

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

**Case No:**

PLAINTIFF, Individually and On Behalf of  
All Others Similarly Situated,

Plaintiff,

v.

PPDAI GROUP INC., JUN ZHANG,  
TIEZHENG LI, HONGHUI HU, SHAEFENG  
GU, RONALD CAO, CONGLIANG LI, NEIL  
NAPENG SHEN, ZEHUI LIU, QIONG  
WANG, SIMON TAK LEUNG HO, CREDIT  
SUISSE SECURITIES (USA) LLC.,  
CITIGROUP GLOBAL MARKETS INC., and  
KEEFE, BRUYETTE & WOODS, INC.,

Defendants.

**CLASS ACTION COMPLAINT FOR  
VIOLATIONS OF THE FEDERAL  
SECURITIES LAWS**

**JURY TRIAL DEMANDED**

Plaintiff, individually and on behalf of all other persons similarly situated, by Plaintiff's undersigned attorneys, alleges the following based upon personal knowledge as to Plaintiff and Plaintiff's own acts, and upon information and belief as to all other matters based on the investigation conducted by and through Plaintiff's attorneys, which included, among other things, a review of U.S. Securities and Exchange Commission ("SEC")

filings by the PPD AI Group Inc. (“PPDAI” or the “Company”), as well as media and analyst reports about the Company and Company press releases. Plaintiff believes that substantial additional evidentiary support will exist for the allegations set forth herein.

### **NATURE OF THE ACTION**

1. Plaintiff brings this securities class action on behalf of persons who purchased or otherwise acquired PPD AI American Depositary Shares (“ADSs”) pursuant or traceable to the F-1 registration statement, the F-6 registration statement, and related Prospectus (collectively, the “Registration Statement”) issued in connection with PPD AI’s November 2017 initial public stock offering (the “IPO” or “Offering”).

2. The action asserts non-fraud, strict liability claims under §§11, 12, and 15 of the Securities Act of 1933 (“1933 Act” or “Securities Act”), against PPD AI, certain PPD AI officers and directors, and the underwriters of the IPO.

3. PPD AI is an online Peer-to-Peer (“P2P”) consumer finance platform, often termed “the Lending Club of China.” PPD AI’s propriety P2P platform connects borrowers to lenders offering short-term loans. PPD AI generates revenue primarily from fees charged to borrowers for PPD AI’s services in matching borrowers with investors and for other services provided during the loan’s lifecycle.

4. In November 2017, Defendants held the IPO, issuing approximately 17 million ADSs to the investing public at \$13 per ADS, pursuant to the Registration Statement. Defendants raised \$221 million in the IPO.

5. By the commencement of this action, PPD AI ADSs traded around \$6.16 per ADS, over a 52% decline from the IPO price. As a result, investors were damaged.

## **JURISDICTION AND VENUE**

6. The claims alleged herein arise under and pursuant to Sections 11, 12(a)(2) and 15 of the Securities Act, 15 U.S.C. §§77k, 771(a)(2) and 77o.

7. This Court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. §1331 and Section 22 of the Securities Act (15 U.S.C. §77v).

8. Venue is proper in this District pursuant to 28 U.S.C. § 1391(b) and §22(a) of the Securities Act (15 U.S.C. §77v(a)) as a significant portion of the Defendants' actions, and the subsequent damages took place within this District. 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 mails, interstate telephone communications and the facilities of the national securities exchange. Defendants disseminated the statements alleged to be false and misleading herein into this District, and Defendants solicited purchasers of PPDAI ADSs in this District.

## **PARTIES**

9. Plaintiff, as set forth in the accompanying certification incorporated by reference herein, purchased PPDAI ADSs pursuant and/or traceable to the IPO and was damaged thereby.

10. Defendant PPDAI is an online P2P consumer finance company in China and the first online consumer finance marketplace in China connecting borrowers and investors whose needs are unserved or underserved by traditional financial institutions. PPDAI is a Cayman Islands corporation with principal executive offices located at Building G1, No. 999 Dangui Road, Pudong New District, Shanghai, PRC. PPDAI's ADSs are listed on the New York Stock Exchange ("NYSE") under the ticker symbol "PPDF."

