hough Decl., Ex. I); White Dep., Ex. 8 (Hough Decl., Ex. G).³

24. Upon filing, the Briefs became publicly available online via the PACER database. Authority: White Dep. at 151:8-152:11 (Hough Decl., Ex. A); Defendant Reed Elsevier Inc.’s First Set of Requests for Admission to Plaintiff Edward L. White, P.C. (“White Admissions”)⁴ No. 5 (Hough Decl., Ex M).

25. Copies of the Briefs are publicly available for reviewing and copying at the Western District of Oklahoma Court Clerk’s Office. Authority: White Dep. at 151:8-152:11 (Hough Decl., Ex. A); White Admissions No. 4 (Hough Decl., Ex M).

26. Lexis pays the same rate to download legal documents from PACER as other private users. Authority: Beauchamp Decl. ¶ 13.

27. Lexis makes strategic decisions about which legal documents will add value to the BPM database based on jurisdictional, topic, and practice group priorities. Authority: Beauchamp Decl. ¶ 16.

28. After a Lexis editor decides that a particular legal document, including the Briefs, should be added to the BPM product, the document is downloaded from PACER (or obtained in some other manner). Authority: Beauchamp Decl. ¶¶ 17, 31.

³ The legal documents identified in paragraphs 21 and 22 will be referred to together as the “Briefs.”

⁴ Plaintiff did not respond to Lexis’s requests for admission. Hough Decl. ¶ 14. Therefore, the statements are deemed admitted. *See* Fed. R. Civ. P. 36(a)(3).

29. A Lexis editor makes determinations as to whether legal documents, including the Briefs, should be split into multiple documents (for instance, if a brief includes an attachment) or if previously split documents should be combined. Authority: Beauchamp Decl. ¶¶ 19, 31.

30. A Lexis editor or Lexis's conversion vendor reviews legal documents, including the Briefs, for sensitive information, such as social security numbers, financial information, or information regarding minors, and makes any necessary redactions. Authority: Beauchamp Decl. ¶¶ 20, 31.

31. Lexis captures metadata from legal documents, including the Briefs, which includes information such as the case name, the court, the type of document, any expert witnesses involved in the case, and the court opinion with which the document is associated. Authority: Beauchamp Decl. ¶¶ 21, 31.

32. The metadata captured from the legal documents allows Lexis users to search the BPM database by jurisdiction, document type and any other captured data field. Authority: Beauchamp Decl. ¶¶ 21, 31.

33. Lexis sends the legal documents, including the Briefs, and corresponding metadata to an outside vendor that converts the pdf documents into a text-searchable, segment-searchable Lexis proprietary data file format. Authority: Beauchamp Decl. ¶¶ 22, 31.

34. It is necessary for Lexis to copy the entirety of legal documents, including the Briefs, for the database to be comprehensively text searchable. Authority: Beauchamp Decl. ¶ 18.

35. A comprehensively text-searchable database is an integral feature of the BPM product. Authority: Beauchamp Decl. ¶ 18.

36. Lexis runs a cite recognition program on each converted legal document, including the Briefs, to identify statutes, codes, regulations and court opinions cited in the legal document, and embeds hyperlinks to those materials. Authority: Beauchamp Decl. ¶¶ 23, 31; Hough Decl., Exs. O, P.

37. Lexis runs an algorithm program on the legal documents, including the Briefs, to identify relevant practice areas, which allows Lexis users to search for legal documents by practice area. Authority: Beauchamp Decl. ¶¶ 24, 31.

38. Lexis links the legal document, including the Briefs, to and from related case materials, such as expert witness reports and jury instructions, and includes a link to the legal document from the case law opinion(s) to which the document is related. Authority: Beauchamp Decl. ¶¶ 25, 31; Hough Decl., Exs. O, P.

39. For certain legal documents, including the Briefs, Lexis includes a link to an image of the legal document as it is available in the court records, such as on PACER, for convenience, verification, and archival purposes. Authority: Beauchamp Decl. ¶¶ 26, 31; Hough Decl., Exs. O, P.

40. A user can only access an image of the legal document as it is available in the court records, such as PACER, by first accessing the Lexis-modified version through the BPM database. Authority: Beauchamp Decl. ¶ 26; Hough Decl., Exs. O, P.

41. Lexis adds a unique Lexis citation to each legal document in its BPM database, including the Briefs, to enable users to identify and cite to each legal document. Authority: Beauchamp Decl. ¶¶ 27, 31; Hough Decl., Exs. O, P.

42. After legal documents, including the Briefs, have undergone the process described above, they are incorporated into the BPM product and are organized into relevant menus and files. Authority: Beauchamp Decl. ¶¶ 28, 31.

