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7 Attorneys for Plaintiff
8 ENVIRONMENTAL RESEARCH CENTER, INC.

9 SUPERIOR COURT OF THE STATE OF CALIFORNIA
10 COUNTY OF ALAMEDA

11 ENVIRONMENTAL RESEARCH CENTER,
12 INC., a non-profit California corporation,

13 Plaintiff,

14 v.

15 FREELIFE INTERNATIONAL, INC., a
16 Connecticut Corporation; FREELIFE
17 INTERNATIONAL HOLDINGS, L.L.C., a
18 Connecticut Limited Liability Company; and
19 DOES 1-100, inclusive,

20 Defendants.

Case No. **RG 15798099**

**COMPLAINT FOR INJUNCTIVE
RELIEF AND CIVIL PENALTIES**

Health & Safety Code §25249.5, *et seq.*

20 Plaintiff ENVIRONMENTAL RESEARCH CENTER, INC. ("Plaintiff" or "ERC")
21 brings this action in the interests of the general public and hereby alleges:

22 **INTRODUCTION**

23 1. This action seeks to remedy the continuing failure of Defendants FREELIFE
24 INTERNATIONAL, INC., a Connecticut Corporation ("Freelife International") and
25 FREELIFE INTERNATIONAL HOLDINGS, L.L.C., a Connecticut Limited Liability
26 Company ("Freelife International Holdings" or collectively with Freelife International Holdings
27 as "Freelife" or "Defendants") to warn consumers in California that they are being exposed to
28

**ENDORSED
FILED
ALAMEDA COUNTY**

DEC 28 2015

CLERK OF THE SUPERIOR COURT
BY *Maia Carrera*
Maia Carrera, Deputy

BY FAX

1 lead, a substance known to the State of California to cause cancer, birth defects, and other
2 reproductive harm.

3 2. Defendant manufactures, packages, distributes, markets, and/or sells in
4 California certain products containing lead, including each of the following products:

- 5 1. FreeLife International Inc. TAI Slim 60 Shake Chocolate Naturally Flavored;
- 6 2. FreeLife International Inc. TAI Slim 60 Shake Vanilla
- 7 3. FreeLife International Inc. TAI Slim 60 Appetite Control Supplement Goji
8 Berry; and
- 9 4. FreeLife International Inc. TAI Slim Boosters Super Greens

10 3. Lead and lead compounds (hereinafter, the “LISTED CHEMICALS”) are
11 substances known to the State¹ of California to cause cancer, birth defects, and other
12 reproductive harm. Proposition 65 requires that consumers must be warned before they are
13 exposed to LISTED CHEMICALS.

14 4. The use and/or handling of the PRODUCTS causes exposures to the LISTED
15 CHEMICALS at levels requiring a “clear and reasonable warning” under California's Safe
16 Drinking Water and Toxic Enforcement Act of 1986, Health & Safety Code (“H&S Code”)
17 §25249.5, *et seq.* (also known and referred to herein as “Proposition 65”).

18 5. Defendants have failed to provide the health hazard warnings required by
19 Proposition 65.

20 6. Defendants’ past and continuing manufacturing, packaging, distributing,
21 marketing and/or sales of the PRODUCTS without the required health hazard warnings, causes
22 individuals to be involuntarily and unwittingly exposed to levels of the LISTED CHEMICALS
23 that violate Proposition 65. As a proximate result of these actions, Defendants have violated
24 and will continue to violate Proposition 65.

25 7. Plaintiff seeks injunctive relief enjoining Defendants from the continued
26 manufacturing, packaging, distributing, marketing and/or sales of the PRODUCTS in California

27 _____
28 ¹ All statutory and regulatory references herein are to California law, unless otherwise specified.

1 without provision of clear and reasonable warnings regarding the risks of cancer, birth defects,
2 and other reproductive harm posed by exposure to the LISTED CHEMICALS through the use
3 and/or handling of the PRODUCTS. Plaintiff seeks an injunctive order compelling Defendants
4 to bring their business practices into compliance with Proposition 65 by providing a clear and
5 reasonable warning to each individual who has been and who in the future may be exposed to
6 the LISTED CHEMICALS from the use of the PRODUCTS. Plaintiff also seeks an order
7 compelling Defendants to identify and locate each individual person who has purchased the
8 PRODUCTS in the past, and to provide to each such purchaser a clear and reasonable warning
9 that the use of the PRODUCTS will cause exposures to the LISTED CHEMICALS.

10 8. In addition to injunctive relief, Plaintiff seeks an assessment of civil penalties in
11 excess of \$109 million to remedy Defendants' failure to provide clear and reasonable warnings
12 regarding exposures to the LISTED CHEMICALS.

