

1 Jeffrey M. Goldman (SBN 233840)  
E-mail: [goldmanj@pepperlaw.com](mailto:goldmanj@pepperlaw.com)  
2 Erica R. Graves (SBN 301785)  
E-mail: [gravese@pepperlaw.com](mailto:gravese@pepperlaw.com)  
3 **PEPPER HAMILTON LLP**  
4 350 South Grand Avenue, Suite 3400  
Los Angeles, California 90071  
5 Tel: (213) 928-9800

6 Attorneys for Defendant  
7 YES TO, INC.

8  
9 **UNITED STATES DISTRICT COURT**  
10 **CENTRAL DISTRICT OF CALIFORNIA**

11  
12 IMANI WHITFIELD, SHAWANNA  
13 MCCOY, JOSEY PARSONS  
14 AUGHTMAN, on behalf of themselves  
and all others similarly situated,

15 Plaintiffs,

16 v.

17 YES TO, INC., a Delaware corporation;  
18 and DOES 1 – 10, inclusive,

19 Defendants.  
20

Case No.: 2:20-cv-00763-AB-AS

**ANSWER AND AFFIRMATIVE  
DEFENSES OF DEFENDANT  
YES TO, INC. TO PLAINTIFFS'  
CONSOLIDATED CLASS  
ACTION COMPLAINT**

**JURY TRIAL DEMANDED**

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1 Defendant YES TO, INC. (“Yes To” or “Defendant”) hereby provides its  
2 answer and affirmative defenses to Plaintiffs’ Consolidated Class Action  
3 Complaint (“Complaint”). Yes To has adopted the headings found in the  
4 Complaint for ease of reference. However, to the extent that such headings  
5 themselves contain factual or legal statements, allegations, or characterizations,  
6 Yes To denies those statements, allegations or characterizations.

7 **INTRODUCTION**

8 1. Yes To denies the allegations of Paragraph 1 of the Complaint  
9 regarding supposedly “unlawful and deceptive” practices by Yes To. The  
10 allegations of Paragraph 1 of the Complaint regarding Yes To’s products and the  
11 extent of any business activity in “big box retailers” are legal conclusions that do  
12 not require admission or denial. To the extent that a response is required, Yes To  
13 admits that it (either on its own or through a contract partner) has manufactured,  
14 packaged and marketed a product called the Yes To Grapefruit Vitamin C Glow-  
15 Boosting Unicorn Paper Mask” (the “Unicorn Mask” or “Product”). Except as  
16 expressly admitted, Yes To denies the remaining allegations of Paragraph 1.

17 2. With respect to Yes To’s website, the information contained therein  
18 speaks for itself and Paragraph 2 contains legal conclusions and not allegations of  
19 fact to which a responsive pleading is required. To the extent a response is  
20 required, Yes To admits that the quoted language, among other language (including  
21 an advisory that the product has been discontinued), exists on the website but has  
22 been mischaracterized by the remainder of Paragraph 2, and otherwise denies the  
23 allegations of Paragraph 2.

24 3. Yes To lacks knowledge or information sufficient to form a belief as to  
25 the truth of the allegations in Paragraph 3 of the Complaint and therefore denies the  
26 same.

27 4. With respect to Yes To’s website, the information contained therein  
28 speaks for itself and Yes To admits that the quoted language exists on the website

1 but has been mischaracterized by the remainder of Paragraph 4, and otherwise  
2 denies the allegations of Paragraph 4.

3 5. Yes To denies the allegations of Paragraph 5.

4 6. The allegations of Paragraph 6 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes To denies the allegations of Paragraph 6.

7 7. The allegations of Paragraph 7 constitute legal conclusions and not  
8 allegations of fact to which a responsive pleading is required. To the extent that a  
9 response is required, Yes To admits that this is a purported action alleging the  
10 causes of action listed in Paragraph 7.

11 **JURISDICTION AND VENUE**

12 8. Yes To admits that jurisdiction and venue are proper in this Court.  
13 Yes To further admits its principal place of business is in California. Except as  
14 expressly admitted, Yes To denies the allegations of Paragraph 8.

15 9. Yes To admits that Plaintiffs purport to bring this lawsuit on behalf of  
16 a putative class; however, Yes To denies that class treatment is appropriate for  
17 Plaintiffs' claims. Except as expressly admitted, Yes To denies the allegations of  
18 Paragraph 9.

19 10. The allegations of Paragraph 10 regarding Yes To's "domicile"  
20 constitute legal conclusions and not allegations of fact to which a responsive  
21 pleading is required. To the extent that a response is required, (i) Yes To lacks  
22 knowledge or information sufficient to form a belief as to the truth of the allegation  
23 that "significant events giving rise to this case took place in this District" and on  
24 that basis denies these allegations; and (ii) Yes To admits that it that it conducts  
25 business in the Central District of California. Except as expressly admitted, Yes To  
26 denies the allegations of Paragraph 10.

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**PARTIES**

11. Yes To lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 11 of the Complaint and therefore denies the same.

12. Yes To lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 12 of the Complaint and therefore denies the same.

13. Yes To lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 13 of the Complaint and therefore denies the same.

14. Yes To admits that its principal place of business is at 177 East Colorado Blvd., Suite 110, Pasadena, California 91105, but denies the remaining allegations of Paragraph 14.

**FACTUAL ALLEGATIONS**

15. Yes To admits that it sells face mask products with cutouts for the eyes, nose and mouth. The Unicorn Mask is no longer manufactured or sold by Yes To, so to the extent the remainder of the allegations in Paragraph 15 are directed toward the Unicorn Mask, the allegations are denied. To the extent the remainder of the allegations apply to other of Yes To's masks, Yes To lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 15 of the Complaint and therefore denies the same.

16. Yes To admits that certain face mask products it sells are individually packaged and intended for only one use. Yes To lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 16 of the Complaint and therefore denies the same.

17. Yes To admits that Paragraph 17 of the Complaint purports to quote from and cite to a Transparency Market Research report and those writings (if any) are the best evidence of their contents. Yes To lacks knowledge or information

1 sufficient to form a belief as to the truth of the allegations in Paragraph 17 of the  
2 Complaint and therefore denies the same.

3 18. Yes To admits that it markets, promotes, distributes and sells personal  
4 care products, including paper face masks. Except as expressly admitted, Yes To  
5 denies the remaining allegations of Paragraph 18.

6 19. Yes To admits that it sells, or has sold, personal care products at  
7 certain stores including CVS, Walgreens, Walmart, Target, Amazon, and Ulta  
8 Beauty. With respect to Yes To's website, the information contained therein speaks  
9 for itself; therefore, except as expressly admitted, Yes To denies the allegations of  
10 Paragraph 19.

