

CIVIL COVER SHEET

The JS-44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for use of the Clerk of Court for the purpose of initiating the civil docket sheet. APR 02 2007

PLAINTIFFS SOLENGO CAPITAL ADVISORS ULC

DEFENDANTS DEALBREAKER, ELIZABETH SPIERS, JOHN CARNEY, BESS LEVIN, JOHN DOE AND JANE DOE

ATTORNEYS (FIRM NAME, ADDRESS, AND TELEPHONE NUMBER)

ATTORNEYS (IF KNOWN)

Michael S. Kim, Jonathan D. Cogan, Leif T. Simonson
Kobre & Kim LLP 800 Third Avenue, New York, NY 10022
212 488 1200

CAUSE OF ACTION (CITE THE U.S. CIVIL STATUTE UNDER WHICH YOU ARE FILING AND WRITE A BRIEF STATEMENT OF CAUSE)

17 USC 102, et. seq. Copyright infringement, for unauthorized dissemination of Solengo Capital Advisors ULC's confidential material on DealBreaker's website.

Has this or a similar case been previously filed in SDNY at any time? No Yes? Judge Previously Assigned

If yes, was this case Vol Invol. Dismissed. No Yes If yes, give date _____ & Case No. _____

(PLACE AN [x] IN ONE BOX ONLY)