43. On August 4, 2010, Lexis made the enhanced versions of the Briefs available to Lexis users as part of the BPM database. Authority: Beauchamp Decl. ¶ 32; Hough Decl., Exs. O, P.

44. Lexis offers education packages to law schools that grant student users free access to Lexis's BPM product. Authority: Beauchamp Decl. ¶ 10.

45. According to a study conducted by Lexis in 2007, the vast majority of legal documents on lexis.com were accessed by law students. Authority: Beauchamp Decl. ¶ 11.

46. Edward L. White is a licensed attorney in Oklahoma who has been practicing for 17 years. Authority: White Resume, White Dep., Ex. 1 (Hough Decl., Ex. C); White Dep. at 9:13-10:4 (Hough Decl., Ex. A).

47. In 1997, White started his own practice, Edward L. White, P.C., in Oklahoma City, Oklahoma. Authority: White Dep. at 9:13-10:4, 11:4-6, 14:16-18 (Hough Decl. Ex. A); White Resume, White Dep., Ex. 1 (Hough Decl., Ex. C).

48. In his deposition, White stated that White P.C. has probably prepared thousands of court filings. Authority: White Dep. at 54:10-15 (Hough Decl., Ex. A).

49. In approximately 2003, White began working with Martin High. Authority: White Dep. at 19:12-18 (Hough Decl., Ex. A); Deposition of Martin S. High ("High Dep.") at 16:17-22 (Hough Decl., Ex. B).

50. High currently works with Edward L. White, P.C., as of counsel to the firm. Authority: White Dep. at 19:12-15 (Hough Decl., Ex. A).

51. Both White and High are the only attorneys listed on the cover pages and signature blocks of the Briefs. Authority: The Briefs, White Dep., Exs. 7, 8 (Hough Decl., Exs. F, G); White Dep. at 169:9-170:13 (Hough Decl., Ex. A).

52. According to White, High is not a co-author of the Briefs. Authority: White Dep. at 169:9-170:13 (Hough Decl., Ex. A).

53. White stated that High made “editorial comments” to the Briefs. Authority: White Dep. at 169:9-170:13 (Hough Decl., Ex. A).

54. According to High, he drafted a significant portion of the substantive content of the Briefs. Authority: High Dep. at 68:5-70:22; 74:13-79:20 (Hough Decl., Ex. B).

55. According to High, he is a co-author of the Briefs. Authority: High Dep. at 42:24-43:8 (Hough Decl., Ex. B).

56. Neither of the Briefs contains a notice on the document prohibiting anyone from copying the document. Authority: The Briefs, White Dep. Exs., 7, 8 (Hough Decl., Exs. F, G); White Admissions No. 3 (Hough Decl., Ex. M).

57. Neither of the Briefs contains a notice on the document providing any limitation on their future use. Authority: The Briefs, White Dep. Exs., 7, 8 (Hough Decl., Ex. F, G).

58. On April 13, 2010, the district court in the *Beer* Litigation decertified the class and removed White P.C. as class counsel in part because the court had “lost its confidence in [White P.C.’s] ability to represent the class.” Authority: White Dep. at 82:14-83:5 (Hough Decl., Ex. A); Order Decertifying the Class in *Beer*, at 10 (Hough Decl., Ex. Q).

59. On April 26 and 30, 2010, another firm sought to intervene as counsel for new proposed class representatives and sought to have the district court reconsider class decertification in the *Beer* Litigation. Authority: White Dep. at 83:10-14 (Hough Decl., Ex. A);

Motion to Intervene and Brief in Support, Motion for Relief from Order of Decertification and Dismissal and To Stay Distribution of Notice to Class in *Beer* (Hough Decl., Exs. R, S).

60. On May 20, 2010, Plaintiff obtained a copyright registration for Plaintiffs' Combined Motion For Summary Judgment For Plaintiffs, Beer And Ramsey, And Brief In Support. Authority: Copyright Registration TX 7-259-439, White Dep., Ex. 5 (Hough Decl., Ex. D); White Dep. at 55:6-56:5 (Hough Decl., Ex. A).

61. On May 21, 2010, Plaintiff obtained a copyright registration for Plaintiff's Motion In Limine. Authority: Copyright Registration TX 7-417-300, White Dep., Ex. 6 (Hough Decl., Ex. E); White Dep. at 61:21-62:13 (Hough Decl., Ex. A).

62. White sought copyright registrations for the Briefs in order to protect Plaintiff's intellectual property rights and prevent copying of the Briefs by subsequent counsel. Authority: White Dep. at 84:23-86:5 (Hough Decl., Ex. A).