13 **JURISDICTION AND VENUE**

14 9. This Court has jurisdiction over this action pursuant to California Constitution
15 Article VI, Section 10, which grants the Superior Court "original jurisdiction in all causes
16 except those given by statute to other trial courts." The statute under which this action is
17 brought does not specify any other basis for jurisdiction.

18 10. This Court has jurisdiction over Defendants because, based on information and
19 belief, Defendants are businesses having sufficient minimum contacts with California, or
20 otherwise intentionally availing itself of the California market through the distribution and sale
21 of the PRODUCTS in the State of California, to render the exercise of jurisdiction over
22 Defendant by the California courts permissible under traditional notions of fair play and
23 substantial justice.

24 11. Venue in this action is proper in this Court because the Defendant has violated
25 California law in the County of Alameda.

26 **PARTIES**

27 12. Plaintiff ERC is a non-profit corporation organized under California's
28 Corporation Law. ERC is dedicated to, among other causes, reducing the use and misuse of

1 hazardous and toxic substances, consumer protection, worker safety, and corporate
2 responsibility.

3 13. ERC is a person within the meaning of H&S Code § 25118 and brings this
4 enforcement action in the public interest pursuant to H&S Code § 25249.7(d).

5 14. Defendant Freeliflife International is a corporation organized under the laws of the
6 State of the State of Connecticut and is a person doing business within the meaning of H&S
7 Code § 25249.11. Defendant manufactures, packages, distributes, markets and/or sells the
8 PRODUCTS for sale or use in California and in Alameda County

9 15. Defendant Freeliflife International Holdings is a limited liability company
10 organized under the laws of the State of Connecticut and is a person doing business within the
11 meaning of H&S Code § 25249.11. Defendant manufactures, packages, distributes, markets
12 and/or sells the PRODUCTS for sale or use in California and in Alameda County.

13 **STATUTORY BACKGROUND**

14 16. The Safe Drinking Water and Toxic Enforcement Act of 1986 is an initiative
15 statute passed as “Proposition 65” by a vote of the People of the State of California in 1986. In
16 passing Proposition 65, the People declared in their right “[t]o be informed about exposures to
17 chemicals that cause cancer, birth defects, or other reproductive harm.” Section 1(b) of
18 Initiative Measure, Proposition 65.

19 17. To effect this goal, Proposition 65 requires that individuals be provided with a
20 “clear and reasonable warning” before being exposed to substances listed by the State of
21 California as causing cancer or reproductive toxicity. H&S Code § 25249.6 states, in pertinent
22 part:

23 No person in the course of doing business shall knowingly and intentionally
24 expose any individual to a chemical known to the state to cause cancer or
25 reproductive toxicity without first giving clear and reasonable warning to such
individual....

26 18. “‘Knowingly’ refers only to knowledge of the fact that a discharge of, release of,
27 or exposure to a chemical listed pursuant to H&S Code § 25249.8(a) of the Act is occurring.
28

1 No knowledge that the discharge, release or exposure is unlawful is required.” 27 California
2 Code of Regulations (“CCR”) § 25102(n).

3 19. Proposition 65 establishes a procedure by which the Governor lists chemicals
4 known to the state to cause cancer or reproductive toxicity. H&S Code § 25249.8. The warning
5 requirements under Proposition 65 for a given chemical go into effect one year after the
6 Governor places that chemical on the list. H&S Code § 25249.10(b).

7 20. Proposition 65 provides that any person “violating or threatening to violate” the
8 warning requirements of the statute may be enjoined in a court of competent jurisdiction. H&S
9 Code § 25249.7. The phrase “threatening to violate” is defined to mean creating “a condition in
10 which there is a substantial likelihood that a violation will occur.” H&S Code § 25249.11(e).

11 21. Violators are liable for civil penalties of up to \$2,500 per day for each violation
12 of the Act. H&S Code § 25249.7.

13 **FACTUAL BACKGROUND**

14 22. On February 27, 1987, the State of California officially listed the chemical lead
15 as a chemical known to cause reproductive toxicity. Lead became subject to the warning
16 requirement one year later and was therefore subject to the “clear and reasonable” warning
17 requirements of Proposition 65 beginning on February 27, 1988. H&S Code § 25249.5, *et seq.*;
18 27 CCR § 25000, *et seq.* Due to the high toxicity of lead, the maximum allowable dose level for
19 lead is 0.5 ug/day (micrograms a day) for reproductive toxicity. 27 CCR § 25805(b).

20 23. On October 1, 1992, the State of California officially listed the chemicals lead
21 and lead compounds as chemicals known to cause cancer. Lead and lead compounds became
22 subject to the warning requirement one year later and were therefore subject to the “clear and
23 reasonable” warning requirements of Proposition 65 beginning on October 1, 1993. 27 CCR
24 § 25102, *et seq.*; H&S Code § 25249.6, *et seq.* Due to the carcinogenicity of lead, the no
25 significant risk level for lead is 15 ug/day (micrograms a day). 27 CCR § 25705(b)(1).