NATURE OF SUIT

			ACTIONS UNDER STATUTES			
			FORFEITURE/PENALTY	BANKRUPTCY	OTHER STATUTES	
CONTRACT	TORTS	PERSONAL INJURY	PERSONAL INJURY	LABOR	PROPERTY RIGHTS	
<input type="checkbox"/> 110 INSURANCE	<input type="checkbox"/> 310 AIRPLANE	<input type="checkbox"/> 362 PERSONAL INJURY -	<input type="checkbox"/> 610 AGRICULTURE	<input type="checkbox"/> 710 FAIR LABOR	<input type="checkbox"/> 422 APPEAL	<input type="checkbox"/> 400 STATE
<input type="checkbox"/> 120 MARINE	<input type="checkbox"/> 315 AIRPLANE PRODUCT	<input type="checkbox"/> 365 PERSONAL INJURY	<input type="checkbox"/> 620 FOOD & DRUG	<input type="checkbox"/> 720 LABOR/MGMT	<input type="checkbox"/> 423 WITHDRAWAL	<input type="checkbox"/> 410 ANTITRUST
<input type="checkbox"/> 130 MILLER ACT	<input type="checkbox"/> 320 ASSAULT, LIBEL &	<input type="checkbox"/> 368 ASBESTOS PERSONAL	<input type="checkbox"/> 625 DRUG RELATED	<input type="checkbox"/> 730 LABOR/MGMT	<input type="checkbox"/> 428 USC 158	<input type="checkbox"/> 430 BANKS & BANKING
<input type="checkbox"/> 140 NEGOTIABLE	<input type="checkbox"/> 320 SLANDER	<input type="checkbox"/> 370 OTHER FRAUD	<input type="checkbox"/> 630 LIQUOR LAWS	<input type="checkbox"/> 740 RAILWAY LABOR ACT	<input type="checkbox"/> 428 USC 157	<input type="checkbox"/> 430 COMMERCE/ICC
<input type="checkbox"/> 150 RECOVERY OF	<input type="checkbox"/> 330 FEDERAL	<input type="checkbox"/> 371 TRUTH IN LENDING	<input type="checkbox"/> 640 RR & TRUCK	<input type="checkbox"/> 790 OTHER LABOR	<input type="checkbox"/> 428 USC 157	<input type="checkbox"/> 450 COMMERCIAL/RATES/ETC
<input type="checkbox"/> 151 MEDICARE ACT	<input type="checkbox"/> 330 EMPLOYERS'	<input type="checkbox"/> 380 OTHER PERSONAL	<input type="checkbox"/> 640 AIRLINE REGS	<input type="checkbox"/> 791 EMP RET INC	<input checked="" type="checkbox"/> 820 COPYRIGHTS	<input type="checkbox"/> 460 DEPORTATION
<input type="checkbox"/> 152 RECOVERY OF	<input type="checkbox"/> 340 LIABILITY	<input type="checkbox"/> 385 PROPERTY DAMAGE	<input type="checkbox"/> 650 OCCUPATIONAL	<input type="checkbox"/> 791 SECURITY ACT	<input type="checkbox"/> 830 PATENT	<input type="checkbox"/> 470 RACKETEER INFLU-
<input type="checkbox"/> 153 RECOVERY OF	<input type="checkbox"/> 345 MARINE PRODUCT	<input type="checkbox"/> 510 MOTIONS TO	<input type="checkbox"/> 660 SAFETY/HEALTH	<input type="checkbox"/> 870 TAXES	<input type="checkbox"/> 840 TRADEMARK	<input type="checkbox"/> 470 ENCED & CORRUPT
<input type="checkbox"/> 160 STOCKHOLDERS SUITS	<input type="checkbox"/> 350 MOTOR VEHICLE	<input type="checkbox"/> 530 VACATE SENTENCE	<input type="checkbox"/> 690 OTHER	<input type="checkbox"/> 871 IRS-THIRD PARTY		<input type="checkbox"/> 480 CONSUMER CREDIT
<input type="checkbox"/> 190 OTHER CONTRACT	<input type="checkbox"/> 355 MOTOR VEHICLE	<input type="checkbox"/> 535 DEATH PENALTY		<input type="checkbox"/> 871 20 USC 7609		<input type="checkbox"/> 490 CABLE/SATELLITE TV
<input type="checkbox"/> 195 CONTRACT PRODUCT	<input type="checkbox"/> 360 OTHER PERSONAL	<input type="checkbox"/> 540 MANDAMUS & OTHER				<input type="checkbox"/> 490 SELECTIVE SERVICE
<input type="checkbox"/> 196 FRANCHISE	<input type="checkbox"/> 360 INJURY	<input type="checkbox"/> 550 CIVIL RIGHTS				<input type="checkbox"/> 490 SECURITIES/
		<input type="checkbox"/> 555 PRISON CONDITION				<input type="checkbox"/> 490 COMMODITIES/
						<input type="checkbox"/> 490 EXCHANGE
						<input type="checkbox"/> 490 CUSTOMER
						<input type="checkbox"/> 490 CHALLENGE
						<input type="checkbox"/> 490 12 USC 3410
						<input type="checkbox"/> 490 AGRICULTURE ACTS
						<input type="checkbox"/> 490 ECONOMIC
						<input type="checkbox"/> 490 STABILIZATION ACT
						<input type="checkbox"/> 490 ENVIRONMENTAL
						<input type="checkbox"/> 490 MATTERS
						<input type="checkbox"/> 490 ENERGY
						<input type="checkbox"/> 490 ALLOCATION ACT
						<input type="checkbox"/> 490 FREEDOM OF
						<input type="checkbox"/> 490 INFORMATION ACT
						<input type="checkbox"/> 490 APPEAL OF FEE
						<input type="checkbox"/> 490 DETERMINATION
						<input type="checkbox"/> 490 UNDER EQUAL ACCESS
						<input type="checkbox"/> 490 TO JUSTICE
						<input type="checkbox"/> 490 CONSTITUTIONALITY
						<input type="checkbox"/> 490 OF STATE STATUTES
						<input type="checkbox"/> 490 OTHER STATUTORY
						<input type="checkbox"/> 490 ACTIONS

6010440

Check if demanded in complaint:

CHECK IF THIS IS A CLASS ACTION UNDER F.R.C.P. 23

DO YOU CLAIM THIS CASE IS RELATED TO A CIVIL CASE NOW PENDING IN S.D.N.Y.? IF SO, STATE:

DEMAND \$ _____ OTHER _____

JUDGE _____

DOCKET NUMBER _____

Check YES only if demanded in complaint
JURY DEMAND: YES NO

NOTE: Please submit at the time of filing an explanation of why cases are deemed related.