11. Defendant Jun Zhang was, at all relevant times, PPDAI's Chief Executive Officer, a co-founder of the Company, and the Chairman of PPDAI's Board of Directors. Defendant Zhang reviewed, contributed to, and signed the Registration Statement.

12. Defendant Tiezheng Li ("T. Li") was, at all relevant times, PPDAI's Chief Strategy Officer, a co-founder of the Company, and a member of PPDAI's Board of Directors. Defendant T. Li reviewed, contributed to, and signed the Registration Statement.

13. Defendant Honghui Hu was, at all relevant times, PPDAI's President, a co-founder of the Company, and a member of PPDAI's Board of Directors. Defendant Hu reviewed, contributed to, and signed the Registration Statement.

14. Defendant Shaofeng Gu was, at all relevant times, a co-founder of the Company and a member of PPDAI's Board of Directors. Defendant Gu reviewed, contributed to, and signed the Registration Statement.

15. Defendant Ronald Cao was, at all relevant times, a member of PPDAI's Board of Directors. Defendant Cao reviewed, contributed to, and signed the Registration Statement.

16. Defendant Congliang Li ("C. Li") was a member of PPDAI's Board of Directors until December 2017. Defendant C. Li reviewed, contributed to, and signed the Registration Statement.

17. Defendant Neil Nanpeng Shen was, at all relevant times, a member of PPDAI's Board of Directors. Defendant Shen reviewed, contributed to, and signed the Registration Statement.

18. Defendant Zehui Liu was, at all relevant times, a member of PPDAI's Board of Directors. Defendant Liu reviewed, contributed to, and signed the Registration Statement.

19. Defendant Qiong Wang was a member of PPDAI's Board of Directors until December 2017. Defendant Wang reviewed, contributed to, and signed the Registration Statement.

20. Defendant Simon Tak Leung Ho was, at all relevant times, PPDAI's Chief Financial Officer ("CFO"). Defendant Ho reviewed, contributed to, and signed the Registration Statement.

21. The Defendants named in ¶¶11-20 are referred to herein as the "Individual Defendants." The Individual Defendants each signed the Registration Statement, solicited the investing public to purchase securities issued pursuant thereto, hired and assisted the underwriters, planned and contributed to the IPO and Registration Statement, and attended road shows and other promotions to meet with and present favorable information to potential PPDAI investors, all motivated by their own and the Company's financial interests.

22. Defendant Credit Suisse Securities (USA) LLC is a financial services company that acted as an underwriter for PPDAI's IPO, helping to draft and disseminate the Registration Statement and solicit investors to purchase PPDAI securities issued pursuant thereto.

23. Defendant Citigroup Global Markets Inc. is a financial services company that acted as an underwriter for PPDAI's IPO, helping to draft and disseminate the Registration Statement and solicit investors to purchase PPDAI securities issued pursuant thereto.

24. Defendant Keefe, Bruyette & Woods, Inc. is a financial services company that acted as an underwriter for PPDAI's IPO, helping to draft and disseminate the Registration Statement and solicit investors to purchase PPDAI securities issued pursuant thereto.

25. The Defendants named above in ¶¶22-24 are referred to herein as the "Underwriter Defendants." Pursuant to the Securities Act, the Underwriter Defendants are liable

for the false and misleading statements in the Registration Statement as follows:

(a) The Underwriter Defendants are investment banking houses that specialize in, among other things, underwriting public offerings of securities. They served as the underwriters of the IPO and shared tens of millions of dollars in fees collectively. The Underwriter Defendants arranged a multi-city roadshow prior to the IPO during which they, and representatives from PPD AI, met with potential investors and presented highly favorable information about the Company, its operations and its financial prospects.

(b) The Underwriter Defendants also demanded and obtained an agreement from PPD AI and the Individual Defendants that PPD AI would indemnify and hold the Underwriter Defendants harmless from any liability under the federal securities laws. They also made certain that PPD AI had purchased millions of dollars in directors' and officers' liability insurance.