11 20. The allegations of Paragraph 20 constitute legal conclusions and not  
12 allegations of fact to which a responsive pleading is required. To the extent that a  
13 response is required, Yes To denies Paragraph 20.

14 21. Yes To admits that its products cannot be purchased on the yesto.com  
15 website nor are they otherwise sold directly to consumers by Yes To. Except as  
16 expressly admitted, Yes To denies the allegations of Paragraph 21.

17 22. Yes To admits that the Unicorn Mask is a single use product. Except  
18 as expressly admitted, Yes To denies the allegations of Paragraph 22.

19 23. With respect to Yes To's website, the information contained therein  
20 speaks for itself. Yes To admits that the quoted language existed on the website but  
21 has been mischaracterized by the remainder of Paragraph 23, and otherwise denies  
22 the allegations of Paragraph 23.

23 24. With respect to Yes To's packaging, the information contained therein  
24 speaks for itself. Furthermore, the allegations of Paragraph 24 constitute legal  
25 conclusions and not allegations of fact to which a responsive pleading is required.  
26 To the extent that a response is required, Yes To denies Paragraph 24.

27 25. With respect to Yes To's website, the information contained therein  
28 speaks for itself. Yes To denies the remaining allegations of Paragraph 25 and

1 further responds that Paragraph 25 does not completely and accurately quote Yes  
2 To's website, and thus mischaracterizes the statement.

3 26. With respect to Yes To's packaging, the designs contained thereon,  
4 speak for themselves. Yes To admits that it markets its products to women. Except  
5 as expressly admitted, Yes To denies the remaining allegations of Paragraph 26.

6 27. Yes To denies the allegations in Paragraph 27 of the Complaint.

7 28. Yes To lacks knowledge or information sufficient to form a belief as  
8 to the truth of the allegations in Paragraph 28 of the Complaint and therefore denies  
9 the same.

10 29. Yes To admits that Paragraph 29 of the Complaint purports to quote  
11 from and cite to a KDVR Colorado Fox News article. With respect to Yes To's  
12 "product instructions," the information contained therein speaks for itself. Yes To  
13 denies the remaining allegations of Paragraph 29 and further responds that  
14 Paragraph 29 does not completely and accurately quote Yes To's "product  
15 instructions."

16 30. Yes To lacks knowledge or information sufficient to form a belief as to  
17 the truth of the allegations in Paragraph 30 of the Complaint and therefore denies  
18 the same.

19 31. Yes To admits that Paragraph 31 of the Complaint purports to quote  
20 from and cite to a KDVR Colorado Fox News article. Yes To lacks knowledge or  
21 information sufficient to form a belief as to the truth of the allegations in Paragraph  
22 31 of the Complaint and therefore denies the same.

23 32. Yes To admits that Paragraph 32 of the Complaint purports to quote  
24 from and cite to [www.today.com/health/yes-recalls-unicorn-face-mask-after-](http://www.today.com/health/yes-recalls-unicorn-face-mask-after-complaints-burns-t171303)  
25 [complaints-burns-t171303](http://www.today.com/health/yes-recalls-unicorn-face-mask-after-complaints-burns-t171303) (the "Today website"). Yes To lacks knowledge or  
26 information sufficient to form a belief as to the truth of the allegations in Paragraph  
27 32 of the Complaint and therefore denies the same.

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1           33. Yes To admits that Paragraph 33 of the Complaint purports to quote  
2 from and cite to the Today website. Yes To lacks knowledge or information  
3 sufficient to form a belief as to the truth of the allegations in Paragraph 33 of the  
4 Complaint and therefore denies the same.

5           34. The allegations of Paragraph 34 regarding Yes To's "notice"  
6 constitute legal conclusions and not allegations of fact to which a responsive  
7 pleading is required. Yes to lacks knowledge or information sufficient to form a  
8 belief as to the truth of the remaining allegations in Paragraph 34 of the Complaint  
9 and therefore denies the same.

10           35. Yes To admits that it discontinued the Product after it received reports  
11 of customers claiming to experience skin irritation after using the Product. Except  
12 as expressly admitted, Yes to denies the remaining allegations of Paragraph 35.

13           36. Yes To admits that it has a Twitter profile, Facebook page, and  
14 website. Yes To admits that Paragraph 36 of the Complaint purports to selectively  
15 quote from and cite to Yes To's website, Facebook and Twitter accounts. Except as  
16 expressly admitted, Yes To denies the allegations of Paragraph 36.

17           37. Yes To admits that Paragraph 37 of the Complaint purports to  
18 selectively quote from and cite to Yes To's Facebook account. Yes To lacks  
19 knowledge or information sufficient to form a belief as to the truth of the allegations  
20 in Paragraph 37 of the Complaint and therefore denies the same.

21           38. Yes To admits that Paragraph 38 of the Complaint purports to  
22 selectively quote from and cite to Yes To's website but denies Plaintiffs'  
23 characterization of the contents of the same, particularly that the statement that the  
24 item is discontinued is not in "fine print underneath the product description."  
25 Except as expressly admitted, Yes To denies the allegations of Paragraph 38.

26           39. Yes To denies the allegations of Paragraph 39.

27           40. Yes To admits that Paragraph 40 of the Complaint selectively quotes  
28 from and cites to the United States Food & Drug Administration ("FDA") website,



1 but the quote itself is incomplete. Yes To further admits that Yes To announced,  
2 and the FDA published, the block-quoted statement in Paragraph 40 which relates  
3 to Yes To’s voluntary recall of the Product. Except as expressly admitted, Yes To  
4 denies the remaining allegations of Paragraph 40.

5 41. Yes To admits that Paragraph 41 of the Complaint cites to the FDA  
6 website, but does not quote the actual language on that website. Yes To further  
7 admits that part of its announcement, as published on the FDA website, stated  
8 “Please return the product to the retailer where purchased, if it has not been used,  
9 for a refund. Or, if you have already used the product, contact Yes To  
10 at [customercare@yesto.com](mailto:customercare@yesto.com) or by phone at 888.929.3786 on Monday – Friday  
11 between 9am – 3pm PST.” Except as expressly admitted, Yes To denies the  
12 remaining allegations of Paragraph 41.

13 42. The allegations of Paragraph 42 constitute legal conclusions and not  
14 allegations of fact to which a responsive pleading is required. To the extent that a  
15 response is required, Yes To denies the allegations of Paragraph 42.