63. Plaintiff is aware that filing legal documents, either physically with a court or through CM/ECF, renders those documents publicly available for copying. Authority: White Dep. at 134:3-6, 145:22-147:17, 155:2-5, 164:3-13 (Hough Decl., Ex. A).

64. Plaintiff is aware that filing the Briefs rendered them publicly available to be copied, both in person at court and electronically via PACER. Authority: White Dep. at 71:3-72:3, 76:24-77:11, 151:25-152:11 (Hough Decl., Ex. A).

65. Plaintiff is aware that, in general, other attorneys can obtain copies of any of Plaintiff's publicly filed legal documents at the courthouse or via PACER. Authority: White Dep. at 130:9-18 (Hough Decl., Ex. A).

66. Upon filing the Briefs, Plaintiff received an email confirmation from CM/ECF with a link to the filed document, stating in part that "[t]o avoid later charges, download a copy

of each document during this first viewing.” Authority: White Dep. at 150:7-151:12 (Hough Decl., Ex. A); CM/ECF filing notices, White Dep., Exs. 11, 12 (Hough Decl., Exs. I, J).

67. White created the Briefs solely for the purpose of providing legal services to clients and securing specific legal outcomes in the *Beer* Litigation. Authority: White Dep. at 69:4-24, 70:6-71:2, 74:19-75:3, 76:13-23 (Hough Decl., Ex. A).

68. White and High did not create the Briefs in order to license or sell them to other lawyers. Authority: White Dep. at 202:12-20 (Hough Decl., Ex. A); High Dep. at 50:11-23 (Hough Decl., Ex. B).

69. The fact that the Briefs might be copied and distributed did not affect White’s decision to write the Briefs. Authority: White Dep. at 66:13-24, 72:4-13, 74:19-75:3, 77:12-16, 136:15-20 (Hough Decl., Ex. A).

70. The fact that the Briefs might be copied and distributed did not affect the quality of White’s work on the Briefs. Authority: White Dep. at 66:13-24, 72:14-18, 74:19-75:3, 77:17-21 (Hough Decl., Ex. A).

71. Plaintiff has never attempted to sell or license the Briefs or any other legal document. Authority: White Dep. at 78:3-6, 79:4-7, 203:12-18 (Hough Decl., Ex. A); High Dep. at 53:14-19 (Hough Decl., Ex. B); White Admissions Nos. 8-10 (Hough Decl., Ex. M).

72. No one has ever offered to buy or license any of Plaintiff’s legal documents, including the Briefs. Authority: White Dep. at 78:7-79:3, 202:21-203:11 (Hough Decl., Ex. A); High Dep. at 53:8-13 (Hough Decl., Ex. B).

73. The Summary Judgment Motion has never been accessed prior to the filing of the original complaint in this action. Authority: Bogan Decl. ¶ 4;⁵ Complaint, dated February 22, 2012.

74. The Motion In Limine was accessed by three users: one was a law student at Oklahoma City University who accessed the document seven times in fifteen minutes; the other two users accessed the document one time each. Authority: Bogan Decl. ¶ 5.

75. Oklahoma City University is White's alma mater. Authority: White Dep. at 9:13-10:4 (Hough Decl., Ex. A); White Resume, White Dep., Ex. 1 (Hough Decl., Ex. C).

76. White stated that certain elements of the Briefs are not copyrightable. Authority: White Dep. at 193:21-194:12, 194:19-22, 196:4-13, 198:11-21 (Hough Decl., Ex. A).

77. White became aware within the past year or two that Lexis made legal documents, including those authored by White, P.C., available to Lexis users. Authority: White Dep. at 95:12-96:15, 99:3-100:10 (Hough Decl., Ex. A).

78. Prior to the filing of the Complaint, Plaintiff never made any request to anyone that the Briefs be removed or taken down from any source. Authority: White Admissions No. 6 (Hough Decl., Ex. M).

79. Prior to the filing of the Complaint, Plaintiff never contacted Lexis to express that Plaintiff objected to the use of the Briefs or any materials written by Plaintiff, or to request that the Briefs or any of Plaintiff's materials be removed from Lexis's online databases. Authority: White Dep. at 112:14-113:5, 175:4-8 (Hough Decl., Ex. A).

⁵ Citations to the "Bogan Decl." refer to the Declaration of Brett Bogan in Support of Defendant Reed Elsevier Inc.'s Motion for Summary Judgment, dated October 4, 2012, filed concurrently herewith.

80. Lexis removed the Briefs from the BPM database after receiving the Complaint in this action. Authority: Beauchamp Decl. ¶ 33.