26 24. The PRODUCTS have been sold by Defendants for use in California since at
27 least October 16, 2012.

28

1 25. To test Defendants' PRODUCTS for lead, Plaintiff hired a well-respected and
2 accredited testing laboratory that designed the testing protocol used and approved by the
3 California Attorney General years ago for testing heavy metals. The results of testing
4 undertaken by Plaintiff of Defendant's PRODUCTS show that the PRODUCTS tested were in
5 violation of the 0.5 ug/day "safe harbor" daily dose limits set forth in Proposition 65's
6 regulations for lead. Very significant is the fact that people are being exposed to lead through
7 ingestion as opposed to other, less harmful, methods of exposure such as dermal exposure.
8 Ingestion of lead and cadmium produces much higher exposure levels and health risks than does
9 dermal exposure to this chemical.

10 26. At all times relevant to this action, Defendants, therefore, have knowingly and
11 intentionally exposed the users and/or handlers of the PRODUCTS to the LISTED
12 CHEMICALS without first giving a clear and reasonable warning to such individuals.

13 27. On October 16, 2015, Plaintiff served Defendants and each of the appropriate
14 public enforcement agencies with a 60-Day Notice of Proposition 65 violations document
15 entitled "Notice of Violations of California Health & Safety Code § 25249.5 ("Notice"). A true
16 and correct copy of the Notice is attached hereto as Exhibit A and incorporated by reference.
17 The Notice was issued pursuant to, and in compliance with, the requirements of H&S Code §
18 25249.7(d) and the statute's implementing regulations regarding the notice of the violations to
19 be given to certain public enforcement agencies and to the violator. The Notice included, *inter*
20 *alia*, the following information: the name, address, and telephone number of the noticing
21 individual; the name of the alleged violator; the statute violated; the approximate time period
22 during which violations occurred; and descriptions of the violations, including the chemicals
23 involved, the routes of toxic exposure, and the specific product or type of product causing the
24 violations, and was issued as follows:

- 25 a. Defendants were provided a copy of the Notice by Certified Mail;
- 26 b. Defendants were provided a copy of a document entitled "The Safe
27 Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A
28

1 Summary,” which is also known as Appendix A to Title 27 of CCR
2 §25903;

3 c. the California Attorney General was provided a copy of the Notice via
4 online submission; and

5 d. the California Attorney General was provided with a Certificate of Merit
6 by the attorney for the noticing party, stating that there is a reasonable
7 and meritorious case for this action, and attaching factual information
8 sufficient to establish a basis for the certificate, including the identity of
9 the persons consulted with and relied on by the certifier, and the facts,
10 studies, or other data reviewed by those persons, pursuant to H&S Code
11 §25249.7(h) (2).

12 28. Defendants have sold at least one unit (one package) of the PRODUCT FreeLife
13 International Inc. TAI Slim 60 Shake Chocolate Naturally Flavored to a person in the State of
14 California each day since at least October 16, 2012. Each unit contains 15 servings of the
15 PRODUCT. Therefore, Defendants’ sales have resulted in at least 16,425 individual exposures
16 from Defendant’s sales of FreeLife International Inc. TAI Slim 60 Shake Chocolate Naturally
17 Flavored since at least October 16, 2012.

18 29. Defendants have sold at least one unit (one package) of the PRODUCT FreeLife
19 International Inc. TAI Slim 60 Shake Vanilla to a person in the State of California each day
20 since at least October 16, 2012. Each unit contains 15 servings of the PRODUCT. Therefore,
21 Defendants’ sales have resulted in at least 16,425 individual exposures from Defendants’ sales
22 of FreeLife International Inc. TAI Slim 60 Shake Vanilla since at least October 16, 2012.

23 30. Defendants have sold at least one unit (one package) of the PRODUCT FreeLife
24 International Inc. TAI Slim 60 Appetite Control Supplement Goji Berry to a person in the State
25 of California each day since at least October 16, 2012. Each unit contains 60 servings of the
26 PRODUCT. Therefore, Defendants’ sales have resulted in at least 65,700 individual exposures
27 from Defendants’ sales of FreeLife International Inc. TAI Slim 60 Appetite Control Supplement
28 Goji Berry since at least October 16, 2012.

1 31. Defendants have sold at least one unit (one package) of the PRODUCT FreeLife
2 International Inc. TAI Slim Boosters Super Greens to a person in the State of California each
3 day since at least October 16, 2012. Each unit contains 30 servings of the PRODUCT.
4 Therefore, Defendants' sales have resulted in at least 32,850 individual exposures from
5 Defendants' sales of FreeLife International Inc. TAI Slim Boosters Super Greens since at least
6 October 16, 2012.

7 32. Defendants' sales of the PRODUCTS have resulted in at least 131,400 individual
8 exposures without the warnings required by Proposition 65 since at least October 16, 2012, the
9 three-year period preceding Plaintiff's October 16, 2015 service of the Notice.

