

Plaintiff [REDACTED] individually and on behalf of all other persons similarly situated, by his undersigned attorneys, alleges for this Complaint the following upon knowledge, with respect to his own acts, and upon facts obtained through an investigation conducted by his counsel, which included, *inter alia*, (a) review and analysis of relevant filings made by Atlas Mining Company (“Atlas” or the “Company”) with the United States Securities and Exchange Commission (the “SEC”); (b) review and analysis of Defendants’ public documents, conference calls and press releases; (c) review and analysis of securities analysts’ reports and advisories about the Company; and (d) information readily obtainable on the internet. Plaintiff believes that further substantial evidentiary support will exist for the allegations set forth herein after a reasonable opportunity for discovery. Most of the facts supporting the allegations contained herein are known only to Defendants or are exclusively within their control.

NATURE OF THE ACTION

1. Plaintiff brings this class action on behalf of himself and all other persons or entities (the “Class”) who purchased the common stock (“Stock”) of Atlas for the time period March 31, 2005 through October 9, 2007, and who were damaged thereby. Plaintiff seeks to recover damages caused by Defendants’ violation of Sections 10(b) and Rule 10b-5 thereunder, and Section 20(a) of the Securities Exchange Act of 1934 (the “Exchange Act”).

2. Atlas is a natural resources company that engages in the acquisition, exploration, and development of its mineral, timber and resource properties in Idaho and Utah. Atlas develops the Dragon Mine in Juab County, Utah. The Company also provides contract mining services and specialized civil construction services for mine

operators, exploration companies, and construction and natural resources industries. Atlas also owns approximately 900 acres of fee-simple property and patented mining claims, and 260 acres of mineral rights and unpatented claims located in the Coeur d'Alene mining district in Shoshone County, Idaho.

3. During the Class Period, Defendants artificially inflated the market prices of Atlas Stock by issuing and filing with the SEC materially false and misleading financial statements for the fiscal years and quarters ended December 31, 2004, 2005, and 2005; along with the Company quarterly reports issued for the March 31, June 30, and September 30, for the years 2005, 2006, and 2007.

4. On October 9, 2007, before market open, the Company shocked the market when it announced that Atlas' previously reported financial statements could no longer be relied upon and had to be restated. In particular, the Company wrongfully inflated revenues, and under-reported net losses and long-term liabilities by virtue of improperly recognizing as revenues on *future* deliveries of halloysite clay from Atlas' Dragon Mine that were never delivered. These transactions were made between the Company and an entity affiliated with the Company's management.

5. The Company announced that its previously reported net-losses for the quarter and fiscal year ended 2004 were materially misstated. Net-losses for that period were not the \$946,274 reported, but rather \$250,000 more, or \$1,196,274.

6. The October 9, 2007, announcement also stated that the Company had identified additional areas of accounting uncertainty that were currently being investigated.

7. These adverse disclosures caused the Company's stock price to fall. On October 8, 2007, the Company's stock closed trading at \$1.64 per share with 52,700 shares trading hands that day. On October 9, 2007, the Company's stock opened the day trading at \$1.06 and closed the day at \$.80 a share, or down over 51% from the previous days' close, on over 6,418,299 traded.

JURISDICTION AND VENUE

8. The claims asserted herein arise under and pursuant to Sections 10(b) and 20(a) of the Exchange Act, (15 U.S.C. §78j(b) and 78t(a)), and Rule 10b-5 promulgated thereunder (17 C.F.R. §240.10b-5).

9. This Court has jurisdiction over the subject matter of this action pursuant to §27 of the Exchange Act (15 U.S.C. §78aa) and 28 U.S.C. § 1331.

10. Venue is proper in this Judicial District pursuant to §27 of the Exchange Act, 15 U.S.C. § 78aa and 28 U.S.C. § 1391(b). Defendant maintains its principal executive offices in this District and many of the acts and transactions alleged herein, including the preparation and dissemination of statements containing materially false and misleading information and omissions of material fact, occurred in substantial part in this District.

11. In connection with the acts, conduct and other wrongs alleged in this Complaint, Defendants, directly or indirectly, used the means and instrumentalities of interstate commerce, including but not limited to, the United States mail, interstate telephone communications and the facilities of a national securities exchange.