16 43. Yes To admits that Paragraph 43 of the Complaint purports to  
17 selectively cite to [www.health.com/condition/skin-conditions/yes-to-unicorn-face-](http://www.health.com/condition/skin-conditions/yes-to-unicorn-face-mask-burning)  
18 [mask-burning](http://www.health.com/condition/skin-conditions/yes-to-unicorn-face-mask-burning). Yes To admits that it occasionally responds to comments left on Yes  
19 To’s Facebook profile. Except as expressly admitted, Yes To denies the remaining  
20 allegations of Paragraph 43.

21 44. Yes To denies the allegations of Paragraph 44.

22 45. Yes To denies the allegations of Paragraph 45.

23 46. Yes To denies the allegations of Paragraph 46.

24 47. Yes To denies the allegations of Paragraph 47.

25 **Plaintiffs’ Experience with the Product**

26 48. Yes To lacks knowledge or information sufficient to form a belief as  
27 to the truth of the allegations in Paragraph 48 of the Complaint and therefore denies  
28 the same.



1           49.    Yes To lacks knowledge or information sufficient to form a belief as  
2 to the truth of the allegations in Paragraph 49 of the Complaint and therefore denies  
3 the same.

4           50.    Yes To lacks knowledge or information sufficient to form a belief as  
5 to the truth of the allegations in Paragraph 50 of the Complaint and therefore denies  
6 the same.

7           51.    Yes To lacks knowledge or information sufficient to form a belief as  
8 to the truth of the allegations in Paragraph 51 of the Complaint and therefore denies  
9 the same.

10          52.    Yes To lacks knowledge or information sufficient to form a belief as  
11 to the truth of the allegations in Paragraph 52 of the Complaint and therefore denies  
12 the same.

13          53.    Yes To lacks knowledge or information sufficient to form a belief as  
14 to the truth of the allegations in Paragraph 53 of the Complaint and therefore denies  
15 the same.

16          54.    Yes To lacks knowledge or information sufficient to form a belief as  
17 to the truth of the allegations in Paragraph 54 of the Complaint and therefore denies  
18 the same.

19          55.    Yes To lacks knowledge or information sufficient to form a belief as  
20 to the truth of the allegations in Paragraph 55 of the Complaint and therefore denies  
21 the same.

22          56.    Yes To lacks knowledge or information sufficient to form a belief as to  
23 the truth of the allegations in Paragraph 56 of the Complaint and therefore denies  
24 the same.

25          57.    Yes To lacks knowledge or information sufficient to form a belief as to  
26 the truth of the allegations in Paragraph 57 of the Complaint and therefore denies  
27 the same.

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**CLASS ALLEGATIONS**

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2 58. Yes To admits that Plaintiffs purport to bring this action as a class  
3 action. The allegations in Paragraph 58 otherwise constitute legal conclusions and  
4 not allegations of fact to which a responsive pleading is required. To the extent that  
5 a response is required, Yes To denies the allegations of Paragraph 58. Yes To  
6 further denies that class treatment is appropriate for Plaintiffs' claims.

7 59. Yes To admits that Plaintiff Whitfield purports to represent a  
8 Pennsylvania Subclass. The allegations in Paragraph 59 otherwise constitute legal  
9 conclusions and not allegations of fact to which a responsive pleading is required.  
10 To the extent that a response is required, Yes To denies the allegations of Paragraph  
11 59. Yes To further denies that class treatment is appropriate for Plaintiff's claims.

12 60. Yes To admits that Plaintiff McCoy purports to represent a California  
13 Subclass. The allegations in Paragraph 60 otherwise constitute legal conclusions  
14 and not allegations of fact to which a responsive pleading is required. To the extent  
15 that a response is required, Yes To denies the allegations of Paragraph 60. Yes To  
16 further denies that class treatment is appropriate for Plaintiff's claims.

17 61. The allegations in Paragraph 61 constitute legal conclusions and not  
18 allegations of fact to which a responsive pleading is required. To the extent that a  
19 response is required, Yes To denies the allegations of Paragraph 61. Yes To further  
20 denies that class treatment is appropriate for Plaintiffs' claims.

21 62. The allegations in Paragraph 62 constitute legal conclusions and not  
22 allegations of fact to which a responsive pleading is required. To the extent that a  
23 response is required, Yes To denies the allegations of Paragraph 62. Yes To further  
24 denies that class treatment is appropriate for Plaintiffs' claims.

25 63. The allegations in Paragraph 63 constitute legal conclusions and not  
26 allegations of fact to which a responsive pleading is required. To the extent that a  
27 response is required, Yes To denies the allegations of Paragraph 63. Yes To further  
28 denies that class treatment is appropriate for Plaintiffs' claims.





1 77. The allegations in Paragraph 77 (including subparagraphs 77(a)-(f))  
2 constitute legal conclusions and not allegations of fact to which a responsive  
3 pleading is required. To the extent that a response is required, Yes To denies the  
4 allegations of Paragraph 77. Yes To further denies that class treatment is  
5 appropriate for Plaintiffs' claims.

6 78. The allegations in Paragraph 78 constitute legal conclusions and not  
7 allegations of fact to which a responsive pleading is required. To the extent that a  
8 response is required, Yes To denies the allegations of Paragraph 78. Yes To further  
9 denies that class treatment is appropriate for Plaintiffs' claims.

10 79. The allegations in Paragraph 79 constitute legal conclusions and not  
11 allegations of fact to which a responsive pleading is required. To the extent that a  
12 response is required, Yes To denies the allegations of Paragraph 79. Yes To further  
13 denies that class treatment is appropriate for Plaintiffs' claims.

14 80. The allegations in Paragraph 80 constitute legal conclusions and not  
15 allegations of fact to which a responsive pleading is required. To the extent that a  
16 response is required, Yes To denies the allegations of Paragraph 80. Yes To further  
17 denies that class treatment is appropriate for Plaintiffs' claims.

18 **CAUSES OF ACTION**

19 **FIRST CAUSE OF ACTION**

20 **Breach of Express Warranty**

21 81. Answering the allegations of Paragraph 81, Yes To incorporates by  
22 reference the preceding paragraphs of this Answer as though fully set forth herein.

23 82. The allegations in Paragraph 82 constitute legal conclusions and not  
24 allegations of fact to which a responsive pleading is required. To the extent that a  
25 response is required, Yes to denies the allegations of Paragraph 82. Yes To further  
26 denies that class treatment is appropriate for Plaintiffs' claims.

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1           83. The allegations in Paragraph 83 constitute legal conclusions and not  
2 allegations of fact to which a responsive pleading is required. To the extent that a  
3 response is required, Yes to denies the allegations of Paragraph 83.

