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9
10 **UNITED STATES DISTRICT COURT**
11 **NORTHERN DISTRICT OF CALIFORNIA**
12 **OAKLAND DIVISION**

13 ZULAIKA MAYFIELD *and* BRIGETTE
14 HOOD, *individually and on behalf of all*
15 *others similarly situated,*

16 Plaintiffs,

17 v.

18 REYNOLDS CONSUMER PRODUCTS
LLC,

19 Defendant.
20

Case No. 4:23-cv-04587-JST

**FIRST AMENDED CLASS ACTION
COMPLAINT**

DEMAND FOR JURY TRIAL

Action filed: September 7, 2023

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1 Plaintiffs Zulaika Mayfield (“Mayfield”) and Brigette Hood (“Hood”) (together,
2 “Plaintiffs”), on behalf of themselves and all others similarly situated (the “Class,” as defined
3 below), bring this First Amended Class Action Complaint against Defendant Reynolds Consumer
4 Products LLC (“Defendant”) and allege upon information and belief, except for allegations about
5 Plaintiffs, which are based on personal knowledge, as follows:

6 **FACTUAL ALLEGATIONS**

7 1. Defendant manufactures, labels, markets, and sells aluminum foil under the
8 “Reynolds Wrap” brand which it labels with the words “FOIL MADE IN U.S.A.” followed by
9 three stars (the “Product” or “Products”). An exemplar of the Product labeling is below:



12 2. American consumers value buying products which are made in America.

13 3. The Federal Trade Commission (“FTC”) defines “Made in the United States,” and
14 its synonyms, such as “Made in U.S.A.,” to mean any unqualified representation, express or
15 implied, that a product, and by extension, the raw materials used in its manufacture, are of U.S.
16 origin. 16 C.F.R. §§ 323.1(a), 323.2.

17 4. Companies that use unqualified claims that products are “Made in U.S.A.” can
18 mislead consumers when raw materials used in those products are sourced and/or transformed

1 outside of the United States.

2 5. The FTC considers it a deceptive practice to label a product as “Made in the United
3 States” unless (1) the final assembly or processing of the product occurs in the United States, (2) all
4 significant processing that goes into the product occurs in the United States, and (3) all or virtually
5 all ingredients or components of the product are made and sourced in the United States. 16 C.F.R.
6 § 323.2.

7 6. Due to Defendant’s representation “FOIL MADE IN U.S.A.” followed by three
8 stars, consumers will expect that all or virtually all of the raw materials used in the foil Product
9 are sourced from within the United States, and a substantial amount of the transformation of the
10 Product’s raw materials into the Product took place within the United States.

11 7. The three stars reinforce the “Made in U.S.A.” claim because stars are uniquely
12 associated with the United States, seen through its flag.

13 8. The raw material for the aluminum in aluminum foil is bauxite, the only
14 commercial ore of aluminum.

15 9. The largest suppliers of bauxite for aluminum include Australia, Guinea, India,
16 Brazil, and Jamaica.

17 10. Until World War II, the U.S. and France were the world’s major suppliers of
18 bauxite, as well as the world’s major producers of aluminum.

19 11. Since 1981, none of the bauxite mined in the U.S. was used for aluminum.

20 12. In 2013, the U.S. mined 1.3 percent of the bauxite it used, less than 0.1 percent of
21 world production.

22 13. U.S.-mined bauxite is used for abrasives, high-temperature refractory materials,
23 and as a high-strength proppant for hydraulic fracturing of oil and gas wells.

24 14. Without bauxite sourced from outside the United States, it would be impossible to
25 produce the foil Product. All, or virtually all, of the bauxite used in the Products is sourced from
26 outside of the United States.

27 15. In the process of making aluminum foil, bauxite is processed and refined into
28 alumina, and alumina is then turned through a smelting process into aluminum in the form of

1 aluminum ingots. The aluminum ingots are then further processed to make aluminum foil. *See*
2 *Aluminium*, GEOSCIENCE AUSTRALIA, AUSTRALIAN GOVERNMENT (2021), [https://www.ga.gov.au/](https://www.ga.gov.au/education/classroom-resources/minerals-energy/australian-mineral-facts/aluminium)
3 [education/classroom-resources/minerals-energy/australian-mineral-facts/aluminium](https://www.ga.gov.au/education/classroom-resources/minerals-energy/australian-mineral-facts/aluminium)
4 [<https://perma.cc/HR5J-66FP>].