PARTIES

12. Plaintiff [REDACTED] as set forth in the accompanying certification, incorporated by reference herein, purchased Atlas Stock at artificially inflated prices during the Class Period and has been damaged thereby.

13. Defendant Atlas is an Idaho corporation with its corporate offices located at 912 McKinley Avenue, Kellogg, Idaho, 83837. At all relevant times herein, the Company's common stock was listed on OTC Bulletin Board under ticker "ALMI.OB."

14. Defendant William T. Jacobson ("Jacobson"), at all relevant times herein, served as the Chief Executive Officer, Chief Financial Officer, and President of the Company until he was replaced by Defendant Robert Dumont on July 9, 2007. Jacobson at all times during the Class Period served as the Company's Chairman.

15. Defendant Robert Dumont ("Dumont") was appointed CEO of the Company effective July 9, 2007.

16. Dumont and Jacobson are collectively referred to herein as the "Individual Defendants."

17. Each of the Individual Defendants directly participated in the management of the Company, was directly involved in the day-to-day operations of the Company at the highest levels, and was privy to confidential proprietary information concerning the Company and its business and operations as alleged herein. Said Defendants were involved in drafting, producing, reviewing and/or disseminating the false and misleading statements and information alleged herein, were aware of or recklessly disregarded that false and misleading statements were being issued regarding the Company, and approved or ratified these statements in violation of the federal securities laws.

18. As officers, directors and controlling persons of a publicly-held company whose common stock is and was registered with the SEC pursuant to the Exchange Act, and was traded on the Bulletin Board and governed by the provisions of the federal securities laws, the Individual Defendants each had a duty promptly to disseminate accurate and truthful information with respect to the Company's financial condition and to correct any previously-issued statements that had become materially misleading or untrue, so that the market price of the Company's publicly-traded stock would be based upon truthful and accurate information.

19. Atlas is liable for the acts of the Individual Defendants and its employees under the doctrine of *respondeat superior* and common law principles of agency as all of the wrongful acts complained of herein were done within the scope of their employment with authorization.

20. The scienter of the Individual Defendants and other employees and agents of the Company is similarly imputed to Atlas under *respondeat superior* and agency principles.

PLAINTIFF'S CLASS ACTION ALLEGATIONS

21. Plaintiff brings this action as a class action pursuant to Federal Rule of Civil Procedure 23(a) and (b)(3) on behalf of a Class, consisting of all persons who purchased common stock of Atlas during the Class Period and who were damaged thereby. Excluded from the Class are Defendants, the current and former officers and directors of the Company, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which Defendants have or had a controlling interest.

22. The members of the Class are so numerous that joinder of all members is impracticable. Throughout the Class Period, Atlas' securities were actively traded on the Bulletin Board. While the exact number of Class members is unknown to Plaintiff at this time and can only be ascertained through appropriate discovery, Plaintiff believes that there are at least hundreds of members in the proposed Class. Members of the Class may be identified from records maintained by Atlas or its transfer agent and may be notified of the pendency of this action by mail, using a form of notice customarily used in securities class actions.

23. Plaintiff's claims are typical of the claims of the members of the Class, as all members of the Class are similarly affected by Defendants' wrongful conduct in violation of federal law that is complained of herein.

24. Plaintiff will fairly and adequately protect the interests of the members of the Class and have retained counsel competent and experienced in class and securities litigation.

25. Common questions of law and fact exist as to all members of the Class and predominate over any questions solely affecting individual members of the Class. Among the questions of law and fact common to the Class are:

whether the federal securities laws were violated by Defendants' acts as alleged herein;

whether statements made by Defendants to the investing public during the Class Period misrepresented material facts about the business, prospects, sales, operations and management of Atlas; and

to what extent the members of the Class have sustained damages and the proper measure of damages.

26. A class action is superior to all other available methods for the fair and efficient adjudication of this controversy since joinder of all members is impracticable. Furthermore, as the damages suffered by individual Class members may be relatively small, the expense and burden of individual litigation make it impossible for members of the Class to redress individually the wrongs done to them. There will be no difficulty in the management of this action as a class action.

