

110. Plaintiff re-alleges paragraphs 1 through 109 above.

111. Defendants violated The Hobbs Act prohibition against racketeering by preventing MSCI's entry into commerce under color of official right in violation of 18 U.S.C. 1951(b)(2).

112. Defendants committed an unusual act for banks by denial of service and facilities for plaintiff MSCI's escrow accounts in bad faith or nonperformance of their duty as financial institutions and employees. Defendants "under color of official right" through invocation of the USA PATRIOT Act deny and threaten MSCI's access to service at any national bank that MSCI, its customers or associates require to conduct their business, effecting the unjust enrichment of the Defendants and their related healthcare suppliers and distributors combine, preventing MSCI's services from entering into commerce in violation of The Hobbs Act, 18 U.S.C. 1951(b)(2).

113. Defendants are extensively invested in selected healthcare suppliers. The profits of these healthcare companies are dependent on a current market where competition in pricing is severely curtailed. Defendants' US BANCORP NA profit has not increased proportionately to its acquisition of banks and traditional commercial banking business. Defendants are consequentially dependant on revenue from their private banking, trust and investment banking divisions which are disproportionately concentrated in healthcare suppliers engaging in anticompetitive business practices.

114. Defendants' US BANCORP NA , despite the patriotic appellation "US BANK" in red white and blue signage that it places on its newly acquired Kansas and Missouri banks, is unlike a traditional American bank in that Defendants US BANCORP NA functions like an Asian bank interlinked in an industry group combine, acting against the combine's industry competitors and aiding the combine's allies. In Japan a similar industry group would be called a "Keiretsu"i or in Korea a "Chaebol." The Defendants' vertically integrated monopoly acting in consort with their healthcare suppliers and distributors combine in efforts to prevent MSCI from entering into commerce through the misuse of the USA Patriot Act are extorting property from MSCI, its associates and customers.

115. The Defendants did not do the investigation of MSCI they claimed was required under the USA PATRIOT Act and sought to harm MSCI out of an undisclosed profit incentive. In using the USA PATRIOT Act the Defendants are using force or in the alternative acting under color of law in taking property from MSCI its associates and customers.

116. This bad faith performance of its regulator imposed and customer expected duty was made self evident by the Defendants' St. Louis Trust Department telling MSCI that it "did not understand why MSCI went to them and not MSCI's local bank" without even realizing MSCI was already an established US BANCORP NA client customer with a corporate checking account and a pending corporate credit application, or that MSCI's chief executive was an established checking account holder.

117. Plaintiff MSCI has accepted voluntarily that it will be delayed, suffer lost profits, injury to its associates and lose some or all of the ten best candidates for bringing its electronic marketplace and supply chain management software services to commerce. The Defendants have the power to label MSCI as a money laundering suspect or to do their normal duty of diligence and discover MSCI, its candidates and associates are upstanding citizens with documented funds. MSCI may reluctantly have no choice but to wait until the Defendants' healthcare suppliers and distributors develop a strategy to counter MSCI's neutral electronic marketplace and cost reducing supply chain management software before the Defendants allow MSCI the escrow accounts it needs to enter the healthcare supply marketplace.

118. MSCI's chief executive prudently fears that bad faith reporting under the USA PATRIOT Act by the Defendants to enrich their vertically integrated combine will prevent MSCI from going to other financial institutions and opening escrow accounts or obtaining other banking services, including the clearing and settlement of over 90 million dollars in annual healthcare supply transactions, foreign exchange conversion and purchasing finance, all of which are far more sensitive and subject to greater anti-money laundering scrutiny under know your customer laws and the USA Patriot Act.

119. The Defendants have opposed MSCI's requested injunctive relief which would have temporarily ordered US BANCORP NA and its employees to stop secretly reporting negative information against MSCI under the USA Patriot Act

until adequate training and the required compliance officers were in place. The Defendants have not denied exercising the USA Patriot Act against MSCI.

120. The Defendants' unprofessional conduct and lack of truthful disclosure about USA PATRIOT Act based conduct continues to threaten the Plaintiff MSCI, its associates and customers through actions that may trigger similar surprise denials of critical banking services at other financial institutions.

121. The Public has been harmed by the Defendants extortion of MSCI that has obstructed or delayed MSCI's entry into commerce and the resulting cost savings and increased availability of beneficial healthcare technologies. Over 2000 hospitals nation-wide are endangered by the current anticompetitive market for healthcare supplies and are harmed by the Defendants continued prevention of MSCI from entering commerce. Public access to healthcare will be harmfully cut back if more hospitals are closed because they are unable to realize the 20% cost reduction provided through MSCI's system.