10 33. Defendants' sales of the PRODUCTS have resulted in at least 43,800 individual
11 exposures without the warnings required by Proposition 65 since at least October 16, 2014, the
12 one-year period preceding the Notice. These exposures entitle the Court to award civil penalties
13 in excess of \$109 million for the applicable statutory penalty period, which is one year prior to
14 the date of the Notice of Violation. CCP § 340; *Consumer Advocacy Group, Inc.*, 150
15 Cal.App.4th at 981.

16 34. The imposition of a civil penalty award in excess of \$109 million will have a
17 deterrent economic effect in that it is likely to deter future conduct in violation of Proposition 65
18 by both Defendant and the regulated community as a whole.

19 35. The PRODUCTS continue to be distributed and sold in California without the
20 requisite warning information.

21 36. At least 60 days have elapsed since Plaintiff sent the Notice to the Defendants.
22 The appropriate public enforcement agencies have failed to commence and diligently prosecute
23 a cause of action under Proposition 65 against Defendants based on the allegations herein.

24 37. As a proximate result of acts by Defendants, as persons in the course of doing
25 business within the meaning of H&S Code § 25249.11, individuals throughout the State of
26 California, including in the County of Alameda, have been exposed to the LISTED
27 CHEMICALS without a clear and reasonable warning. The individuals subject to the illegal
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1 exposures include normal and foreseeable users of the PRODUCTS, as well as all other persons
2 exposed to the PRODUCTS.

3 **FIRST CAUSE OF ACTION**

4 **(Injunctive Relief for Violations of Health and Safety Code § 25249.5, *et seq.* concerning**
5 **the PRODUCTS described in the October 16, 2015 Proposition 65 Notice.**
6 **By Plaintiff Against Defendants)**

7 38. Plaintiff re-alleges and incorporates by reference all preceding paragraphs as if
8 fully set forth herein.

9 39. By committing the acts alleged in this Complaint, Defendants at all times
10 relevant to this action, and continuing through the present, has violated H&S Code § 25249.6
11 by, in the course of doing business, knowingly and intentionally exposing individuals who use
12 or handle the PRODUCTS set forth in the Notice to the LISTED CHEMICALS, without first
13 providing a clear and reasonable warning to such individuals pursuant to H&S Code §§ 25249.6
14 and 25249.11(f).

15 40. By the above-described acts, Defendants have violated H&S Code § 25249.6 and
16 is therefore subject to an injunction ordering Defendants to stop violating Proposition 65, to
17 provide warnings to all present and future customers, and to provide warnings to Defendants'
18 past customers who purchased or used the PRODUCTS without receiving a clear and
19 reasonable warning.

20 41. An action for injunctive relief under Proposition 65 is specifically authorized by
21 H&S Code § 25249.7(a).

22 42. Continuing commission by Defendants of the acts alleged above will irreparably
23 harm the citizens of the State of California, for which harm they have no plain, speedy, or
24 adequate remedy at law.

25 Wherefore, Plaintiff prays judgment against Defendants, as set forth hereafter.
26
27
28

1 **SECOND CAUSE OF ACTION**

2 **(Civil Penalties for Violations of Health and Safety Code § 25249.5, et seq. concerning the**
3 **PRODUCTS described in the October 16, 2015 Proposition 65 Notice.**
4 **By Plaintiff Against Defendants)**

5 43. Plaintiff realleges and incorporates by reference all preceding paragraphs as if
6 fully set forth herein.

7 44. By committing the acts alleged in this Complaint, Defendants at all times
8 relevant to this action, and continuing through the present, has violated H&S Code § 25249.6
9 by, in the course of doing business, knowingly and intentionally exposing individuals who use
10 or handle the PRODUCTS set forth in the Notice to the LISTED CHEMICALS, without first
11 providing a clear and reasonable warning to such individuals pursuant to H&S Code §§ 25249.6
12 and 25249.11(f).

13 45. By the above-described acts, Defendants are liable, pursuant to H&S Code §
14 25249.7(b), for a civil penalty of \$2,500 per day per violation for each unlawful exposure to the
15 LISTED CHEMICALS from the PRODUCTS, in an amount in excess of \$109 million.

16 Wherefore, Plaintiff prays judgment against Defendants, as set forth hereafter.

17 **THE NEED FOR INJUNCTIVE RELIEF**

18 46. Plaintiff realleges and incorporates by this reference all preceding paragraphs as
19 if set forth below.

20 47. By committing the acts alleged in this Complaint, Defendants have caused
21 irreparable harm for which there is no plain, speedy or adequate remedy at law. In the absence
22 of equitable relief, Defendants will continue to create a substantial risk of irreparable injury by
23 continuing to cause consumers to be involuntarily and unwittingly exposed to the LISTED
24 CHEMICALS through the use and/or handling of the PRODUCTS.

