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**UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA**

CARLA JO MASTERSON,)

Plaintiff,)

VS.)

Case No.: _____

THE WALT DISNEY COMPANY; DISNEY)
ENTERPRISES, INC.; DISNEY)
CONSUMER PRODUCTS AND)
INTERACTIVE MEDIA, INC.; DISNEY)
INTERACTIVE STUDIOS, INC. DISNEY)
SHOPPING, INC; PIXAR; PETE DOCTER;)
MICHAEL ARNDT; RONNIE DEL)
CARMEN; MEG LEFAUVE; and JOSH)
COOLEY,)

Defendants.)

**COMPLAINT FOR
COPYRIGHT INFRINGEMENT**

NATURE OF CASE

This action seeks to hold several Disney companies, Pixar, and five individuals liable for willful copyright infringement of original, artistic, protected works created and owned by Las Vegas resident, Carla Jo Masterson, by virtue of Defendants’ production, release and sale of the movie “Inside Out” and sale of merchandise based on the store and characters from “Inside Out.”

PARTIES

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1. Plaintiff Carla Jo Masterson is a citizen and resident of the State of Nevada.

2. Defendant The Walt Disney Corporation is a Delaware corporation with its principal place of business in Burbank, California.

3. Defendant Disney Enterprises, Inc. is a Delaware corporation with its principal place of business in Burbank, California.

4. Defendant Disney Consumer Products and Interactive Media, Inc. is a subsidiary of Defendant Disney Enterprises, Inc. and is a California corporation with its principal place of business in Burbank, California.

5. Defendant Disney Interactive Studios, Inc. is a subsidiary of Defendant Disney Enterprises, Inc. and is a California corporation with its principal place of business in Burbank, California.

6. Defendant Disney Shopping, Inc. is a subsidiary of Defendant Disney Enterprises, Inc. and is a California corporation with its principal place of business in Burbank, California.

7. Defendant Pixar is a California corporation with its principal place of business in Burbank, California or Emeryville, California.

8. Defendant Pete Docter is a citizen and resident of California.

9. Defendant Ronnie Del Carmen is a citizen and resident of California.

10. Defendant Meg LeFauve is a citizen and resident of California.

11. Defendant Josh Cooley is a citizen and resident of California.

12. Defendant Michael Arndt is a citizen and resident of California.

13. The Disney and Pixar defendants are collectively referred to in this complaint as the “Disney Defendants.”

JURISDICTION AND VENUE

14. This action arises under the copyright laws of the United States, 17 U.S.C. § 501, et seq.

15. This Court has subject matter jurisdiction under 17 U.S.C. § 501, 28 U.S.C. § 1331, and 28 U.S.C. § 1338(a) because copyright claims raise a federal question.

1 treatment/movie script “The Secret of the Golden Mirror” are original, creative, and artistic
2 stories about how children identify, understand the reasons for, and manage the effects of their
3 emotions.

4 24. The specific original, artistic, and creative expression and device used by Carla J.
5 Masterson in “What’s On the Other Side of the Rainbow” and “The Secret of the Golden Mirror”
6 is to depict the childhood emotions of Joy, Fear, Sad, Anger, Laughter, Friendship, Love, and
7 Shy as characters that appear throughout the book in consistent and continuing configurations
8 and colors.

9 25. The illustrated version of “What’s On the Other Side of the Rainbow?” was first
10 published on April 1, 2006 and was sold publicly and distributed thereafter.

11 26. Prior to publication of “What’s On the Other Side of the Rainbow?” in 2006 and
12 with much greater frequency after publication of the illustrated book, Carla J. Masterson made
13 approximately three hundred public appearances with the illustrated book, including giving
14 readings in public schools, private preschools, and libraries, at book signings in retail stores and
15 book fairs, in radio and television appearances, and in newspapers and magazines.