81. Plaintiff's professional reputation or ability to represent clients has not been compromised by the availability of the Briefs on Lexis. Authority: White Dep. at 136:21-137:9 (Hough Decl., Ex. A).

82. Plaintiff has lost no clients lost due to the availability of the Briefs on Lexis. Authority: White Dep. at 129:5-13 (Hough Decl., Ex. A).

83. White believes that Lexis makes it easier for other lawyers to locate the Briefs, and on that basis objects to Lexis's use of the Briefs. Authority: White Dep. at 128:11-129:4, 130:6-18 (Hough Decl., Ex. A).

84. David Blackburn, an applied microeconomist, assessed various economic factors relevant to Lexis's use of the Briefs and any effect of that use on the actual or potential market for the Briefs. Authority: Blackburn Decl. ¶¶ 2-3, Blackburn Report ¶ 2.⁶

85. There is no evidence that the market for Plaintiff's Briefs has been harmed due to the availability of the Briefs on Lexis. Authority: Blackburn Decl. ¶¶ 4, 6, Blackburn Report ¶¶ 14, 24.

86. The Lexis BPM product is a distinct product from the Briefs that does not compete with or supersede the Briefs themselves. Authority: Blackburn Decl. ¶ 5, Blackburn Report ¶¶ 12-14.

⁶ Citations to the "Blackburn Decl." refer to the Declaration of David Blackburn, in Support of Defendants West Publishing Corp. and Reed Elsevier Inc.'s Motions for Summary Judgment and exhibits attached thereto, dated October 5, 2012, filed concurrently herewith.

87. Lexis customers do not purchase the BPM product to gain access to any particular brief or document. Authority: Blackburn Decl. ¶ 7, Blackburn Report ¶¶ 15-18, 22; Beauchamp Decl. ¶ 7.

88. Lexis customers purchase the BPM product for the product as a whole, specifically, for the volume of legal documents and the enhancements to those legal documents. Authority: Blackburn Decl. ¶ 7, Blackburn Report ¶¶ 15-18, 22; Beauchamp Decl. ¶ 7.

89. Lexis has created a market for the Briefs where one would not otherwise exist. Authority: Blackburn Decl. ¶ 8, Blackburn Report, ¶¶ 19-24.

90. There is no evidence that any market exists, or is likely to exist, in which Plaintiff licenses the Briefs to other attorneys. Authority: Blackburn Decl. ¶ 8, Blackburn Report ¶¶ 18-24.

91. Lexis would be highly unlikely to license individual legal documents from authors due to prohibitively high transaction costs. Authority: Blackburn Decl. ¶ 9, Blackburn Report ¶¶ 22-23; Beauchamp Decl. ¶ 34.

92. Lexis's use of the Briefs has no effect on the value of the Briefs, and does not harm any potential market for them. Authority: Blackburn Decl. ¶ 4, 6, Blackburn Report ¶¶ 14, 24.

93. Lexis's use of the Briefs does not inhibit the creation of future legal documents. Authority: Blackburn Decl. ¶ 6, Blackburn Report ¶¶ 14, 24.

94. Plaintiff is not aware of anyone ever stating that he or she would stop writing legal briefs, or that the quality of briefs would diminish, if briefs were copied and distributed by Lexis without the author's permission. Authority: White Dep. at 117:19-118:4 (Hough Decl., Ex. A).

95. Plaintiff is not aware of any instance of an attorney paying another attorney for a license to reproduce and/or distribute copies of a legal document. Authority: White Admissions No. 8 (Hough Decl., Ex M); High Dep. at 54:18-20 (Hough Decl., Ex. B).

96. Plaintiff is not aware of any person licensing a legal document for reproduction and/or distribution. Authority: White Admissions No. 9 (Hough Decl., Ex M).

97. Plaintiff is not aware of any person licensing a legal document for any purpose. Authority: White Admissions No. 10 (Hough Decl., Ex M).

Dated: October 5, 2012
New York, New York

MORRISON & FOERSTER LLP

/s/ James E. Hough

James E. Hough
Craig B. Whitney
Cindy P. Abramson
1290 Avenue of the Americas
New York, NY 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900
jhough@mofocom
cwhitney@mofocom
cabramson@mofocom

James F. McCabe (admitted *pro hac vice*)
Paul Goldstein (admitted *pro hac vice*)
425 Market Street
San Francisco, California 94105
Telephone: (415) 268-7000
Facsimile: (415) 268-7522
jmccabe@mofocom
pgoldstein@mofocom

Attorneys for Defendant
LexisNexis, a div. of REED ELSEVIER INC.