25 **PRAYER FOR RELIEF**

26 Wherefore, Plaintiff accordingly prays for the following relief:

27 A. A temporary restraining order, preliminary and permanent injunction, pursuant to
28 H&S Code § 25249.7(a), enjoining Defendants, their agents, employees, assigns and all persons
acting in concert or participating with Defendants, from distributing or selling the PRODUCTS

1 in California without first providing a clear and reasonable warning, within the meaning of
2 Proposition 65, that the users and/or handlers of the PRODUCTS are exposed to the LISTED
3 CHEMICALS;

4 B. an injunctive order, pursuant to H&S Code section 25249.7(a), compelling
5 Defendant to identify and locate each individual who has purchased the PRODUCTS since
6 October 16, 2012, and to provide a warning to such person that the use of the PRODUCTS will
7 expose the user to chemicals known to cause cancer, birth defects, and other reproductive harm;

8 C. an assessment of civil penalties pursuant to H&S Code § 25249.7(b), against
9 Defendant in the amount of \$2,500 per day for each violation of Proposition 65, in an amount in
10 excess of \$109 million;

11 D. an award to Plaintiff of its reasonable attorney's fees and costs of suit pursuant to
12 California Code of Civil Procedure § 1021.5, as Plaintiff shall specify in further application to
13 the Court; and

14 E. such other and further relief as may be just and proper.

15 Dated: December 28, 2015

ADAMS BROADWELL JOSEPH & CARDOZO

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TANYA A. GULESSERIAN
19 CHRISTINA M. CARO

20 Attorneys for Plaintiff
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EXHIBIT A

ADAMS BROADWELL JOSEPH & CARDOZO

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

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SACRAMENTO OFFICE

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SACRAMENTO, CA 95814-4721

TEL: (916) 444-6201
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LAURA E. HORTON
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RACHAEL E. KOSS
JAMIE L. MAULDIN
ADAM J. REGELE
ELLEN L. WEHR

VIA CERTIFIED MAIL

Raymond Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International Holdings, L.L.C.
4950 South 48th Street
Phoenix, AZ 85040

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
4950 South 48th Street
Phoenix, AZ 85040

Raymond Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International Holdings, L.L.C.
4717 East Hilton Avenue, Suite 100
Phoenix, AZ 85034

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
4717 East Hilton Avenue, Suite 100
Phoenix, AZ 85034

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
333 Quarry Road
Milford, CT 06460

CT Corporation System
(FreeLife International, Inc.'s Registered
Agent for Service of Process)
3800 North Central Avenue, Suite 460
Phoenix, AZ 85012

VIA CERTIFIED MAIL

Steven P. Ciardiello, Esquire
(FreeLife International Holdings, L.L.C.'s
Registered Agent for Service of Process)
2840 Whitney Avenue
Hamden, CT 06518

Steven P. Ciardiello, Esquire
(FreeLife International Holdings, L.L.C.'s
Registered Agent for Service of Process)
1 Crystal Terrace
Woodbridge, CT 06525

Steven P. Ciardiello, Esquire
(FreeLife International, Inc.'s Registered
Agent for Service of Process)
2840 Whitney Avenue
Hamden, CT 06518

Steven P. Ciardiello, Esquire
(FreeLife International, Inc.'s Registered
Agent for Service of Process)
1 Crystal Terrace
Woodbridge, CT 06525

Raymond Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International Holdings, L.L.C.
1250 North Fairway Drive
Building A, Suite 104
Avondale, AZ 85323

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
1250 North Fairway Drive
Building A, Suite 104
Avondale, AZ 85323

Notice of Violations of California Health & Safety Code §25249.5 *et seq.*

October 16, 2015

Page 2

VIA ONLINE SUBMISSION

Office of the California Attorney General

VIA PRIORITY MAIL

District Attorneys of Select California
Counties and Select City Attorneys
(See Attached Certificate of Service)

VIA ELECTRONIC MAIL

Yolo County District Attorney
301 2nd Street
Woodland, CA 95695
cfepd@yolocounty.org

Re: Notice of Violations of California Health & Safety Code Section 25249.5 *et seq.*

Dear Addressees:

I represent Environmental Research Center, Inc. (“ERC”) in connection with this Notice of Violations of California’s Safe Drinking Water and Toxic Enforcement Act of 1986, which is codified at California Health & Safety Code Section 25249.5 *et seq.* and also referred to as Proposition 65.

ERC is a California non-profit corporation dedicated to, among other causes, helping safeguard the public from health hazards by bringing about a reduction in the use and misuse of hazardous and toxic chemicals, facilitating a safe environment for consumers and employees, and encouraging corporate responsibility.

The names of the Companies covered by this notice that violated Proposition 65 (hereinafter the “Violators”) are:

FreeLife International, Inc.
FreeLife International Holdings, L.L.C.