(c) Representatives of the Underwriter Defendants also assisted PPD AI and the Individual Defendants in planning the IPO, and purportedly conducted an adequate and reasonable investigation into the business and operations of PPD AI, an undertaking known as a "due diligence" investigation. The due diligence investigation was required of the Underwriter Defendants in order to engage in the IPO. During the course of their "due diligence," the Underwriter Defendants had continual access to internal, confidential, current corporate information concerning PPD AI's most up-to-date operational and financial results and prospects.

(d) In addition to availing themselves of virtually unlimited access to internal corporate documents, agents of the Underwriter Defendants met with PPD AI's lawyers, management and top executives and engaged in "drafting sessions" between at least January 2017 and November 2017. During these sessions, understandings were reached as to: (i) the strategy to best accomplish the IPO; (ii) the terms of the IPO, including the price at which

PPDAI ADSs would be sold; (iii) the language to be used in the Registration Statement; what disclosures about PPDAI would be made in the Registration Statement; and (v) what responses would be made to the SEC in connection with its review of the Registration Statement. As a result of those constant contacts and communications between the Underwriter Defendants' representatives and PPDAI's management and top executives, the Underwriter Defendants knew of, or in the exercise of reasonable care should have known of, PPDAI's existing problems as detailed herein.

(e) The Underwriter Defendants caused the Registration Statement to be filed with the SEC and declared effective in connection with the offers and sales of securities registered thereby, including those to Plaintiff and the other members of the Class.

26. PDDAI, the Individual Defendants and the Underwriter Defendants are referred to collectively as "Defendants."

**Materially False and Misleading  
Statements Issued During the Class Period**

27. On January 20, 2017, PPDAI filed with the SEC a confidential draft registration statement on Form F-1, which, incorporating and in combination with related documents on Form F-6 and filed pursuant to Rule 424(b)(4), would be used for the IPO following a series of amendments in response to SEC comments, including comments from the SEC emphasizing the importance of adequately disclosing material trends and risk factors, as required by Items 303 and 503.

28. On November 6, 2017, PPDAI filed its final amendment to the Registration Statement, which registered over 17 million PPDAI ADSs for public sale. The SEC declared the Registration Statement effective on November 9, 2017. On November 13, 2017, Defendants priced the IPO at \$13 per ADS and filed the final Prospectus for the IPO, which forms part of the

Registration Statement. Through the IPO, Defendants issued and sold approximately 17 million ADSs, all pursuant to the Registration Statement.

29. The Registration Statement contained untrue statements of material fact and omitted to state material facts both required by governing regulations and necessary to make the statements made not misleading. The Registration Statement was replete with reference to PPDAl's "**rapid growth**" trends across an array of financial and operational metrics. For example, the Registration Statement touted:

- "**rapid growth** of [PPDAI's] user base and loan origination volume";
- "The amount of investments made on our platform has experienced **rapid growth**";
- The total outstanding balance of loans invested through our platform has experienced **rapid growth**
- "**rapid growth** in [PPDAI's] quarterly operating revenues for [] ten quarters";
- "**rapid growth** of our business";
- "**rapid growth** of [PPDAI's] operating revenues and [] increased average rate of [] transaction fees."

(Emphasis added.)

30. The Registration Statement further claimed that this "rapid growth" had translated into increasing profitability:

We generate revenues primarily from fees charged to borrowers for our services in matching them with investors and for other services we provide over the loan lifecycle. **We have experienced rapid growth** in recent years. Our operating revenues grew from RMB197.4 million in 2015 to RMB1.2 billion (US\$174.1 million) in 2016, and from RMB343.9 million in the six months ended June 30, 2016 to RMB1.7 billion (US\$255.7 million) in the six months ended June 30, 2017. Substantially all of our operating revenues for these periods were attributable to fees charged to borrowers. We had a net

profit of RMB501.5 million (US\$72.2 million) in 2016, compared to a net loss of RMB72.1 million in 2015. ***Our net profit was RMB1,048.6 million (US\$154.7 million) in the six months ended June 30, 2017, an increase from RMB41.9 million in the six months ended June 30, 2016.***

\* \* \*

*Net Profit.* Our net profit for the nine months ended September 30, 2017 was RMB1,590.0 million (US\$239.0 million), as compared to a net profit of RMB235.5 million for the nine months ended September 30, 2016. Our profitability improvement was primarily due to our overall expansion and growth.