(PLACE AN x IN ONE BOX ONLY)

ORIGIN

- 1 Original Proceeding
- 2a. Removed from State Court
- 2b. Removed from State Court
- 3 Remanded from Appellate Court
- 4 Reinstated or Reopened
- 5 Transferred from (Specify District)
- 6 Multidistrict Litigation
- 7 Appeal to District Judge from Magistrate Judge Judgment

AND at least one party is a pro se litigant

(PLACE AN x IN ONE BOX ONLY)

BASIS OF JURISDICTION

- 1 U.S. PLAINTIFF
- 2 U.S. DEFENDANT
- 3 FEDERAL QUESTION (U.S. NOT A PARTY)
- 4 DIVERSITY

IF DIVERSITY, INDICATE CITIZENSHIP BELOW. (28 USC 1332, 1441)

CITIZENSHIP OF PRINCIPAL PARTIES (FOR DIVERSITY CASES ONLY)

(Place an [X] in one box for Plaintiff and one box for Defendant)

CITIZEN OF THIS STATE	PTF DEF [] []	CITIZEN OR SUBJECT OF A FOREIGN COUNTRY	PTF DEF [] []	INCORPORATED and PRINCIPAL PLACE OF BUSINESS IN ANOTHER STATE	PTF DEF [] []
CITIZEN OF ANOTHER STATE	[] []	INCORPORATED or PRINCIPAL PLACE OF BUSINESS IN THIS STATE	[] []	FOREIGN NATION	[] []

PLAINTIFF(S) ADDRESS(ES) AND COUNTY(IES)

Solengo Capital Advisors, LLC
Suite 201 3320 17th Ave SW
Calgary, Alberta T3E 0B4

DEFENDANT(S) ADDRESS(ES) AND COUNTY(IES)

DealBreaker
Dead Horse Media
262 Mott Street, Suite 102A
New York, New York 10012

New York County

DEFENDANT(S) ADDRESS UNKNOWN

REPRESENTATION IS HEREBY MADE THAT, AT THIS TIME, I HAVE BEEN UNABLE, WITH REASONABLE DILIGENCE, TO ASCERTAIN THE RESIDENCE ADDRESSES OF THE FOLLOWING DEFENDANTS:

Elizabeth Spiers, John Carney, Bess Levin, John Doe, and Jane Doe

Check one: THIS ACTION SHOULD BE ASSIGNED TO: WHITE PLAINS FOLEY SQUARE
(DO NOT check either box if this a PRISONER PETITION.)

DATE: 4/11/07

SIGNATURE OF ATTORNEY OF RECORD: *[Signature]*

ADMITTED TO PRACTICE IN THIS DISTRICT: NO YES (DATE ADMITTED: Mo. _____ Yr. 2003) Attorney Bar Code # JC-4474

Magistrate Judge is to be designated by the Clerk of the Court. Magistrate Judge _____ is so Designated.

J Michael McMahon, Clerk of Court by _____ Deputy Clerk, DATED _____

UNITED STATES DISTRICT COURT (NEW YORK SOUTHERN)

K. FOX

PARTIES

5. Plaintiff Solengo Capital is a business that has been structured to become a commodity investment vehicle, with its principle place of business located at Suite 201, 3320 17th Ave SW, Alberta, Calgary.

6. Upon information and belief, defendant DealBreaker is an internet tabloid and gossip blog focused on the financial sector.

7. Defendant DealBreaker has offices at 262 Mott Street, Suite 102A, New York, New York.

8. Defendant Elizabeth Spiers is Publisher and Founder of DealBreaker and has unknown place of residence.

9. Defendant John Carney is Editor in Chief of DealBreaker and has unknown place of residence.

10. Defendant Bess Levin is Contributing Editor of DealBreaker and has unknown place of residence.

11. Defendants John Doe and Jane Doe are all individuals, including all employees and agents of DealBreaker, involved in posting the Document (as defined below) on DealBreaker's website or otherwise distributing it and have unknown place of residence.

THE FACTS

12. The principals of Solengo are attempting to grow it into a multi-billion dollar commodities investment vehicle. Solengo is structured to include numerous sector-specific funds across the commodities spectrum.

13. The Solengo investor prospectus (the "Document") sets forth the venture's planned structure, trading and risk management platforms, offering information, and biographies of its founders.

14. The Document sets forth extremely sensitive, proprietary information relating to Solengo's business. For example: page 2 of the Document contains a description of Solengo's business model, which sets forth the fund's unique investment approach; pages 7-10 of the Document set forth a novel portfolio manager payment scheme and office structure; and pages 11-12 of the Document set forth what is essentially an outline of Solengo's entire offering memorandum, which specifies Solengo sub-funds' margin-to-capital ratio, fees and bonus structures, lock-up periods, and allocation of investor funds.

15. This proprietary information is integral to Solengo's ability to gain an edge over competitors, standing in the marketplace, and appeal to potential investors.