The products that are the subject of this notice and the chemical in those products identified as exceeding allowable levels are:

- **FreeLife International Inc. TAI Slim 60 Shake Chocolate Naturally Flavored - Lead**
- **FreeLife International Inc. TAI Slim 60 Shake Vanilla - Lead**
- **FreeLife International Inc. TAI Slim 60 Appetite Control Supplement Goji Berry - Lead**
- **FreeLife International Inc. TAI Slim Boosters Super Greens - Lead**

On February 27, 1987, the State of California officially listed lead as a chemical known to cause developmental toxicity, and male and female reproductive toxicity. On October 1, 1992, the State of California officially listed lead and lead compounds as chemicals known to cause cancer.

This letter is a notice to the Violators and the appropriate governmental authorities of the Proposition 65 violations concerning the listed products. This notice covers all violations of Proposition 65 involving the Violators currently known to ERC from the information now available. ERC may continue to investigate other products that may reveal further violations. A summary of Proposition 65,

October 16, 2015

Page 3

prepared by the Office of Environmental Health Hazard Assessment, is enclosed with the copy of this letter to the Violators.

The Violators have manufactured, marketed, distributed, and/or sold the listed products, which have exposed and continue to expose numerous individuals within California to the identified chemical, lead. The consumer exposures that are the subject of this notice result from the purchase, acquisition, handling and/or recommended use of these products by consumers. The primary route of exposure to lead has been through ingestion, but may have also occurred through inhalation and/or dermal contact. Proposition 65 requires that a clear and reasonable warning be provided prior to exposure to lead. The method of warning should be a warning that appears on the product's label. The Violators violated Proposition 65 because they failed to provide an appropriate warning to persons using and/or handling these products that they are being exposed to lead. Each of these ongoing violations has occurred on every day since October 16, 2012, as well as every day since the products were introduced in the California marketplace, and will continue every day until clear and reasonable warnings are provided to product purchasers and users.

Pursuant to Section 25249.7(d) of the statute, ERC intends to file a citizen enforcement action sixty days after effective service of this notice unless the Violators agree in an enforceable written instrument to: (1) reformulate the listed products so as to eliminate further exposures to the identified chemical; (2) pay an appropriate civil penalty; and (3) provide clear and reasonable warnings compliant with Proposition 65 to all persons located in California who purchased the above products in the last three years. Consistent with the public interest goals of Proposition 65 and my client's objectives in pursuing this notice, ERC is interested in seeking a constructive resolution to this matter. Such resolution will avoid both further unwarned consumer exposures to the identified chemical and expensive and time consuming litigation.

ERC's Executive Director is Chris Heptinstall, and is located at 3111 Camino Del Rio North, Suite 400, San Diego, CA 92108; Tel. 619-500-3090. ERC has retained me in connection with this matter. We suggest that communications regarding this Notice of Violations should be directed to my attention at the above listed law office address and telephone number.

Sincerely,



Christina M. Caro

Attachments

Certificate of Merit

Certificate of Service

OEHHA Summary (to FreeLife International, Inc., FreeLife International Holdings, L.L.C. and their Registered Agents for Service of Process only)

Additional Supporting Information for Certificate of Merit (to AG only)

CERTIFICATE OF MERIT

**Re: Environmental Research Center, Inc.'s Notice of Proposition 65 Violations
by FreeLife International, Inc. and FreeLife International Holdings, L.L.C.**

I, Christina Caro, declare:

1. This Certificate of Merit accompanies the attached sixty-day notice in which it is alleged the parties identified in the notice violated California Health & Safety Code Section 25249.6 by failing to provide clear and reasonable warnings.
2. I am an attorney for the noticing party.
3. I have consulted with one or more persons with relevant and appropriate experience or expertise who have reviewed facts, studies, or other data regarding the exposure to the listed chemical that is the subject of the notice.
4. Based on the information obtained through those consultants, and on other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiff's case can be established and that the information did not prove that the alleged Violators will be able to establish any of the affirmative defenses set forth in the statute.
5. Along with the copy of this Certificate of Merit served on the Attorney General is attached additional factual information sufficient to establish the basis for this certificate, including the information identified in California Health & Safety Code §25249.7(h)(2), i.e., (1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Dated: October 16, 2015



Christina M. Caro

CERTIFICATE OF SERVICE

I, the undersigned, declare under penalty of perjury under the laws of the State of California that the following is true and correct:

I am a citizen of the United States, over the age of 18 years of age, and am not a party to the within entitled action. My business address is 306 Joy Street, Fort Oglethorpe, Georgia 30742. I am a resident or employed in the county where the mailing occurred. The envelope or package was placed in the mail at Fort Oglethorpe, Georgia.