5 16. The aluminum in the Product is not a “raw material” of the Product because it
6 originates as bauxite and must be transformed from bauxite into alumina and then transformed
7 from alumina into aluminum before it can be further processed into aluminum foil. The
8 transformation of bauxite to alumina is a multi-step, complicated process, as is the transformation
9 of alumina into aluminum. *Id.* (under the heading “Processing”). According to Geoscience
10 Australia, an agency of the Australian Government:

11 i. In almost all commercial operations, alumina is extracted from bauxite by
12 the Bayer refining process. The process, discovered by Karl Josef Bayer in
13 1888, consists of four stages.

14 a. **Digestion:** the finely ground bauxite is fed into a steam-heated unit
15 called a digester. Here it is mixed, under pressure, with a hot solution
16 of caustic soda. The aluminum oxide of the bauxite (and the reactive
17 silica) reacts with the caustic soda forming a solution of sodium
18 aluminate or green liquor and a precipitate of sodium aluminum
19 silicate.

20 b. **Clarification:** the green liquor or alumina-bearing solution is
21 separated from the waste the undissolved iron oxides and silica
22 which were part of the original bauxite and now make up the sand
23 and red mud waste. This stage involves three steps: firstly, the coarse
24 sand-sized waste is removed and washed to recover caustic soda;
25 secondly, the red mud is separated out; and, finally the remaining
26 green liquor is pumped through filters to remove any residual
27 impurities. The sand and mud are pumped together to residue lakes
28 and the green liquor is pumped to heat exchangers where it is cooled

1 from 1000°C to around 650-790°C.

2 c. **Precipitation:** the alumina is precipitated from the liquor as crystals
3 of alumina hydrate. To do this, the green liquor solution is mixed in
4 tall precipitator vessels with small amounts of fine crystalline
5 alumina, which stimulates the precipitation of solid alumina hydrate
6 as the solution cools. When completed the solid alumina hydrate is
7 passed on to the next stage and the remaining liquor, which contains
8 caustic soda and some alumina, goes back to the digesters.

9 d. **Calcination:** the alumina hydrate is washed to remove any
10 remaining liquor and then dried. Finally, it is heated to about 1000°C
11 to drive off the water of crystallization, leaving the alumina—a dry,
12 pure white, sandy material. A portion of the alumina may be left in
13 the hydrate form or further processed for the chemical industry.

14 ii. Alumina is turned into aluminum through a smelting process. All
15 commercial production of aluminum is based on the Hall-Héroult smelting
16 process in which the aluminum and oxygen in the alumina are separated by
17 electrolysis. Electrolysis involves passing an electric current through a
18 molten solution of alumina and natural or synthetic cryolite (sodium
19 aluminum fluoride). The molten solution is contained in reduction cells or
20 pots which are lined at the bottom with carbon (the cathode) and are
21 connected in an electrical series called a potline. Inserted into the top of
22 each pot are carbon anodes, the bottoms of which are immersed in the
23 molten solution.

24 a. The passage of an electric current causes the oxygen from the
25 alumina to combine with the carbon of the anode forming carbon
26 dioxide gas. The remaining molten metallic aluminum collects at the
27 cathode on the bottom of the pot. Periodically, it is siphoned off and
28 transferred to large holding furnaces. Impurities are removed,

1 alloying elements added and the molten aluminum is cast into
2 ingots.

3 b. The smelting process is a continuous one. As the alumina content of
4 the cryolite bath is reduced more is added. Heat generated by the
5 passage of the electric current maintains the cryolite bath in its
6 molten state so that it will dissolve the alumina. A great amount of
7 energy is consumed during the smelting process; from 14,000 -
8 16,000 kilowatt hours of electrical energy is needed to produce one
9 tonne of aluminum from about two tonnes of alumina. Aluminum is
10 sometimes referred to as ‘solid electricity’ owing to the large
11 amount of power used in its production. The availability of cheap
12 electricity is therefore essential for economic production.