(Emphasis added.)

31. The Registration Statement also touted the following financial and operational trends:

*Number of borrowers and investors.* As of September 30, 2017, we had over 9.0 million unique borrowers and 521,831 individual investors, respectively. The number of unique borrowers increased from over 2.3 million in the nine months ended September 30, 2016 to approximately 7.2 million in the nine months ended September 30, 2017, while the number of individual investors invested through our marketplace increased from 201,072 in the nine months ended September 30, 2016 to 267,442 in the nine months ended September 30, 2017. In the three months ended September 30, 2017, we had over 4.5 million unique borrowers.

*Loan origination volume.* Our loan origination volume increased from approximately RMB12.4 billion for the nine months ended September 30, 2016 to RMB48.0 billion (US\$7.2 billion) for the nine months ended September 30, 2017. Repeat borrowing volume was RMB32.4 billion (US\$4.9 billion) for the nine months ended September 30, 2017, accounting for 67.4% of the total loan origination volume during the same period. Repeat borrowing volume was RMB14.1 billion (US\$2.1 billion) for the three months ended September 30, 2017, account for 67.4% of the total loan origination volume during the same period. In the nine months ended September 30, 2017, the average loan size was RMB2,428 (US\$358.1) with an average loan tenure of 7.8 months.

32. The Registration Statement further touted the purported quality of PPDAl's loan and borrowers, claiming that PPDAl "ha[d] ***established systematic risk management procedures which have proven to be effective,***" that by "[l]everaging propriety algorithms" PPDAl is "able to effectively match borrowers' loan requests with investors' investment demands," and that this

“optimal user experience” “contributes to our *high levels of borrower stickiness.*” [Emphasis added]. The Registration statement further claimed a purported competitive advantage as follows:

***Highly effective risk management system proven through loan lifecycles.*** We have established systematic risk management procedures covering the entire loan lifecycle, from fraud detection, credit assessment and decision-making, risk pricing, to post-facilitation monitoring, repayment facilitation and loan collection. Throughout our operations in various macro-economic environments, our risk management system, which is being continuously upgraded and optimized, has proven to be effective at monitoring and controlling risks within our expected range.

(Emphasis added.)

33. The Registration Statement also purported to warn of numerous risks that, “*if*” occurring, “*may*” materially affect the Company. For example, the Registration Statement stated:

- “***It is possible*** that the PRC laws and regulations may change in ways that do not favor our development. If that happens, there may not be adequate loans facilitated on our platform and our current business model may be negatively affected.
- We are “***unable to predict*** with certainty ***the impact, if any, that future legislation, judicial interpretations or regulations*** relating to the online consumer finance industry will have on our business, financial condition and results of operations. ***To the extent that we are no able to fully comply*** with any new laws or regulations when they are promulgated, our business, financial condition and results of operations ***may be materially and adversely affected.***”

34. The foregoing representations, reported financial results and trends, and purported risk disclosures were false and misleading because:

- a) PPDAI was engaged in predatory lending practices that saddled subprime borrowers and those with poor or limited credit histories with high interest rate debt they could not repay;
- b) Many of PPDAI's customers were using PPDAI-provided loans to repay existing loans they otherwise could not afford to repay, thereby inflating the Company's revenues and active borrower numbers and increasing the likelihood of defaults;
- c) PPDAI was experiencing increasing delinquency rates, negatively affecting the Company's reserves;
- d) PPDAI's purported "rapid growth" in the number and amount of loans had materially dropped off;
- e) PPDAI was providing online loans to college students despite a government ban on the practice;
- f) PPDAI was engaged in overly aggressive and improper collection practices; and
- g) As a result of its improper lending, underwriting, and collection practices, PPDAI was subject to heightened risk of adverse actions by Chinese regulators.

35. Defendants were required to disclose this material information in the Registration Statement for at least three independent reasons. First, SEC Regulation S-K, 17 C.F.R. §229.303 ("Item 303"), required disclosure of any known events or uncertainties that at the time of the IPO had caused or were reasonably likely to cause PPDAI's disclosed financial information not to be indicative of future operating results. The undisclosed materially negative events and trends were likely to (and in fact did) materially and adversely affect PPDAI's results and prospects and rendered the disclosed results and trends in the Registration Statement misleading and not indicative of PPDAI's future operating results.