16. Due to its highly confidential nature, Solengo placed a confidentiality stamp on the top of the first page of the Document stating the following:

The document and any information enclosed within the document contains restricted, privileged, and confidential information and are therefore intended for distribution to authorized persons only. If you are not the intended recipient of this document, you must not disseminate, modify, copy/plagiarize or take action in reliance upon it, unless permitted by Solengo capital. None of the materials provided on this file may be used, reproduced, transmitted, in any form, or by means whatsoever including but not limited to electronically, mechanically, by way of recording or by the use of any information storage and retrieval system, without written permission from Solengo Capital.

17. As noted, the Document was created by Solengo principals and represents the fruits of many hours of work that were required to develop the novel ideas contained therein and market them in a convincing manner.

18. Solengo has met any registration requirement that may apply by virtue of 17 U.S.C. § 411. Among other things, Soleno has deposited the Document in the Copyright Office and paid the registration fee, and the Copyright Office has received plaintiff's application.

19. On the afternoon of March 28, 2007, DealBreaker posted the Document on its Web site in its entirety.

20. Shortly thereafter, attorneys for Solengo informed DealBreaker by letter that the Document posted was copyrighted material that contained sensitive, confidential information and demanded that DealBreaker remove the post.

21. Despite this demand, DealBreaker refused to remove the Document.

22. Attorneys for Solengo have continued to demand that DealBreaker remove the Document from its websites, including as late as 3:45 p.m. on March 30, 2007. These demands have been refused.

FIRST CAUSE OF ACTION
(Copyright Infringement)

23. Plaintiff repeats, reiterates, and re-alleges each and every allegation set forth in paragraphs of this Complaint enumerated "1" through "22", inclusive with the same force and affect as if hereinafter set forth in full.

24. Solengo is entitled to copyright protection of the Document as an original work of authorship.

25. Solengo controls exclusive rights to publish, copy, and distribute the work pursuant to the Copyright Act.

26. Defendants posted the Document on their website without authorization from Solengo and, in fact, refused to take it down upon receiving a demand to do so.

27. DealBreaker took the Document in its entirety and disseminated an image of the Document “as is” to the public through the DealBreaker website.

28. Defendants acted in bad faith by posting a Document that was clearly designated as confidential and which, therefore, they must have known they did not have authority to post.

29. Furthermore, Defendants chose to keep the Document posted even after receiving notice from Solengo’s counsel that the document was confidential and should be removed.

30. The Document, although circulated to a limited number of potential investors, was not a published document in that it was not publicly available or otherwise widely disseminated.

31. Continued disclosure will cause irreparable harm to Solengo, *inter alia*, by (1) placing it at a competitive disadvantage by allowing potential competitors to mimic or strategize against its investment strategy, operations, and marketing procedure; (2) revealing prospective trading strategy to other market players; and (3) discouraging prospective investors through raising confidentiality concerns.

32. This Complaint is verified upon the accompanying declarations of Jonathan Cogan and Brian Hunter.

PRAYER FOR RELIEF

WHEREFORE, plaintiff respectfully requests that this Court:

1. Issue a temporary restraining order to prohibit Defendants from continuing to post the Document on DealBreaker’s website or otherwise disseminating it, pursuant to 17 U.S.C. § 502;
2. Issue an order compelling expedited discovery, pursuant to the Federal Rules of Civil Procedure;

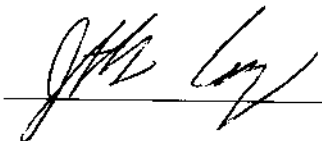
3. Set a return date for a preliminary injunction hearing;
4. Order Defendants to pay Plaintiff's actual damages and profits, pursuant to 17 U.S.C. § 504;
5. Order Defendants to pay, upon Plaintiff's election prior to the entry of final judgment, statutory damages, pursuant to 17 U.S.C. § 504;
6. Order Defendants to pay fully costs and attorneys fees, pursuant to 17 U.S.C. § 505; at this time, Plaintiff expects attorneys fees will be in excess of \$100,000.

Dated: April 2, 2007
New York, New York

Respectfully submitted,

KOBRE & KIM LLP

By: _____


Michael S. Kim
Leif T. Simonson
Jonathan D. Cogan
800 Third Avenue
New York, New York 10022
Telephone: 212.488.1200
Facsimile: 212.488.1220

ATTORNEYS FOR PLAINTIFF
SOLENGO CAPITAL ADVISORS ULC