16 27. Since publication of the illustrated version of “What’s On the Other Side of the
17 Rainbow?” in 2006, the book has been depicted, described, and made available for sale on the
18 Internet at the website www.HarmonySoup.com and as an e-book on Amazon.com.

19 28. In 2010, the illustrated version of “What’s On the Other Side of the Rainbow?”
20 was included in gift bags that were given to persons attending the 62nd Emmy Award ceremonies
21 at the Nokia Theater in downtown Los Angeles. Many Disney executives and affiliated persons
22 were in attendance at these ceremonies and had access to gift bags that included Carla J.
23 Masterson’s book.

24 29. In 2011, the illustrated version of “What’s On the Other Side of the Rainbow?”
25 was included in gift bags that were given to persons attending the 83rd Academy Award
26 ceremonies at the Kodak Theater in Hollywood. Michael Arndt, Pete Docter, and many Disney
27 executives and affiliated persons were in attendance at these ceremonies and had access to gift
28 bags that included Carla J. Masterson’s book.

1 30. In 2012, the illustrated version of “What’s On the Other Side of the Rainbow?”
2 was included in gift bags that were given to persons attending the Teen Choice Awards
3 ceremonies at the Gibson Amphitheater in Los Angeles. Many Disney executives and affiliated
4 persons were in attendance at these ceremonies and had access to gift bags that included Carla J.
5 Masterson’s book.

6 31. Defendant Pete Docter is a co-writer and director of the animated movie “Inside
7 Out.”

8 32. Defendant Ronnie Del Carmen is a co-writer and co-director of the animated
9 movie “Inside Out.”

10 33. Defendant Michael Arndt was a screenwriter of the animated movie “Inside Out”
11 and has authored books based on the story and characters in the animated movie “Inside Out.”

12 34. Defendant Meg LeFauve was a screenwriter of the animated movie “Inside Out.”

13 35. Defendant Josh Cooley was a screenwriter of the animated movie “Inside Out.”

14 36. In relation to the creation, production, and release of the animated movie “Inside
15 Out,” Defendants Docter, Del Carmen, Arndt, LeFauve, and Cooley were at all times acting
16 within the course and scope of their employment and/or agency with the Disney Defendants
17 and/or were acting on behalf of the Disney Defendants and/or were acting at the direction and for
18 the commercial and economic benefit of the Disney Defendants, making the Disney Defendants
19 vicariously liable for the acts and omissions of these named individuals.

20 37. The Disney Defendants and the individual defendants collectively wrote,
21 produced, released, and marketed the animated movie “Inside Out” and marketed and sold a
22 wide variety of merchandise based upon and utilizing the story and characters from the animated
23 movie “Inside Out.”

24 38. The animated movie “Inside Out” is a story about how children identify,
25 understand the reasons for, and manage the effects of their emotions.

26 39. The device used in the animated movie “Inside Out” is to depict the childhood
27 emotions of Joy, Fear, Sadness, Anger, and Disgust as characters that appear throughout the
28 movie in continuing configurations and colors.

1 40. The animated movie “Inside Out” was released in theaters on June 19, 2015.

2 41. Thereafter and continuing to date, the Disney Defendants have sold the animated
3 movie “Inside Out” on DVDs; licensed the movie to be streamed on the Internet; and marketed
4 and sold books, video games, and other merchandise that is based on and uses the story and
5 characters from the animated movie “Inside Out.”

6 **CLAIM FOR RELIEF: COPYRIGHT INFRINGEMENT---17 U.S.C. § 501, et seq.**

7 42. Carla J. Masterson incorporates by reference the allegations of the preceding
8 paragraphs the same as if restated herein in full.

9 43. The copyright registrations for the text and illustrated text of “What’s On the
10 Other Side of the Rainbow?” and text of “The Secret of the Golden Mirror” are existing and
11 valid copyrights that protect original artistic works created by Carla J. Masterson.