36. Second, SEC Regulation S-K, 17 C.F.R. §229.503 (“Item 503”), required, in the “Risk Factor” section of the Registration Statement, a discussion of the most significant factors that make the offering risky or speculative and that each risk factor adequately describe the risk. PPDAI’s discussion of risk factors did not even mention, much less adequately describe the risk posed by, its predatory lending practices, misleading active revenue and borrower reported results, increasing default risks, ongoing (yet prohibited) lending to college students, improper collection practices, nor its consequently heightened exposure to adverse actions by Chinese regulators, nor the already occurring but undisclosed materially negative impact on PPDAI’s results and trends, nor the likely and consequent materially adverse effects on the Company’s future results, share price, and prospects.

37. Third, Defendants’ failure to disclose PPDAI’s predatory lending practices, misleading revenue, loan number and amount, and borrower reported results, increasing default risks, ongoing (yet prohibited) lending to college students, improper collection practices, consequently heightened exposure to adverse actions by Chinese regulators, and already occurring but undisclosed materially negative impact on PPDAI’s results and trends, much less the likely material effects the foregoing would have on PPDAI’s share price, rendered false and misleading the Registration Statement’s many references to known risks that, “*if*” occurring, “*might*” or “*could*” affect the Company. These “risks” had already materialized at the time of the IPO.

38. Defendants went forward with the IPO with the foregoing misrepresentations and omissions in the Registration Statement. With these misrepresentations and omissions, the IPO was extremely lucrative for Defendants, who raised \$221 million in the IPO.

39. The price of PPDAl's ADSs has plummeted since the IPO. Currently, PPDAl's ADSs traded around \$6.16 per ADS, over a 52% decline from the IPO price.

40. As a result of Defendants' wrongful acts and omissions, and the precipitous decline in the market value of PPDAl's ADSs, Plaintiff and other Class members have suffered significant losses and damages.

### **PLAINTIFF'S CLASS ACTION ALLEGATIONS**

41. Plaintiff brings this action as a class action on behalf of all those who purchased PPDAl ADSs pursuant and/or traceable to the Registration Statement (the "Class"). Excluded from the Class are Defendants and their families, the officers and directors and affiliates of Defendants, at all relevant times, 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.

42. The members of the Class are so numerous that joinder of all members is impracticable. 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 thousands of members in the proposed Class. Record owners and other members of the Class may be identified from records maintained by PPDAl or its transfer agent and may be notified of the pendency of this action by mail, using the form of notice similar to that customarily used in securities class actions.

43. 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.

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

45. 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:

- a) whether Defendants violated the Securities Act;
- b) whether the Registration Statement contained false or misleading statements of material fact and omitted material information required to be stated therein; and
- c) to what extent the members of the Class have sustained damages and the proper measure of damages.

46. 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 individually redress the wrongs done to them. There will be no difficulty in the management of this action as a class action.

### **COUNT I**

#### **Violations of Section 11 of the Securities Act Against All Defendants**

47. Plaintiff incorporates all the foregoing by reference.

48. This Count is brought pursuant to §11 of the Securities Act, 15 U.S.C. §77k, on behalf of the Class, against all Defendants.

49. The Registration Statement contained untrue statements of material facts, omitted to state other facts necessary to make the statements made not misleading, and omitted to state material facts required to be stated therein.

50. Defendants are strictly liable to Plaintiff and the Class for the misstatements and omissions.

51. None of the Defendants named herein made a reasonable investigation or possessed reasonable grounds for the belief that the statements contained in the Registration Statement were true and without omissions of any material facts and were not misleading.

52. By reason of the conduct herein alleged, each Defendant violated or controlled a person who violated §11 of the Securities Act.

53. Plaintiff acquired PPD AI ADSs pursuant to the Registration Statement.

54. At the time of their purchases of PPD AI ADSs, Plaintiff and other members of the Class were without knowledge of the facts concerning the wrongful conduct alleged herein and could not have reasonably discovered those facts prior to the disclosures herein.