SUBSTANTIVE ALLEGATIONS

27. The Class Period begins on March 31, 2005, when the Company filed with the SEC a materially false and misleading annual report for the fiscal year and quarter ended December 31, 2004 on Form 10-KSB. The 10-KSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of the Sarbanes-Oxley Act of 2002 (“SOX”).

28. On May 17, 2005, the Company filed with the SEC a materially false and misleading quarterly report for the first quarter ended March 31, 2005, on Form 10-QSB. The 10-QSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

29. On August 15, 2005, the Company filed with the SEC a materially false and misleading quarterly report for the second quarter-ended June 30, 2005 on Form 10-QSB. The 10-QSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

30. On November 17, 2005, the Company filed with the SEC a materially false and misleading quarterly report for the third quarter ended September 30, 2005, on Form 10-QSB. The 10-QSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

31. On March 31, 2006, the Company filed a materially false and misleading annual report for the fourth quarter and year ended December 31, 2005 on Form 10-KSB. The 10-KSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

32. On May 16, 2006, the Company filed with the SEC a materially false and misleading quarterly report for the first quarter-ended March 31, 2006, on Form 10-QSB. The 10-QSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

33. On August 11, 2006, the Company filed with the SEC a materially false and misleading quarterly report for the second quarter-ended June 30, 2006, on Form 10-QSB. The 10-QSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

34. On November 17, 2006, the Company filed with the SEC a materially false and misleading quarterly report for the third quarter-ended September 30, 2006, on Form 10-QSB. The 10-QSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

35. On April 17, 2007, the Company filed with the SEC a materially false and misleading annual report for the fourth quarter and year ended December 31, 2006, on

Form 10-KSB. The 10-KSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

36. On May 15, 2007, the Company filed with the SEC a materially false and misleading quarterly report for the first quarter-ended March 31, 2007, on Form 10-QSB. The 10-QSB was signed and certified by defendant Jacobson pursuant to Sections 302 and 906 of SOX.

37. On July 13, 2007, the Company filed a Form 8-K with the SEC announcing that effective July 9, 2007, defendant Jacobson was being replaced by defendant Dumont as Atlas' CEO and President. The Form 8-K further stated that defendant Jacobson would, however, continue to serve as the Company's Chairman.

38. On August 15, 2007, the Company filed with the SEC a materially false and misleading quarterly report for the second quarter-ended June 30, 2007, on Form 10-QSB. The 10-QSB was signed and certified by defendant Dumont pursuant to Sections 302 and 906 of SOX.

THE TRUTH BEGINS TO EMERGE

39. On October 9, 2007, the Company issued a press release before market open. The press release revealed that the Company's previously reported financial statements filed with the SEC were materially false and misleading. The press release states in relevant part:

Tuesday October 9, 8:00 am ET

KELLOGG, Idaho--(BUSINESS WIRE)--Atlas Mining Company (OTCBB:[ALMI](#) - [News](#)) today announced that the company will restate the Company's audited consolidated financial statements and other financial information at and for the fiscal years ended December 31, 2004, 2005, and 2006 and its unaudited consolidated financial statements and other financial information at and for the fiscal quarters ended March 31, June 30, and September 30, for the years 2005, 2006, and 2007, to correct the Company's

accounting for cash received in 2004 as a deposit for future deliveries of halloysite clay from the Company's Dragon Mine in Juab County, Utah. The correction follows a meeting between members of the Company's newly appointed senior management and a company with which Atlas' former management has had a prior business relationship. At that meeting, current management was informed that the Company had been paid \$125,000 in December 2004 and \$125,000 paid in June 2005 as a deposit for future deliveries of halloysite clay.

Following a review of this transaction and confirmation of the receipt of such funds, the Company has determined that the Company recorded the funds received as revenues. Because the Company has not delivered the clay, the Company believes such amounts should have been classified as unearned revenues and reported as liability on the Company's balance sheet. The Company has therefore determined to account for the transaction as a deposit of funds, thus reducing previously recorded revenues and increasing long-term liabilities.