12 44. Carla J. Masterson is the legal and beneficial owner of the copyrights and all
13 protected copyright interests in the works “What’s On the Other Side of the Rainbow?” and “The
14 Secret of the Golden Mirror.”

15 45. Defendants, and each of them, had access to Carla J. Masterson’s copyrighted
16 works from 2006 forward in multiple ways, including without limitation the hundreds of public
17 appearances and readings she made of and with the book; the book’s placement in gift bags at
18 the 2010 Emmy Awards; the 2011 Academy Awards; and the 2012 Teen Choice Awards; and
19 the appearance and availability of the book on the Internet through the website
20 www.HarmonySoup.com and Amazon.com.

21 46. The animated movie “Inside Out” and its characters are copies of original and
22 protected elements of Carla J. Masterson’s copyrighted works, “What’s On the Other Side of the
23 Rainbow?” and “The Secret of the Golden Mirror.”

24 47. The animated movie “Inside Out” and its characters are substantially similar to
25 original and protected elements of Carla J. Masterson’s copyrighted works, in both the use of its
26 individual components and its combination of components into a single story.

27 48. The merchandise, video games, and books sold by the Disney Defendants are
28 based on the animated movie “Inside Out” and its characters and are copies of original and

1 protected elements of Carla J. Masterson’s copyrighted works, “What’s On the Other Side of the
2 Rainbow?” and “The Secret of the Golden Mirror.”

3 49. The merchandise, video games, and books sold by the Disney Defendants are
4 based on the animated movie “Inside Out” and its characters, are derived from, and are
5 substantially similar to, the original and protected story in and the elements of Carla J.
6 Masterson’s copyrighted works.

7 50. Defendants’ copying of Carla J. Masterson’s works was done with knowledge that
8 there existed valid copyrights in “What’s On the Other Side of the Rainbow?” and “The Secret of
9 the Golden Mirror,” and that their conduct constituted infringement of those copyrights.

10 51. Defendants produced, released, and marketed the animated movie “Inside Out”
11 and marketed and sold books, video games, and a wide variety of merchandise based on the story
12 and characters from the movie for purposes of Defendants’ commercial advantage and private
13 financial gain.

14 52. On information and belief, Defendants have received gross revenues in excess of
15 One Billion Dollars (\$1,000,000,000.00) and net profits in the hundreds of millions of dollars
16 from the sale of theater tickets, DVDs, merchandise, and licensing from the animated movie
17 “Inside Out” and merchandise based on the story and characters from the animated movie
18 “Inside Out.”

19 53. As the direct, foreseeable, and proximate result of the infringement by
20 Defendants, and each of them, of Carla J. Masterson’s copyrights as described above, Carla J.
21 Masterson has suffered economic loss in an amount far in excess of \$75,000.

22 54. Because Defendants’ infringement of Carla J. Masterson’s copyrights was willful,
23 Carla J. Masterson is also entitled to an award of statutory damages and attorney’s fees pursuant
24 to 17 U.S.C. § 504(c)(2).

25 WHEREFORE, Plaintiff respectfully prays the Court enter judgment against Defendants,
26 and each of them, and in favor of Plaintiff, in such amounts as Plaintiff shall prove at the trial of
27 this case, including an award of Defendants’ profits from the release and sale of the animated
28 movie “Inside Out,” all merchandise based on the story and characters of the animated movie

1 “Inside Out,” and all licensed activities and events based on the story and characters from the
2 animated movie “Inside Out;” statutory damages; attorney’s fees and costs of suit; and such other
3 and further relief as the Court deems proper under the circumstances.

4 Dated this 31st day of May, 2018.

5
6 /s/ Bradley L. Boone
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DEMAND FOR JURY TRIAL

Pursuant to Rule 38, Fed. R. Civ. P., Plaintiff demands a jury trial of all claims and issues triable to a jury.

Dated this 31st day of May, 2018.

/s/ Bradley L. Boone
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