COUNT IV : FAILURE TO PROPERLY TRAIN EMPLOYEES ON USA PATRIOT ACT OR PROVIDE A COMPLIANCE OFFICER

122. Plaintiff re-alleges paragraphs 1 through 121 above.

123. Defendants US BANCORP NA, US BANK; PRIVATE CLIENT GROUP, CORPORATE TRUST, INSTITUTIONAL TRUST AND CUSTODY, AND MUTUAL FUND SERVICES, LLC., failed to provide training or adequate training to its employees or to designate a USA PATRIOT Act compliance officer in each of its financial institutions as required under Section 352 of USA Patriot Act.

Without training, employees of US BANCORP denied MSCI, a known domestic

corporation in good standing with its Secretary of State and State Department of Revenue an escrow account service even though it was not an activity that was regulated under Section 312 effective July 23, 2002.

124. Without having adequately trained employees and a USA PATRIOT Act mandated compliance officer in each of their financial institutions, the Defendants continue to endanger the plaintiff MSCI, its associates and customers with wrongful denial of services and facilities of US BANCORP NA where MSCI has its accounts or at other national and state banks where MSCI and its associates may be harmed through denied services based on erroneous reporting by the Defendants.

COUNT V: MISUSE OF AUTHORITY AND EXCESSIVE USE OF FORCE AS ENFORCEMENT OFFICERS UNDER THE USA PATRIOT ACT

125. Plaintiff re-alleges paragraphs 1 through 124 above.

126. The Defendants BRIAN KABBES, LARS ANDERSON and SUSAN PAINE, under knowing direction of Defendants ANDREW CESERE and JERRY A. GRUNDHOFER, repeatedly used the USA Patriot Act to deny services of US BANK, PRIVATE CLIENT GROUP, CORPORATE TRUST, INSTITUTIONAL TRUST AND CUSTODY, AND MUTUAL FUND SERVICES, LLC. and US BANCORP NA to MSCI, causing the loss of MSCI property. The Defendants, despite their regulated status as financial institutions and corporate officers of financial institutions responsible for providing a professional service; denied MSCI, a known domestic corporation in good standing with its Secretary of State and State Department of Revenue an escrow account service on the basis of

increased reporting requirements for new accounts under the USA PATRIOT Act even though The US Treasury Department had previously announced it was delaying the date account opening requirements become issued and effective and US BANCORP was under no reporting requirements for MSCI's escrow accounts.

127. The Defendants continue to endanger the plaintiff MSCI and its associates with wrongful denial of services and facilities of US Bancorp NA where MSCI has its accounts or at other national and state banks where MSCI may be denied services based on erroneous or bad faith reporting by the Defendants.

128. The Defendants continue to endanger the plaintiff MSCI its associates and customers with wrongful denial of services and facilities of national and state banks where MSCI may be denied services based on the Defendants unprofessional and bad faith denial of escrow accounts based on the US PATRIOT Act. The Defendants action prevents MSCI from escaping the denial of escrow accounts history and banking references in all new financial arrangements.

129. On October 22, 2002 MSCI approached an attorney of Shook, Hardy and Bacon for the purpose of acting as escrow agent in substitute accounts to be set up at a national bank. After asking why MSCI's existing bank did not provide the accounts, the attorney declined to act as escrow agent.

COUNT VI: VIOLATION OF CRIMINAL LAWS TO INFLUENCE PUBLIC POLICY UNDER SECTION 802 OF THE USA PATRIOT ACT

130. Plaintiff re-alleges paragraphs 1 through 129 above.

131. Defendants are preventing MSCI from entry into commerce to alleviate market collusion in healthcare supplies that has lead to injury and loss of life and continues to threaten US citizens. This healthcare supply emergency has been the subject of US agency action and investigation. Members and committees of the US Congress have begun inquiry into the failure of the healthcare supply market place for the purposes of creating public policy regulating market participants. Defendants are preventing MSCI's entry into commerce in violation of Section 802 of the USA PATRIOT Act which creates a federal crime of "domestic terrorism" that broadly extends to "acts dangerous to human life that are a violation of the criminal laws" if they "appear to be intended...to influence the policy of a government by intimidation or coercion," and if they "occur primarily within the territorial jurisdiction of the United States."

132. The Defendants continue to endanger the plaintiff MSCI, its associates and customers with illegal conduct that prevents them from or threatens to prevent them providing a market solution to this governmental healthcare policy issue.

Supplemental State Law Based Causes Of Action

COUNT VII: MISAPPROPRIATION OF TRADE SECRETS

133. Plaintiff re-alleges paragraphs 1-132 above.

134. The Defendants have misappropriated MSCI's business plan and associate program containing MSCI's trade secrets. The Defendants have made use of MSCI's trade secrets through unauthorized copying and transmittal.