The Company estimates that as a result, its net loss as originally filed at \$946,274 will be increased by approximately \$250,000, totaling \$1,196,274, for the fourth quarter and year ended December 31, 2004. In addition, long-term liabilities will be increased by approximately \$125,000 for the year ended December 31, 2004, and quarter ended March 31, 2005, and \$250,000 for the years 2005 and 2006, and for the quarters ended June 30, and September 30, 2005 and 2006, and for the quarters ended March 31, and June 30, 2007. The affect on long-term liabilities of such restatement will be as follows [*sic*]:

Period Ended	Long-Term Liabilities	Long-Term Liabilities As Originally Stated	As Amended (Estimated)
Year ended Dec. 31, 2004		\$30,055	\$280,055
Quarter ended Mar. 31, 2005		29,881	279,881
Quarter ended June 30, 2005		29,068	279,068
Quarter ended Sept. 30, 2005		29,068	279,068
Year ended Dec. 31, 2005		37,188	287,188
Quarter ended Mar. 31, 2006		23,688	273,688
Quarter ended June 30, 2006		172,632	422,632
Quarter ended Sept. 30, 2006		159,496	409,496
Year ended Dec. 31, 2006		216,721	466,721
Quarter ended Mar. 31, 2007		321,237	571,237
Quarter ended June 30, 2007		344,741	594,741

In the course of its review of this transaction, the Company has identified additional potential areas of accounting uncertainty that it is currently investigating. The Company cannot currently say whether the additional items will result in further corrections to the Company's financial statements.

At this time it does not appear that there are any irregularities with respect to revenue earned or recognized from the Company's contract mining services division, which is currently generating approximately \$2.0 million in gross revenues per quarter.

As a result of these issues, the Company is canceling today's investor update conference call. On the call, the Company's newly appointed management intended to discuss the status of the Dragon Mine and provide an update on their activities and discoveries since joining the Company in July and August, 2007. Specifically, on the call, management planned to inform investors that in their opinion, a current lack of a comprehensive, independent, third-party resource evaluation and estimation, insufficient mine planning, and inadequate processing facilities at the Dragon Mine are significant ongoing factors in the Company's inability to enter into definitive contracts for the supply of halloysite clay from the Dragon Mine. Accordingly, no short or long term contracts for halloysite clay from the Dragon mine are pending or imminent in the near future. New management further intended to inform investors that the Company has suspended mining activities at the site pending an independent, third-party geologic review and detailed evaluation of the nature and extent of the Dragon Mine halloysite deposit, and note that the Company is presently in discussions with potential contractors to begin this process in the near future.

Management also intended to update investors with respect to the Company's efforts to grow its contract mining services business and ongoing efforts to improve the Company's corporate governance and internal controls and procedures. The Company will provide additional detail with regard to those items at a later time.

40. The October 9, 2007, press release caused the Company's stock to fall. On October 8, 2007, the Company's stock closed trading at \$1.64 per share with 52,700 shares trading hands that day. On October 9, 2007, the Company's stock opened the day trading at \$1.06 and closed the day at \$.80 a share, or down over 51% from the previous day's opening, on 6,418,299 shares traded.

**Applicability of Presumption of Reliance:
Fraud-On-The-Market Doctrine**

41. At all relevant times, the market for Atlas' common stock was an efficient market for the following reasons, among others.

(a) Atlas' stock met the requirements for listing, and was listed and actively traded on the Bulletin Board, a efficient and automated market;

(b) During the Class Period, on average, hundreds of thousands of shares of Atlas stock were traded on a weekly basis, demonstrating a very active and broad market for Atlas stock and permitting a very strong presumption of an efficient market;

(c) As a regulated issuer, Atlas filed periodic public reports with the SEC and the Bulletin Board;

(d) Atlas regularly communicated with public investors via established market communication mechanisms, including regular disseminations of press releases on the national circuits of major newswire services and through other wide-ranging public disclosures, such as communications with the financial press and other similar reporting services;

(e) Atlas was followed by securities analysts who wrote reports that were distributed to the sales force and certain customers of their respective brokerage firms;

(f) Numerous NASD member firms were active market-makers in Atlas stock at all times during the Class Period; and

(g) Unexpected material news about Atlas was reflected and incorporated into the Company's stock price during the Class Period.

42. As a result of the foregoing, the market for Atlas' common stock promptly digested current information regarding Atlas from all publicly available sources and reflected such information in Atlas' stock price. Under these circumstances, all purchasers of Atlas' common stock during the Class Period suffered similar injury

through their purchase of Atlas' common stock at artificially inflated prices and a presumption of reliance applies.