4           84. The allegations in Paragraph 84 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes to denies the allegations of Paragraph 84.

7           85. The allegations in Paragraph 85 constitute legal conclusions and not  
8 allegations of fact to which a responsive pleading is required. To the extent that a  
9 response is required, Yes To denies the allegations of Paragraph 85.

10          86. The allegations in Paragraph 86 constitute legal conclusions and not  
11 allegations of fact to which a responsive pleading is required. To the extent that a  
12 response is required, Yes To denies the allegations of Paragraph 86.

13          87. The allegations in Paragraph 87 constitute legal conclusions and not  
14 allegations of fact to which a responsive pleading is required. To the extent that a  
15 response is required, Yes To denies the allegations of Paragraph 87.

16          88. The allegations in Paragraph 88 constitute legal conclusions and not  
17 allegations of fact to which a responsive pleading is required. To the extent that a  
18 response is required, Yes To denies the allegations of Paragraph 88.

19          89. The allegations in Paragraph 89 constitute legal conclusions and not  
20 allegations of fact to which a responsive pleading is required. To the extent that a  
21 response is required, Yes To lacks knowledge or information sufficient to form a  
22 belief as to the truth of the allegations in Paragraph 89 of the Complaint  
23 (particularly what Plaintiffs did or did not review and/or rely on before time of any  
24 alleged purchase) and denies that the identified statements constituted express  
25 warranties, and therefore denies the same.

26          90. The allegations in Paragraph 90 constitute legal conclusions and not  
27 allegations of fact to which a responsive pleading is required. To the extent that a  
28 response is required, Yes To denies the allegations of Paragraph 90.





1 98. The allegations in Paragraph 98 constitute legal conclusions and not  
2 allegations of fact to which a responsive pleading is required. To the extent that a  
3 response is required, Yes To lacks knowledge or information sufficient to form a  
4 belief as to the truth of the allegations in Paragraph 98 of the Complaint and  
5 therefore denies the same.

6 99. Yes To lacks knowledge or information sufficient to form a belief as  
7 to the truth of the allegations in Paragraph 99 of the Complaint and therefore denies  
8 the same.

9 100. Yes To lacks knowledge or information sufficient to form a belief as to  
10 the truth of the allegations in Paragraph 100 of the Complaint and therefore denies  
11 the same.

12 101. The allegations in Paragraph 101 constitute legal conclusions and not  
13 allegations of fact to which a responsive pleading is required. To the extent that a  
14 response is required, Yes To denies the allegations of Paragraph 101.

15 102. Yes To lacks knowledge or information sufficient to form a belief as  
16 to the truth of the allegations in Paragraph 102 of the Complaint and therefore  
17 denies the same.

18 103. The allegations in Paragraph 103 constitute legal conclusions and not  
19 allegations of fact to which a responsive pleading is required. To the extent a  
20 response is required, Yes To admits that it received letters dated January 23, 2020  
21 and February 12, 2020 from counsel for Ms. Whitfield and Ms. McCoy, but denies  
22 the remaining allegations of Paragraph 103.

23 **THIRD CAUSE OF ACTION**

24 **Fraudulent Concealment**

25 104. Answering the allegations of Paragraph 104, Yes To incorporates by  
26 reference the preceding paragraphs of this Answer as though fully set forth herein.

27 105. The allegations in Paragraph 105 constitute legal conclusions and not  
28 allegations of fact to which a responsive pleading is required. To the extent that a

1 response is required, Yes To denies the allegations of Paragraph 105. Yes To  
2 further denies that class treatment is appropriate for Plaintiffs' claims.

3 106. The allegations in Paragraph 106 constitute legal conclusions and not  
4 allegations of fact to which a responsive pleading is required. To the extent that a  
5 response is required, Yes To denies the allegations of Paragraph 106..

6 107. The allegations in Paragraph 107 constitute legal conclusions and not  
7 allegations of fact to which a responsive pleading is required. To the extent that a  
8 response is required, Yes To denies the allegations of Paragraph 107.

9 108. The allegations in Paragraph 108 constitute legal conclusions and not  
10 allegations of fact to which a responsive pleading is required. To the extent that a  
11 response is required, Yes To denies the allegations of Paragraph 108.

12 109. Yes To denies the allegations of Paragraph 109 of the Complaint.

13 110. The allegations in Paragraph 110 constitute legal conclusions and not  
14 allegations of fact to which a responsive pleading is required. To the extent that a  
15 response is required, Yes To lacks knowledge or information sufficient to form a  
16 belief as to the truth of the allegations in Paragraph 110 and therefore denies the  
17 same.

18 111. The allegations in Paragraph 111 constitute legal conclusions and not  
19 allegations of fact to which a responsive pleading is required. To the extent that a  
20 response is required, Yes To denies the allegations of Paragraph 111.

21 112. The allegations in Paragraph 112 constitute legal conclusions and not  
22 allegations of fact to which a responsive pleading is required. To the extent that a  
23 response is required, Yes To denies the allegations of Paragraph 112.

24 **FOURTH CAUSE OF ACTION**

25 **Fraud**

26 113. Answering the allegations of Paragraph 113, Yes To incorporates by  
27 reference the preceding paragraphs of this Answer as though fully set forth herein.

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1 123. The allegations in Paragraph 123 constitute legal conclusions and not  
2 allegations of fact to which a responsive pleading is required. To the extent that a  
3 response is required, Yes To denies the allegations of Paragraph 123.

4 124. The allegations in Paragraph 124 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes To denies the allegations of Paragraph 124.

7 125. The allegations in Paragraph 125 constitute legal conclusions and not  
8 allegations of fact to which a responsive pleading is required. To the extent that a  
9 response is required, Yes To denies the allegations of Paragraph 125.

10 **SIXTH CAUSE OF ACTION**

11 **Conversion**

12 126. Answering the allegations of Paragraph 126, Yes To incorporates by  
13 reference the preceding paragraphs of this Answer as though fully set forth herein.

14 127. The allegations in Paragraph 127 constitute legal conclusions and not  
15 allegations of fact to which a responsive pleading is required. To the extent that a  
16 response is required, Yes To denies the allegations of Paragraph 127. Yes To  
17 further denies that class treatment is appropriate for Plaintiffs' claims.

18 128. Yes To admits that it markets, promotes, and distributes a Unicorn  
19 Mask product, but denies the all other factual allegations of Paragraph 128. The  
20 remaining allegations in Paragraph 128 constitute legal conclusions and not  
21 allegations of fact to which a responsive pleading is required. To the extent that a  
22 response is required, Yes To denies the allegations of Paragraph 128.