13 iii. Aluminum ingots are produced in various shapes and sizes depending on
14 their end use. They may be rolled into plate, sheet, foil, bars or rods. They
15 may be drawn into wire which is stranded into cable for electrical
16 transmission lines. Presses extrude the ingots into hundreds of different
17 useful and decorative forms or fabricating plants may convert them into
18 large structural shapes.

19 17. A substantial amount of the bauxite that is used to make (ultimately) the aluminum
20 that is used in the Product is transformed into alumina outside of the United States. *See Top*
21 *Alumina Refineries in the World*, AL CIRCLE BIZ (Sept. 27, 2021),
22 <https://www.alcirclebiz.com/blog-top-alumina-refineries-in-the-world> [[https://perma.cc/545V-](https://perma.cc/545V-4QPD)
23 [4QPD](https://perma.cc/545V-4QPD)]; *Top five alumina refineries in the world by capacity*, AL CIRCLE (Beethika Biswas ed.
24 Dec. 15, 2018), [https://www.alcircle.com/news/top-five-alumina-refineries-in-the-world-by-](https://www.alcircle.com/news/top-five-alumina-refineries-in-the-world-by-capacity-39754)
25 [capacity-39754](https://www.alcircle.com/news/top-five-alumina-refineries-in-the-world-by-capacity-39754) [<https://perma.cc/B2SJ-Z4QB>] (alumina production in North America (including
26 Canada) from the first quarter to the fourth quarter in 2018 accounted for only around 2.2% of
27 world alumina production). A document by Alcoa, which is a major bauxite miner, alumina refiner,
28 and aluminum smelter, identifies the top 20 global bauxite mines excluding China in 2023 by

1 Wood Mackenzie estimated annual production, as well as the top 20 global alumina refineries
2 excluding China in 2023 by Wood Mackenzie estimated annual production; as shown below, none
3 of these bauxite mines or alumina refineries are within the United States. *Alcoa announces*
4 *agreement with Alumina Limited on terms and process to acquire Alumina Limited in an all-stock*
5 *transaction* at 12, ALCOA (Feb. 25, 2024) [https://s29.q4cdn.com/945634774/files/](https://s29.q4cdn.com/945634774/files/doc_presentations/2024/Feb/25/alcoa-investor-presentation-20240225_final.pdf)
6 [doc_presentations/2024/Feb/25/alcoa-investor-presentation-20240225_final.pdf](https://s29.q4cdn.com/945634774/files/doc_presentations/2024/Feb/25/alcoa-investor-presentation-20240225_final.pdf)
7 [<https://perma.cc/JXW2-2KFW>]; see also *id.* at 9, 11, 20.

8 **Top 20 global bauxite mines ex China (2023), as listed in Alcoa document**

- 9 1. SMB-WAP – Guinea
- 10 2. Weipa / Amrun – Australia
- 11 3. Huntly – Australia
- 12 4. CBG – Guinea
- 13 5. Boddington – Australia
- 14 6. Boffa – Guinea
- 15 7. Sangaredi – Guinea
- 16 8. Trombetas – Brazil
- 17 9. Gove – Australia
- 18 10. Paragominas – Brazil
- 19 11. Willowdale – Australia
- 20 12. Panchpatmali – India
- 21 13. Baphlimali – India
- 22 14. Juruti – Brazil
- 23 15. Indonesia Ketapang – Indonesia
- 24 16. Al Ba'itha – Saudi Arabia
- 25 17. Timan – Russia
- 26 18. Bauxite Hills (Project) – Australia
- 27 19. Discovery Bay – Jamaica
- 28 20. Kodingamali – India

19 **Top 20 global alumina refineries ex China (2023), as listed in Alcoa document**

- 20 1. Alunorte – Brazil
- 21 2. Worsley – Australia
- 22 3. Pinjarra – Australia
- 23 4. Alumar – Brazil
- 24 5. Gladstone (Qal) – Australia
- 25 6. Yarwun – Australia
- 26 7. Wagerup – Australia
- 27 8. Al Taweelah – United Arab Emirates
- 28 9. Utkal – India
- 10 10. Damanjodi – India
- 11 11. Ketapang – Indonesia
- 12 12. Ras Al-Khair – Saudi Arabia
- 13 13. Lanjigarh – India
- 14 14. Bintan Alumina – Indonesia
- 15 15. Vaudreuil – Canada
- 16 16. Aughinish – Ireland
- 17 17. Kwinana – Australia
- 18 18. Pavlodar – Kazakhstan