NO SAFE HARBOR

43. The statutory safe harbor provided for forward-looking statements under certain circumstances does not apply to any of the allegedly false statements pleaded in this complaint. Many of the specific statements pleaded herein were not identified as "forward-looking statements" when made. To the extent there were any forward-looking statements, there were no meaningful cautionary statements identifying important factors that could cause actual results to differ materially from those in the purportedly forward-looking statements. Alternatively, to the extent that the statutory safe harbor does apply to any forward-looking statements pleaded herein, Defendants are liable for those false forward-looking statements because at the time each of those forward-looking statements was made, the particular speaker knew that the particular forward-looking statement was false, and/or the forward-looking statement was authorized and/or approved by an executive officer of Atlas who knew that those statements were false when made.

FIRST CLAIM
Violation of Section 10(b) of
The Exchange Act Against and Rule 10b-5
Promulgated Thereunder Against All Defendants

44. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

45. During the Class Period, Defendants carried out a plan, scheme and course of conduct which was intended to, and throughout the Class Period, did: (1) deceive the investing public, including Plaintiff and other Class members, as alleged herein; and (2) cause Plaintiff and other members of the Class to purchase and/or sell Atlas' securities at

artificially inflated and distorted prices. In furtherance of this unlawful scheme, plan and course of conduct, Defendants, individually and as a group, took the actions set forth herein.

46. Defendants: (a) employed devices, schemes, and artifices to defraud; (b) made untrue statements of material fact and/or omitted to state material facts necessary to make the statements not misleading; and (c) engaged in acts, practices, and a course of business that operated as a fraud and deceit upon the purchasers and/or sellers of the Company's securities in an effort to maintain artificially high market prices for Atlas' common stock in violation of Section 10(b) of the Exchange Act and Rule 10b-5. All Defendants are sued either as primary participants in the wrongful and illegal conduct charged herein or as controlling persons as alleged below.

47. Defendants, individually and in concert, directly and indirectly, by the use, means or instrumentalities of interstate commerce and/or of the mails, engaged and participated in a continuous course of conduct to conceal adverse material information about the business, operations and future prospects of Atlas as specified herein.

48. These Defendants employed devices, schemes and artifices to defraud, while in possession of material adverse non-public information and engaged in acts, practices, and a course of conduct as alleged herein in an effort to assure investors of Atlas' value and performance and continued substantial growth, which included the making of, or the participation in the making of, untrue statements of material facts and omitting to state material facts necessary in order to make the statements made about Atlas and its business operations and future prospects in light of the circumstances under which they were made, not misleading, as set forth more particularly herein, and engaged

in transactions, practices and a course of business that operated as a fraud and deceit upon the purchasers and/or seller of Atlas' securities during the Class Period.

49. Each of the Individual Defendants' primary liability, and controlling person liability, arise from the following facts: (1) the Individual Defendants were high-level executives, directors, and/or agents at the Company during the Class Period and members of the Company's management team or had control thereof; (2) each of these Defendants, by virtue of his responsibilities and activities as a senior officer and/or director of the Company, was privy to and participated in the creation, development and reporting of the Company's financial condition; (3) each of these Defendants enjoyed significant personal contact and familiarity with the other Defendants and was advised of and had access to other members of the Company's management team, internal reports, and other data and information about the Company's finances, operations, and sales at all relevant times; (4) each of these Defendants was aware of the Company's dissemination of information to the investing public that he knew or recklessly disregarded to be materially false and misleading; and (5) each of these Defendants culpably participated in the wrongful conduct alleged herein.

50. Defendants had actual knowledge of the misrepresentations and omissions of material facts set forth herein, or acted with reckless disregard for the truth in that they failed to ascertain and to disclose such facts, even though such facts were available to them. Such Defendants' material misrepresentations and/or omissions were done knowingly or recklessly and for the purpose and effect of concealing Atlas' operating condition and future business prospects from the investing public and supporting the artificially inflated or distorted price of its securities. As demonstrated by Defendants'

overstatements and misstatements of the Company's financial condition and business prospects throughout the Class Period, Defendants, if they did not have actual knowledge of the misrepresentations and omissions alleged, were reckless in failing to obtain such knowledge by deliberately refraining from taking those steps necessary to discover whether those statements were false or misleading.