On October 16, 2015, I served the following documents: **NOTICE OF VIOLATIONS OF CALIFORNIA HEALTH & SAFETY CODE §25249.5 ET SEQ.; CERTIFICATE OF MERIT; “THE SAFE DRINKING WATER AND TOXIC ENFORCEMENT ACT OF 1986 (PROPOSITION 65): A SUMMARY”** on the following parties by placing a true and correct copy thereof in a sealed envelope, addressed to the party listed below and depositing it in a U.S. Postal Service Office with the postage fully prepaid for delivery by Certified Mail:

Raymond Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International Holdings,
L.L.C.
4950 South 48th Street
Phoenix, AZ 85040

Steven P. Ciardiello, Esquire
(FreeLife International Holdings, L.L.C.’s
Registered Agent for Service of Process)
2840 Whitney Avenue
Hamden, CT 06518

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
4950 South 48th Street
Phoenix, AZ 85040

Steven P. Ciardiello, Esquire
(FreeLife International Holdings, L.L.C.’s
Registered Agent for Service of Process)
1 Crystal Terrace
Woodbridge, CT 06525

Raymond Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International Holdings,
L.L.C.
4717 East Hilton Avenue,
Suite 100
Phoenix, AZ 85034

Steven P. Ciardiello, Esquire
(FreeLife International, Inc.’s Registered
Agent for Service of Process)
2840 Whitney Avenue
Hamden, CT 06518

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
4717 East Hilton Avenue,
Suite 100
Phoenix, AZ 85034

Steven P. Ciardiello, Esquire
(FreeLife International, Inc.’s Registered
Agent for Service of Process)
1 Crystal Terrace
Woodbridge, CT 06525

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
333 Quarry Road
Milford, CT 06460

Raymond Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International Holdings, L.L.C.
1250 North Fairway Drive
Building A, Suite 104
Avondale, AZ 85323

CT Corporation System
(FreeLife International, Inc.’s Registered
Agent for Service of Process)
3800 North Central Avenue, Suite 460
Phoenix, AZ 85012

Raymond J. Faltinsky or Current CEO
Kevin Fournier or Current President
FreeLife International, Inc.
1250 North Fairway Drive
Building A, Suite 104
Avondale, AZ 85323

Notice of Violations of California Health & Safety Code §25249.5 *et seq.*

October 16, 2015

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On October 16, 2015, I verified the following documents **NOTICE OF VIOLATIONS, CALIFORNIA HEALTH & SAFETY CODE §25249.5 ET SEQ.; CERTIFICATE OF MERIT; ADDITIONAL SUPPORTING INFORMATION FOR CERTIFICATE OF MERIT AS REQUIRED BY CALIFORNIA HEALTH & SAFETY CODE §25249.7(d)(1)** were served on the following party when a true and correct copy thereof was uploaded on the California Attorney General's website, which can be accessed at <https://oag.ca.gov/prop65/add-60-day-notice> :

Office of the California Attorney General
Prop 65 Enforcement Reporting
1515 Clay Street, Suite 2000
Oakland, CA 94612-0550

On October 16, 2015, I verified the following documents **NOTICE OF VIOLATIONS, CALIFORNIA HEALTH & SAFETY CODE §25249.5 ET SEQ.; CERTIFICATE OF MERIT** were served on the following party when a true and correct copy thereof was sent via electronic mail to the party listed below:

Yolo County District Attorney
301 2nd Street
Woodland, CA 95695
cfepd@yolocounty.org

On October 16, 2015, I served the following documents: **NOTICE OF VIOLATIONS, CALIFORNIA HEALTH & SAFETY CODE §25249.5 ET SEQ.; CERTIFICATE OF MERIT** on each of the parties on the Service List attached hereto by placing a true and correct copy thereof in a sealed envelope, addressed to each of the parties **on the Service List attached hereto**, and depositing it with the U.S. Postal Service with the postage fully prepaid for delivery by Priority Mail.

Executed on October 16, 2015, in Fort Oglethorpe, Georgia.