23 129. The allegations in Paragraph 129 constitute legal conclusions and not  
24 allegations of fact to which a responsive pleading is required. To the extent that a  
25 response is required, Yes To denies the allegations of Paragraph 129.

26 130. The allegations in Paragraph 130 constitute legal conclusions and not  
27 allegations of fact to which a responsive pleading is required. To the extent that a  
28 response is required, Yes To denies the allegations of Paragraph 130.

**SEVENTH CAUSE OF ACTION**

**Violations of Consumer Legal Remedies Act (CLRA)**

**California Civil Code §§ 1750, *et seq.***

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4 131. Answering the allegations of Paragraph 131, Yes To incorporates by  
5 reference the preceding paragraphs of this Answer as though fully set forth herein.

6 132. The allegations in Paragraph 132 constitute legal conclusions and not  
7 allegations of fact to which a responsive pleading is required. To the extent that a  
8 response is required, Yes To denies the allegations of Paragraph 132. Yes To  
9 further denies that class treatment is appropriate for Plaintiffs' claims.

10 133. The allegations in Paragraph 133 constitute legal conclusions and not  
11 allegations of fact to which a responsive pleading is required. To the extent that a  
12 response is required, Yes To denies the allegations of Paragraph 133.

13 134. The allegations in Paragraph 134 constitute legal conclusions and not  
14 allegations of fact to which a responsive pleading is required. To the extent that a  
15 response is required, Yes To denies the allegations of Paragraph 134.

16 135. The allegations in Paragraph 135 constitute legal conclusions and not  
17 allegations of fact to which a responsive pleading is required. To the extent that a  
18 response is required, Yes To denies the allegations of Paragraph 135.

19 136. The allegations in Paragraph 136 constitute legal conclusions and not  
20 allegations of fact to which a responsive pleading is required. To the extent that a  
21 response is required, Yes To denies the allegations of Paragraph 136.

22 137. The allegations in Paragraph 137 constitute legal conclusions and not  
23 allegations of fact to which a responsive pleading is required. To the extent that a  
24 response is required, Yes To denies the allegations of Paragraph 137.

25 138. The allegations in Paragraph 138 constitute legal conclusions and not  
26 allegations of fact to which a responsive pleading is required. To the extent that a  
27 response is required, Yes To denies the allegations of Paragraph 138.

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1           139. The allegations in Paragraph 139 constitute legal conclusions and not  
2 allegations of fact to which a responsive pleading is required. To the extent that a  
3 response is required, Yes To denies the allegations of Paragraph 139.

4           140. The allegations in Paragraph 140 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes To denies the allegations of Paragraph 140.

7           141. The allegations in Paragraph 141 (including subparts 141(a)-(d))  
8 constitute legal conclusions and not allegations of fact to which a responsive  
9 pleading is required. To the extent that a response is required, Yes To denies the  
10 allegations of Paragraph 141.

11           142. The allegations in Paragraph 142 constitute legal conclusions and not  
12 allegations of fact to which a responsive pleading is required. To the extent that a  
13 response is required, Yes To denies the allegations of Paragraph 142.

14           143. The allegations in Paragraph 143 constitute legal conclusions and not  
15 allegations of fact to which a responsive pleading is required. To the extent that a  
16 response is required, Yes To lacks knowledge or information sufficient to form a  
17 belief as to the truth of the allegations in Paragraph 143 and therefore denies the  
18 same.

19           144. The allegations in Paragraph 144 constitute legal conclusions and not  
20 allegations of fact to which a responsive pleading is required. To the extent that a  
21 response is required, Yes To denies the allegations of Paragraph 144.

22           145. Yes To denies the allegations of Paragraph 145.

23           146. Yes To denies the allegations of Paragraph 146.

24           147. The allegations in Paragraph 147 constitute legal conclusions and not  
25 allegations of fact to which a responsive pleading is required. To the extent that a  
26 response is required, Yes To denies the allegations of Paragraph 147.

27           148. Yes To admits that Plaintiffs have filed a declaration purporting to  
28 establish venue. The remaining allegations in Paragraph 148 constitute legal

1 conclusions and not allegations of fact to which a responsive pleading is required.  
2 To the extent that a response is required, Yes To denies the allegations of Paragraph  
3 148.

4 149. The allegations in Paragraph 149 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes To denies the allegations of Paragraph 149.

7 150. The allegations in Paragraph 150 constitute legal conclusions and not  
8 allegations of fact to which a responsive pleading is required. To the extent a  
9 response is required, Yes To admits that it received letters dated February 6, 2020  
10 and February 12, 2020 from counsel for Ms. Whitfield and Ms. McCoy, but denies  
11 the remaining allegations of Paragraph 150.

12 **EIGHTH CAUSE OF ACTION**

13 **Violations of False Advertising Laws (FAL)**

14 **Cal. Bus. & Prof. C. §§ 17500, *et seq.***

15 151. Answering the allegations of Paragraph 151, Yes To incorporates by  
16 reference the preceding paragraphs of this Answer as though fully set forth herein.

17 152. The allegations in Paragraph 152 constitute legal conclusions and not  
18 allegations of fact to which a responsive pleading is required. To the extent that a  
19 response is required, Yes To denies the allegations of Paragraph 152. Yes To  
20 further denies that class treatment is appropriate for Plaintiffs' claims.

21 153. The allegations in Paragraph 153 constitute legal conclusions and not  
22 allegations of fact to which a responsive pleading is required. To the extent that a  
23 response is required, Yes To denies the allegations of Paragraph 153.

24 154. Yes To lacks knowledge or information sufficient to form a belief as to  
25 the truth of the factual allegations in Paragraph 154 of the Complaint and therefore  
26 denies the same. The remaining allegations in Paragraph 154 constitute legal  
27 conclusions and not allegations of fact to which a responsive pleading is required.  
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1 To the extent that a response is required, Yes To denies the allegations of Paragraph  
2 154.

3 155. Yes To denies the allegations of Paragraph 155.

4 156. Yes To admits that it uses advertising to promote its products. Except  
5 as expressly admitted, Yes To denies the allegations of Paragraph 156.

6 157. The allegations in Paragraph 157 constitute legal conclusions and not  
7 allegations of fact to which a responsive pleading is required. To the extent that a  
8 response is required, Yes To denies the allegations of Paragraph 157.

9 158. Yes To admits that it announced that it was discontinuing the Product  
10 on its website, but otherwise denies the allegations of Paragraph 158.

