

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLORADO**

Civil Action No. 02-M-1662 (MJW)

ROBERT HUNTSMAN and CLEAN FLICKS  
OF COLORADO, L.L.C.,

Plaintiffs,

v.

STEVEN SODERBERGH, ROBERT ALTMAN, MICHAEL APTED, TAYLOR HACKFORD,  
CURTIS HANSON, NORMAN JEWISON, JOHN LANDIS, MICHAEL MANN, PHILLIP  
NOYCE, BRAD SILBERLING, BETTY THOMAS, IRWIN WINKLER, MARTIN  
SCORSESE, STEVEN SPIELBERG, ROBERT REDFORD and SYDNEY POLLACK,

Defendants.

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**ANSWER TO AMENDED COMPLAINT**

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Defendants Steven Soderbergh, Robert Altman, Michael Apted, Taylor Hackford,  
Curtis Hanson, Norman Jewison, John Landis, Michael Mann, Phillip Noyce, Sydney Pollack,  
Robert Redford, Martin Scorsese, Brad Silberling, Steven Spielberg, Betty Thomas, and Irwin  
Winkler (collectively, "Defendants"), hereby answer the Complaint of Plaintiffs Robert  
Huntsman and Clean Flicks of Colorado, L.L.C. (collectively, "Plaintiffs") as follows:

**STATEMENT OF JURISDICTION AND VENUE**

1. In response to the allegations of this Paragraph, Defendants admit that this Court  
has subject matter jurisdiction.

2. In response to the allegations of this Paragraph, Defendants lack information or  
belief sufficient to enable them to admit or deny whether venue is proper as to Plaintiff Clean

Flicks of Colorado, L.L.C., and on that basis, deny such allegations. Defendants admit the remaining allegations contained in this Paragraph.

### **GENERAL ALLEGATIONS**

3. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

4. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

5. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

6. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

7. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

8. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

9. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

10. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

11. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

12. In response to the allegations of this Paragraph, Defendants lack information or belief sufficient to enable them to admit or deny the allegations set forth therein, and on that basis, deny such allegations.

13. In response to the allegations of this Paragraph, Defendants admit that they object on the basis that Plaintiffs' conduct violates Defendants' rights under the Lanham Act and other applicable law.

14. In response to the allegations of this Paragraph, Defendants admit the allegations contained therein.

15. In response to the allegations of this Paragraph, Defendants deny that they have placed their detailed litigation plans on the internet web site of the Directors Guild of America ([www.dga.org](http://www.dga.org)) and disclosed their plans to seek a permanent injunction to bar Plaintiffs and others in the industry of third-party content editors from operating. Defendants lack information

or belief sufficient to enable them to admit or deny the remaining allegations set forth in this Paragraph, and on that basis, deny such allegations.

16. In response to the allegations of this Paragraph, Defendants admit that there is an actual ripe controversy between the parties for this Court to resolve in accordance with 28 U.S.C. § 2201 and Fed. R. Civ. P. 57. Defendants lack information or belief sufficient to enable them to admit or deny the remaining allegations set forth in this Paragraph, and on that basis, deny such allegations.

### **FIRST AFFIRMATIVE DEFENSE**

#### **(Estoppel and Waiver)**

Plaintiffs are barred from recovery, in whole or in part, by the doctrines of estoppel and/or waiver.

### **SECOND AFFIRMATIVE DEFENSE**

#### **(Unclean Hands)**

Plaintiffs' alleged claims of relief, and each of them, are barred, in whole or in part, by the doctrine of unclean hands.

### **THIRD AFFIRMATIVE DEFENSE**

#### **(Failure To Join Parties Needed For Just Adjudication – Fed R. Civ. P. 19)**

Plaintiffs have failed to join the owners of copyrights in the motion pictures directed by the Defendants. The copyright owners have an interest in the subject of this action, and are so situated that the disposition of the action in the absence of the copyright owners may impair or impede the copyright owners' ability to protect their interests.

**PRAYER FOR RELIEF**

WHEREFORE, Defendants pray for judgment against Plaintiffs as follows:

1. That Plaintiffs take nothing by way of their Complaint and that said Complaint be dismissed with prejudice.
2. That Defendants be awarded their costs of suit incurred herein.
3. That this Court award to Defendants such other and further relief as it may deem just and proper.

DATED this \_\_\_\_ day of September, 2002.

Respectfully submitted,

TEMKIN WIELGA & HARDT LLP

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and Defendants and Counterclaimants Robert  
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Curtis Hanson, Norman Jewison, John Landis,  
Michael Mann, Phillip Noyce, Sydney Pollack,  
Robert Redford, Martin Scorsese, Brad  
Silberling, Steven Soderbergh, Steven  
Spielberg, Betty Thomas and Irwin Winkler

**CERTIFICATE OF SERVICE**

I hereby certify that on this 20th day of September, 2002, I served the foregoing ANSWER TO AMENDED COMPLAINT to the following addressed as follows:

**Via Facsimile/United States Mail (First Class/Postage Prepaid)**

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Linda Bishop