55. This claim is brought within one year after discovery of the untrue statements and/or omissions in the Offering that should have been made and/or corrected through the exercise of reasonable diligence, and within three years of the effective date of the Offering. It is therefore timely.

## **COUNT II**

### **Violations of Section 12(a)(2) of the Securities Act Against All Defendants**

56. Plaintiff incorporates all the foregoing by reference.

57. By means of the defective Prospectus, Defendants promoted, solicited, and sold PPD AI ADSs to Plaintiff and other members of the Class.

58. The Prospectus for the IPO contained untrue statements of material fact, and concealed and failed to disclose material facts, as detailed above. Defendants owed Plaintiff and the other members of the Class who purchased PPDAI ADSs pursuant to the Prospectus the duty to make a reasonable and diligent investigation of the statements contained in the Prospectus to ensure that such statements were true and that there was no omission to state a material fact required to be stated in order to make the statements contained therein not misleading. Defendants, in the exercise of reasonable care, should have known of the misstatements and omissions contained in the Prospectus as set forth above.

59. Plaintiff did not know, nor in the exercise of reasonable diligence could Plaintiff have known, of the untruths and omissions contained in the Prospectus at the time Plaintiff acquired PPDAI ADSs.

60. By reason of the conduct alleged herein, Defendants violated §12(a)(2) of the Securities Act, 15 U.S.C. §771(a)(2). As a direct and proximate result of such violations, Plaintiff and the other members of the Class who purchased PPDAI ADSs pursuant to the Prospectus sustained substantial damages in connection with their purchases of the shares. Accordingly, Plaintiff and the other members of the Class who hold the ADSs issued pursuant to the Prospectus have the right to rescind and recover the consideration paid for their shares, and hereby tender their ADSs to Defendants sued herein. Class members who have sold their ADSs seek damages to the extent permitted by law.

61. This claim is brought within one year after discovery of the untrue statements and/or omissions in the Offering that should have been made and/or corrected through the exercise of reasonable diligence, and within three years of the effective date of the Offering. It is therefore timely.

### **COUNT III**

#### **Violations of Section 15 of the Securities Act Against the Individual Defendants**

62. Plaintiff incorporates all the foregoing by reference.

63. This cause of action is brought pursuant to §15 of the Securities Act, 15 U.S.C. §77o against all Defendants except the Underwriter Defendants.

64. The Individual Defendants were controlling persons of PPD AI by virtue of their positions as directors or senior officers of PPD AI. The Individual Defendants each had a series of direct and indirect business and personal relationships with other directors and officers and major shareholders of PPD AI. The Company controlled the Individual Defendants and all of PPD AI's employees.

65. PPD AI and the Individual Defendants were culpable participants in the violations of §§11 and 12(a)(2) of the Securities Act as alleged above, based on their having signed or authorized the signing of the Registration Statement and having otherwise participated in the process which allowed the IPO to be successfully completed.

66. This claim is brought within one year after discovery of the untrue statements and/or omissions in the Offering that should have been made and/or corrected through the exercise of reasonable diligence, and within three years of the effective date of the Offering. It is therefore timely.

#### **PRAYER FOR RELIEF**

WHEREFORE, Plaintiff, on behalf of herself and the Class, prays for judgment and relief as follows:

A. declaring this action to be a proper class action, designating Plaintiff as Lead Plaintiff and certifying plaintiff as a class representative under Rule 23 of the Federal Rules of Civil Procedure and designating plaintiff's counsel as Lead Counsel;

B. awarding damages in favor of Plaintiff and the other Class members against all defendants, jointly and severally, together with interest thereon;

C. awarding Plaintiff and the Class reasonable costs and expenses incurred in this action, including counsel fees and expert fees; and

D. awarding Plaintiff and other members of the Class such other and further relief as the Court may deem just and proper.

**DEMAND FOR TRIAL BY JURY**

Plaintiff hereby demands a trial by jury.

Dated:

Respectfully submitted,

**THE LAW OFFICES OF HOWARD G. SMITH**

*Counsel for Plaintiff*