11 159. The allegations in Paragraph 159 constitute legal conclusions and not  
12 allegations of fact to which a responsive pleading is required. To the extent that a  
13 response is required, Yes To denies the allegations of Paragraph 159.

14 160. The allegations in Paragraph 160 constitute legal conclusions and not  
15 allegations of fact to which a responsive pleading is required. To the extent that a  
16 response is required, Yes To denies the allegations of Paragraph 160.

17 **NINTH CAUSE OF ACTION**

18 **Violations of Unfair Competition Law (UCL)**

19 **‘Unfair’ and ‘Fraudulent’ Prongs**

20 **Cal. Bus. & Prof. C. §§ 17200, *et seq.***

21 161. Answering the allegations of Paragraph 161, Yes To incorporates by  
22 reference the preceding paragraphs of this Answer as though fully set forth herein.

23 162. The allegations in Paragraph 162 constitute legal conclusions and not  
24 allegations of fact to which a responsive pleading is required. To the extent that a  
25 response is required, Yes To denies the allegations of Paragraph 162. Yes To  
26 further denies that class treatment is appropriate for Plaintiffs’ claims.

27 163. Yes To lacks knowledge or information sufficient to form a belief as to  
28 the truth of the factual allegations in Paragraph 163 of the Complaint and therefore

1 denies the same. The remaining allegations in Paragraph 163 constitute legal  
2 conclusions and not allegations of fact to which a responsive pleading is required.  
3 To the extent that a response is required, Yes To denies the allegations of Paragraph  
4 163.

5 164. Yes To admits that it markets and advertises a Unicorn Mask product,  
6 but denies all other factual allegations of Paragraph 164. The remaining allegations  
7 in Paragraph 164 constitute legal conclusions and not allegations of fact to which a  
8 responsive pleading is required. To the extent that a response is required, Yes To  
9 denies the allegations of Paragraph 164.

10 165. Yes To denies the allegations of Paragraph 165.

11 166. Yes To lacks knowledge or information sufficient to form a belief as to  
12 the truth of the allegations in Paragraph 166 of the Complaint and therefore denies  
13 the same.

14 167. The allegations in Paragraph 167 constitute legal conclusions and not  
15 allegations of fact to which a responsive pleading is required. To the extent that a  
16 response is required, Yes To denies the allegations of Paragraph 167.

17 168. The allegations in Paragraph 168 constitute legal conclusions and not  
18 allegations of fact to which a responsive pleading is required. To the extent that a  
19 response is required, Yes To denies the allegations of Paragraph 168.

20 169. The allegations in Paragraph 169 constitute legal conclusions and not  
21 allegations of fact to which a responsive pleading is required. To the extent that a  
22 response is required, Yes To denies the allegations of Paragraph 169.

23 170. The allegations in Paragraph 170 constitute legal conclusions and not  
24 allegations of fact to which a responsive pleading is required. To the extent that a  
25 response is required, Yes To denies the allegations of Paragraph 170.

26 171. The allegations in Paragraph 171 constitute legal conclusions and not  
27 allegations of fact to which a responsive pleading is required. To the extent that a  
28 response is required, Yes To denies the allegations of Paragraph 171.

1 172. The allegations in Paragraph 172 constitute legal conclusions and not  
2 allegations of fact to which a responsive pleading is required. To the extent that a  
3 response is required, Yes To denies the allegations of Paragraph 172.

4 173. The allegations in Paragraph 173 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes To denies the allegations of Paragraph 173.

7 174. The allegations in Paragraph 174 constitute legal conclusions and not  
8 allegations of fact to which a responsive pleading is required. To the extent that a  
9 response is required, Yes To denies the allegations of Paragraph 174.

10 175. The allegations in Paragraph 175 constitute legal conclusions and not  
11 allegations of fact to which a responsive pleading is required. To the extent that a  
12 response is required, Yes To denies the allegations of Paragraph 175.

13 176. The allegations in Paragraph 176 constitute legal conclusions and not  
14 allegations of fact to which a responsive pleading is required. To the extent that a  
15 response is required, Yes To denies the allegations of Paragraph 176.

16 **TENTH CAUSE OF ACTION**

17 **Violations of Unfair Competition Law (UCL)**

18 **‘Unlawful’ Prong**

19 **Cal. Bus. & Prof. C. §§ 17500, *et seq.***

20 177. Answering the allegations of Paragraph 177, Yes To incorporates by  
21 reference the preceding paragraphs of this Answer as though fully set forth herein.

22 178. The allegations in Paragraph 178 constitute legal conclusions and not  
23 allegations of fact to which a responsive pleading is required. To the extent that a  
24 response is required, Yes To denies the allegations of Paragraph 178. Yes To  
25 further denies that class treatment is appropriate for Plaintiffs’ claims.

26 179. Yes To admits that it markets and advertises a Unicorn Mask product,  
27 but denies the all other factual allegations of Paragraph 179. The remaining  
28 allegations in Paragraph 179 constitute legal conclusions and not allegations of fact

1 to which a responsive pleading is required. To the extent that a response is  
2 required, Yes To denies the allegations of Paragraph 179.

3 180. Yes To lacks knowledge or information sufficient to form a belief as to  
4 the truth of the factual allegations in Paragraph 180 of the Complaint and therefore  
5 denies the same. The remaining allegations in Paragraph 180 constitute legal  
6 conclusions and not allegations of fact to which a responsive pleading is required.  
7 To the extent that a response is required, Yes To denies the allegations of Paragraph  
8 180.

9 181. The allegations in Paragraph 181 constitute legal conclusions and not  
10 allegations of fact to which a responsive pleading is required. To the extent that a  
11 response is required, Yes To denies the allegations of Paragraph 181.

12 182. The allegations in Paragraph 182 constitute legal conclusions and not  
13 allegations of fact to which a responsive pleading is required. To the extent that a  
14 response is required, Yes To denies the allegations of Paragraph 182.

15 **ELEVENTH CAUSE OF ACTION**

16 **Violations of Pennsylvania’s Unfair Trade Practices and**  
17 **Consumer Protection Law, 73 P.S. §§ 201-1, et seq.**

18 183. Answering the allegations of Paragraph 183, Yes To incorporates by  
19 reference the preceding paragraphs of this Answer as though fully set forth herein.

20 184. The allegations in Paragraph 184 constitute legal conclusions and not  
21 allegations of fact to which a responsive pleading is required. To the extent that a  
22 response is required, Yes To denies the allegations of Paragraph 184. Yes To  
23 further denies that class treatment is appropriate for Plaintiff’s claims.

24 185. The allegations in Paragraph 185 constitute legal conclusions and not  
25 allegations of fact to which a responsive pleading is required. To the extent that a  
26 response is required, Yes To denies the allegations of Paragraph 185.