51. As a result of the dissemination of the materially false and misleading information and failure to disclose material facts, as set forth above, the market price of Atlas' securities was artificially inflated or distorted during the Class Period. In ignorance of the fact that market prices of Atlas' publicly-traded securities were artificially inflated or distorted, and relying directly or indirectly on the false and misleading statements made by Defendants, or upon the integrity of the market in which the Company's securities trade, and/or on the absence of material adverse information that was known to or recklessly disregarded by Defendants but not disclosed in public statements by Defendants during the Class Period, Plaintiff and the other members of the Class acquired and/or sold Atlas securities during the Class Period at artificially high and/or distorted prices and were or will be damaged thereby.

52. At the time of said misrepresentations and omissions, Plaintiff and other members of the Class were ignorant of their falsity, and believed them to be true. Had Plaintiff and the other members of the Class and the marketplace known the truth regarding Atlas' financial results, which were not disclosed by Defendants, Plaintiff and other members of the Class would not have purchased or otherwise acquired or sold their Atlas securities, or, if they had acquired or sold such securities during the Class Period,

they would not have done so at the artificially inflated prices or distorted prices at which they did.

53. By virtue of the foregoing, Defendants have violated Section 10(b) of the Exchange Act, and Rule 10b-5 promulgated thereunder.

54. As a direct and proximate result of Defendants' wrongful conduct, Plaintiff and the other members of the Class suffered damages in connection with their respective purchases and sales of the Company's securities during the Class Period.

55. This action was filed within two years of discovery of the fraud and within five years of Plaintiff's purchases of securities giving rise to the cause of action.

SECOND CLAIM

Violation of Section 20(a) Of The Exchange Act Against the Individual Defendants

56. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

57. This second claim is asserted against defendants Jacobson and Dumont.

58. The Individual Defendants acted as controlling persons of Atlas within the meaning of Section 20(a) of the Exchange Act as alleged herein. By virtue of their high-level positions, agency, and their ownership and contractual rights, participation in and/or awareness of the Company's operations and/or intimate knowledge of all aspects of the Company's "commercial sales" to Microsoft and dissemination of information to the investing public, the Individual Defendants had the power to influence and control, and did influence and control, directly or indirectly, the decision-making of the Company, including the content and dissemination of the various statements that Plaintiff contends are false and misleading. The Individual Defendants were provided with or had

unlimited access to copies of the Company's reports, press releases, public filings and other statements alleged by Plaintiff to be misleading prior to and/or shortly after these statements were issued, and had the ability to prevent the issuance of the statements or to cause the statements to be corrected.

59. In particular, each of these Defendants had direct and supervisory involvement in the day-to-day operations of the Company and, therefore, is presumed to have had the power to control or influence the particular transactions giving rise to the securities violations as alleged herein, and exercised the same.

60. As set forth above, Atlas and the Individual Defendants each violated Section 10(b) and Rule 10b-5 by their acts and omissions as alleged in this Complaint.

61. By virtue of their positions as controlling persons, the Individual Defendants are liable pursuant to Section 20(a) of the Exchange Act as they culpably participated in the fraud alleged herein. As a direct and proximate result of Defendants' wrongful conduct, Plaintiff and other members of the Class suffered damages in connection with their purchases of the Company's common stock during the Class Period.

62. This action was filed within two years of discovery of the fraud and within five years of each plaintiff's purchases of securities giving rise to the cause of action.

WHEREFORE, Plaintiff prays for relief and judgment, as follows:

(a) Determining that this action is a proper class action and certifying Plaintiff as class representative under Rule 23 of the Federal Rules of Civil Procedure, and Plaintiff's counsel as Class Counsel;

(b) Awarding compensatory damages in favor of Plaintiff and the other Class members against all Defendants, jointly and severally, for all damages sustained as a result of Defendants' wrongdoing, in an amount to be proven at trial, including interest thereon;

(c) Awarding Plaintiff and the Class their reasonable costs and expenses incurred in this action, including counsel fees and expert fees; and

(d) Such other and further relief as the Court may deem just and proper.

JURY TRIAL DEMANDED

Plaintiff hereby demands a trial by jury.

Dated: October 11th, 2007.