Phyllis Dunwoody

Notice of Violations of California Health & Safety Code §25249.5 *et seq.*

October 16, 2015

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Service List

District Attorney, Alameda County 1225 Fallon Street, Suite 900 Oakland, CA 94612	District Attorney, Los Angeles County 210 West Temple Street, Suite 18000 Los Angeles, CA 90012	District Attorney, San Diego County 330 West Broadway, Suite 1300 San Diego, CA 92101	District Attorney, Tuolumne County 423 N. Washington Street Sonora, CA 95370
District Attorney, Alpine County P.O. Box 248 Markleeville, CA 96120	District Attorney, Madera County 209 West Yosemite Avenue Madera, CA 93637	District Attorney, San Francisco County 850 Bryant Street, Suite 322 San Francisco, CA 94103	District Attorney, Ventura County 800 South Victoria Ave, Suite 314 Ventura, CA 93009
District Attorney, Amador County 708 Court Street Jackson, CA 95642	District Attorney, Marin County 3501 Civic Center Drive, Room 130 San Rafael, CA 94903	District Attorney, San Joaquin County 222 E. Weber Ave. Rm. 202 Stockton, CA 95202	District Attorney, Yuba County 215 Fifth Street, Suite 152 Marysville, CA 95901
District Attorney, Butte County 25 County Center Drive, Suite 245 Oroville, CA 95965	District Attorney, Mariposa County Post Office Box 730 Mariposa, CA 95338	District Attorney, San Luis Obispo County 1035 Palm St, Room 450 San Luis Obispo, CA 93408	Los Angeles City Attorney's Office City Hall East 200 N. Main Street, Suite 800 Los Angeles, CA 90012
District Attorney, Calaveras County 891 Mountain Ranch Road San Andreas, CA 95249	District Attorney, Mendocino County Post Office Box 1000 Ukiah, CA 95482	District Attorney, San Mateo County 400 County Ctr., 3 rd Floor Redwood City, CA 94063	San Diego City Attorney's Office 1200 3rd Avenue, Ste 1620 San Diego, CA 92101
District Attorney, Colusa County 346 Fifth Street Suite 101 Colusa, CA 95932	District Attorney, Merced County 550 W. Main Street Merced, CA 95340	District Attorney, Santa Barbara County 1112 Santa Barbara Street Santa Barbara, CA 93101	San Francisco, City Attorney City Hall, Room 234 1 Dr Carlton B Goodlett PL San Francisco, CA 94102
District Attorney, Contra Costa County 900 Ward Street Martinez, CA 94553	District Attorney, Modoc County 204 S Court Street, Room 202 Alturas, CA 96101-4020	District Attorney, Santa Clara County 70 West Hedding Street San Jose, CA 95110	San Jose City Attorney's Office 200 East Santa Clara Street, 16 th Floor San Jose, CA 95113
District Attorney, Del Norte County 450 H Street, Room 171 Crescent City, CA 95531	District Attorney, Mono County Post Office Box 617 Bridgeport, CA 93517	District Attorney, Santa Cruz County 701 Ocean Street, Room 200 Santa Cruz, CA 95060	
District Attorney, El Dorado County 515 Main Street Placerville, CA 95667	District Attorney, Monterey County Post Office Box 1131 Salinas, CA 93902	District Attorney, Shasta County 1355 West Street Redding, CA 96001	
District Attorney, Fresno County 2220 Tulare Street, Suite 1000 Fresno, CA 93721	District Attorney, Napa County 931 Parkway Mall Napa, CA 94559	District Attorney, Sierra County PO Box 457 Downieville, CA 95936	
District Attorney, Glenn County Post Office Box 430 Willows, CA 95988	District Attorney, Nevada County 201 Commercial Street Nevada City, CA 95959	District Attorney, Siskiyou County Post Office Box 986 Yreka, CA 96097	
District Attorney, Humboldt County 825 5th Street 4 th Floor Eureka, CA 95501	District Attorney, Orange County 401 West Civic Center Drive Santa Ana, CA 92701	District Attorney, Solano County 675 Texas Street, Ste 4500 Fairfield, CA 94533	
District Attorney, Imperial County 940 West Main Street, Ste 102 El Centro, CA 92243	District Attorney, Placer County 10810 Justice Center Drive, Ste 240 Roseville, CA 95678	District Attorney, Sonoma County 600 Administration Drive, Room 212J Santa Rosa, CA 95403	
District Attorney, Inyo County 230 W. Line Street Bishop, CA 93514	District Attorney, Plumas County 520 Main Street, Room 404 Quincy, CA 95971	District Attorney, Stanislaus County 832 12 th Street, Ste 300 Modesto, CA 95354	
District Attorney, Kern County 1215 Truxtun Avenue Bakersfield, CA 93301	District Attorney, Riverside County 3960 Orange Street Riverside, CA 92501	District Attorney, Sutter County 446 Second Street Yuba City, CA 95991	
District Attorney, Kings County 1400 West Lacey Boulevard Hanford, CA 93230	District Attorney, Sacramento County 901 "G" Street Sacramento, CA 95814	District Attorney, Tehama County Post Office Box 519 Red Bluff, CA 96080	
District Attorney, Lake County 255 N. Forbes Street Lakeport, CA 95453	District Attorney, San Benito County 419 Fourth Street, 2 nd Floor Hollister, CA 95023	District Attorney, Trinity County Post Office Box 310 Weaverville, CA 96093	
District Attorney, Lassen County 220 South Lassen Street, Ste. 8 Susanville, CA 96130	District Attorney, San Bernardino County 316 N. Mountain View Avenue San Bernardino, CA 92415-0004	District Attorney, Tulare County 221 S. Mooney Blvd., Room 224 Visalia, CA 93291	