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1           186. The allegations in Paragraph 186 constitute legal conclusions and not  
2 allegations of fact to which a responsive pleading is required. To the extent that a  
3 response is required, Yes To denies the allegations of Paragraph 186.

4           187. The allegations in Paragraph 187 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes To denies the allegations of Paragraph 187.

7           188. The allegations in Paragraph 188 (including subparts 188(a)-(d))  
8 constitute legal conclusions and not allegations of fact to which a responsive  
9 pleading is required. To the extent that a response is required, Yes To denies the  
10 allegations of Paragraph 188.

11           189. The allegations in Paragraph 189 constitute legal conclusions and not  
12 allegations of fact to which a responsive pleading is required. To the extent that a  
13 response is required, Yes To denies the allegations of Paragraph 189.

14           190. The allegations in Paragraph 190 constitute legal conclusions and not  
15 allegations of fact to which a responsive pleading is required. To the extent that a  
16 response is required, Yes To denies the allegations of Paragraph 190.

17           191. Yes To denies the allegations of Paragraph 191.

18           192. The allegations in Paragraph 192 constitute legal conclusions and not  
19 allegations of fact to which a responsive pleading is required. To the extent that a  
20 response is required, Yes To denies the allegations of Paragraph 192.

21           193. Yes To lacks knowledge or information sufficient to form a belief as to  
22 the truth of the factual allegations in Paragraph 193 of the Complaint and therefore  
23 denies the same. The remaining allegations in Paragraph 193 constitute legal  
24 conclusions and not allegations of fact to which a responsive pleading is required.  
25 To the extent that a response is required, Yes To denies the allegations of Paragraph  
26 193.

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1 194. The allegations in Paragraph 194 constitute legal conclusions and not  
2 allegations of fact to which a responsive pleading is required. To the extent that a  
3 response is required, Yes To denies the allegations of Paragraph 194.

4 195. The allegations in Paragraph 195 constitute legal conclusions and not  
5 allegations of fact to which a responsive pleading is required. To the extent that a  
6 response is required, Yes To denies the allegations of Paragraph 195.

7 **ANSWER TO PRAYER FOR RELIEF**

8 196. Yes To denies that Plaintiffs are entitled to any relief set forth in the  
9 Complaint.

10 **JURY DEMAND**

11 197. No response is necessary to Plaintiffs' demand for a jury trial.

12 **AFFIRMATIVE DEFENSES**

13 198. In further response to Plaintiffs' Complaint, subject to discovery and  
14 based on information and belief, and without assuming the burden of proof on any  
15 issue for which Plaintiffs bear the burden of proof, Yes To asserts the following  
16 defenses:

17 **FIRST AFFIRMATIVE DEFENSE**

18 **(Failure to State a Claim Upon Which Relief Can Be Granted)**

19 199. Plaintiffs' Complaint fails to state facts sufficient to constitute a claim  
20 upon which relief can be granted against Yes To.

21 **SECOND AFFIRMATIVE DEFENSE**

22 **(Statutes of Limitations)**

23 200. The causes of action asserted in Plaintiffs' Complaint are barred by  
24 the applicable statutes of limitations, including, without limitation: Cal. Bus. Prof.  
25 Code § 17208; Cal. Code Civ. Proc. § 388(a) and (d); Cal. Civ. Code § 1783; and  
26 42 P.C.S. § 5527(b).

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**THIRD AFFIRMATIVE DEFENSE**

**(Lack of Standing)**

201. Plaintiffs Complaint and all causes of action therein are barred, in whole or in part, because Plaintiffs and/or the putative class members lack standing to assert any or all of the causes of action alleged in the Complaint, including, among other reasons, because they have sustained no damages or injury and, even if they have sustained injury or damages, such injuries or damages were not related to or caused by Defendant’s conduct. Plaintiffs further lack standing to seek the forms of relief sought by the Complaint.

**FOURTH AFFIRMATIVE DEFENSE**

**(Estoppel)**

202. The causes of action asserted in Plaintiffs’ Complaint are barred because Plaintiffs and the putative class members are estopped by their own actions and conduct from pursuing the claims in the Complaint.

**FIFTH AFFIRMATIVE DEFENSE**

**(Unclean Hands)**

203. The causes of action asserted in Plaintiffs’ Complaint are barred by the doctrine of unclean hands as a result of the acts, conduct, and omissions of Plaintiffs or of others that are attributable to Plaintiffs.

**SIXTH AFFIRMATIVE DEFENSE**

**(Preemption)**

204. Plaintiffs’ and the putative class members’ claims are preempted in whole or in part by the Food, Drug, and Cosmetic Act, 21 U.S.C. § 361 and other applicable federal laws and regulations including, without limitation, California Health & Safety Code §§ 111670 and 111730.

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**SEVENTH AFFIRMATIVE DEFENSE**

**(Primary Jurisdiction)**

205. The claims in Plaintiffs’ Complaint are barred, in whole or in part, pursuant to the doctrine of primary jurisdiction because they raise issues that should be addressed in the first instance by the FDA. The acts at issue are subject to direct, comprehensive federal government regulation.

**EIGHTH AFFIRMATIVE DEFENSE**

**(Acquiescence/Ratification)**

206. The causes of action asserted in Plaintiffs’ Complaint are barred by the doctrine of acquiescence and or ratification as a result of the acts, conduct, and omissions of Plaintiffs or of others that are attributable to Plaintiffs.

**NINTH AFFIRMATIVE DEFENSE**

**(Laches)**

207. The causes of action asserted in Plaintiffs’ Complaint are barred by the doctrine of laches.

**TENTH AFFIRMATIVE DEFENSE**

**(Waiver/Release)**

208. Plaintiffs and the putative class members have waived and/or released whatever rights they may have had to assert any alleged cause of action against Defendants, and are therefore barred by asserting the purported causes of action in the Complaint.

**ELEVENTH AFFIRMATIVE DEFENSE**

**(Improper Class Action)**

209. To the extent Plaintiffs purport to certify a class, Plaintiffs’ allegations do not give rise to class status as there is no typicality, numerosity, commonality, ascertainability, or adequate representation in this action. This class action is also not manageable or superior to individual actions. Further, Plaintiffs cannot certify a nationwide class alleging violations of California law.

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**TWELFTH AFFIRMATIVE DEFENSE**

**(Unjust Enrichment)**

210. Plaintiffs and the putative class would be unjustly enriched if allowed to recover on the Complaint.

**THIRTEENTH AFFIRMATIVE DEFENSE**

**(Mootness)**

211. The claims in Plaintiffs' Complaint are barred, in whole or in part, to the extent that the claims or the relief sought are moot.

**FOURTEENTH AFFIRMATIVE DEFENSE**

**(Lack of Privity)**

212. The claims in Plaintiffs' Complaint are barred, in whole or in part, by lack of privity.

**FIFTEENTH AFFIRMATIVE DEFENSE**

**(No Entitlement to Damages)**

213. Plaintiffs and the putative class are barred from any recovery because Plaintiffs cannot show that they or members of the putative class are entitled to damages as a result of any acts or omissions by Defendant. The Complaint's claim for restitution is further barred because the amount of damages, if any, is speculative, and because of the impossibility of ascertaining and allocating these damages.

**SIXTEENTH AFFIRMATIVE DEFENSE**

**(Comparative Negligence)**

214. Plaintiffs were negligent in and about the activities alleged in the Complaint and that negligence was a proximate cause of Plaintiffs' alleged injuries, if any, or was the sole cause thereof, and Plaintiffs' recovery must be diminished or extinguished by reason of Plaintiffs' own negligence in proportion to their degree of fault.

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**SEVENTEENTH AFFIRMATIVE DEFENSE**

**(No Entitlement to Attorneys’ Fees)**

215. Plaintiffs’ Complaint fails to state a claim for attorneys’ fees or set forth facts sufficient to support such a claim.

**EIGHTEENTH AFFIRMATIVE DEFENSE**

**(Failure to Give Notice)**

216. The Complaint is barred, in whole or part, because of Plaintiffs’ failure to give notice for each of the claims for which notice is required, including but not limited to Plaintiffs’ cause of action for Violation of California Consumers Legal Remedies Act, California Civil Code § 1750, *et seq.* (CLRA).

**NINETEENTH AFFIRMATIVE DEFENSE**

**(No Punitive or Exemplary Damages)**

217. Although Defendants deny engaging in any conduct justifying an award of punitive damages, any such award would violate the excessive fines, due process, and other applicable clauses of the United States and California Constitutions, as well as other statutes. The Complaint fails to state facts sufficient to support an award of punitive damages against Defendants.

**TWENTIETH AFFIRMATIVE DEFENSE**

**(Defenses as to Each Putative Class Member)**

218. Defendant may have additional unique affirmative defenses applicable to different putative members of Plaintiffs’ proposed class. Defendants reserve the right to assert such additional affirmative defenses as the need arises, insofar as class certification has not been granted and is not appropriate in this case.

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**TWENTY-FIRST AFFIRMATIVE DEFENSE**

**(No Regulatory Violation)**

219. The Complaint is barred, in whole or in part, because Defendants have not violated any of the regulations or applicable law at issue in the Complaint.

**TWENTY-SECOND AFFIRMATIVE DEFENSE**

**(Acts of Others)**

220. The Complaint is barred, in whole or in part, because the conduct complained of is attributable to the acts of others and not Defendant.

**TWENTY-THIRD AFFIRMATIVE DEFENSE**

**(Failure to Mitigate)**

221. To the extent that Plaintiffs have suffered any damages, which Defendant expressly denies, Plaintiffs have failed to take any steps to mitigate their damages.

**TWENTY-FOURTH AFFIRMATIVE DEFENSE**

**(Privilege)**

222. The Complaint is barred, in whole or part, because Yes To's acts were privileged under the law.

**TWENTY-FIFTH AFFIRMATIVE DEFENSE**

**(Consent)**

223. The Complaint is barred, in whole or in part, as Plaintiffs and/or the members of the putative class consented or acquiesced to Yes To's acts or conduct.

**TWENTY-SIXTH AFFIRMATIVE DEFENSE**

**(Reasonableness and Good Faith)**

224. The Complaint is barred, in whole or in part, by the fact that Yes To acted reasonably and in good faith at all times material herein, based on the relevant facts and circumstances known by Yes To at the time it so acted.

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1 **TWENTY-SEVENTH AFFIRMATIVE DEFENSE**

2 **(No Duty to Disclose)**

3 225. The Complaint is barred, in whole or in part, because Yes To was  
4 under no duty to disclose any of the purported information that Plaintiffs' allege  
5 was no disclosed.

6 **TWENTY-EIGHTH AFFIRMATIVE DEFENSE**

7 **(No Injunctive Relief)**

8 226. Plaintiffs have not stated facts sufficient to establish any entitlement  
9 to injunctive relief, including but not limited to the fact that Plaintiffs have a  
10 complete and adequate remedy at law and therefore are not entitled to seek  
11 equitable relief.

12 **TWENTY-NINTH AFFIRMATIVE DEFENSE**

13 **(Bona Fide Error/Correction)**

14 227. Plaintiffs are not entitled to damages, including in connection with  
15 their Consumer Legal Remedies Act claim, because Yes To employed reasonable  
16 procedures to avoid the alleged error, remedied the alleged error, and its alleged  
17 error was not intentional and resulted from a bona fide error.

18 **THIRTIETH AFFIRMATIVE DEFENSE**

19 **(Non-Certifiable Class)**

20 228. The Consolidated Class Action Complaint does not state facts  
21 sufficient to certify a class pursuant to Federal Rule of Civil Procedure 23 and,  
22 therefore, this action is not properly brought as a class action.

23 **THIRTY-FIRST AFFIRMATIVE DEFENSE**

24 **(Reservation to Raise Other Defenses)**

25 229. Defendant hereby gives notice that they intend to rely upon such other  
26 and further affirmative defenses as may become available during discovery in this  
27 litigation and reserve the right to amend this Answer to assert any such defenses.

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**PRAYER**

- 1. The Plaintiffs and the putative class take nothing by reason of the Complaint;
- 2. That judgment be entered in favor of Defendants and against Plaintiffs and the putative class;
- 3. For costs and attorneys’ fees incurred by Defendants herein, if and to the extent permitted by law; and
- 4. Granting such other and further relief as this Court may deem just and proper.

Dated: \_\_June 12, 2020

PEPPER HAMILTON LLP

/s/Jeffrey M. Goldman  
 Jeffrey M. Goldman  
 Erica R. Graves  
 Attorneys for Defendant  
 YES TO, INC.

**DEMAND FOR JURY TRIAL**

Defendant demands a jury trial on all issues so triable.

Dated: \_\_June 12, 2020

PEPPER HAMILTON LLP

/s/Jeffrey M. Goldman  
 Jeffrey M. Goldman  
 Erica R. Graves  
 Attorneys for Defendant  
 YES TO, INC.