- 1 19. Jamalco – Jamaica
2 20. Bogoslovsk – Russia

3 18. A substantial amount of the alumina that is used in the aluminum that is used in the
4 Product is transformed into aluminum outside of the United States. *See Aluminum smelters of the*
5 *World (outside of China)*, ASKJA ENERGY PARTNERS (Sept. 29, 2020),
6 <https://askjaenergy.com/2020/09/29/aluminum-smelters-of-the-world-outside-of-china/>
7 [<https://perma.cc/N6DZ-MJ5M>]; *From ore to ingots: Meet the top 5 aluminium smelters in the*
8 *world*, AL CIRCLE BIZ (Jan. 12, 2024), [https://www.alcirclebiz.com/blog-from-ore-to-ingots-](https://www.alcirclebiz.com/blog-from-ore-to-ingots-meet-the-top-5-aluminium-smelters-in-the-world)
9 [meet-the-top-5-aluminium-smelters-in-the-world](https://www.alcirclebiz.com/blog-from-ore-to-ingots-meet-the-top-5-aluminium-smelters-in-the-world) [<https://perma.cc/A98C-YQJ4>].

10 19. Because a substantial amount of the bauxite that is used (ultimately) in the
11 aluminum in the Products, as well as a substantial amount of the alumina that is used in the
12 aluminum in the Products, are transformed into aluminum outside of the United States, a
13 substantial amount of the making, manufacturing, and/or production of the aluminum foil Products
14 takes place outside of the United States, contrary to the “Made in U.S.A.” claim.

15 20. On information and belief, in excess of 10% of the final wholesale value of the
16 Product derives from aluminum in the Product that was made, manufactured, and/or produced
17 outside of the United States.

18 21. Defendant attempts to qualify the “Made in U.S.A.” claim by purporting to limit its
19 applicability to the “FOIL,” that the “*FOIL* [is] MADE IN U.S.A.”

20 22. This is insufficient to qualify the “Made in U.S.A.” claim because consumers are
21 not familiar with the sources of bauxite, the locations where bauxite is transformed into alumina,
22 or the locations where alumina is transformed into aluminum.

23 23. Reasonable consumers do not understand Defendant’s claim to refer only to the
24 processing of aluminum ingots into aluminum foil.

25 24. Assuming (without conceding) that Defendant processes aluminum ingots into
26 aluminum foil only in the United States, using only American workers, the claim is not qualified
27 to state only this.

28 25. Reasonable consumers must and do rely on a company to honestly identify and

1 describe the components, attributes, and features of a product, relative to itself and other
2 comparable products or alternatives.

3 26. Consumers frequently rely on representations, imagery, colors, and information on
4 the labeling of products such as aluminum foil—especially the front labeling—in making purchase
5 decisions.

6 27. All reasonable consumers, including Plaintiffs and the Class members, read and
7 relied on Defendant’s “Made in U.S.A.” representations when purchasing the Products, as they
8 were on the front labeling of the Product.

9 28. At the time Plaintiffs and reasonable consumers purchased the Products, they did
10 not know, and had no reason to know, that the Products’ “Made in U.S.A.” representations on the
11 label were false, misleading, deceptive, and unlawful as set forth herein.

12 29. Defendant’s “Made in U.S.A.” representations were material to Plaintiffs’ and the
13 Class members’ decisions to purchase the Products.

14 30. Defendant knew, or should have known, that the “Made in U.S.A.” representations
15 were false, misleading, deceptive, and unlawful, at the time that it advertised the Products and
16 intentionally and deliberately placed the “Made in U.S.A.” representations on the Products’
17 labeling and packaging.

18 31. Plaintiffs and the Class members paid a price premium for Defendant’s aluminum
19 foil Products based on the “Made in U.S.A.” representations.

20 32. The value of the Products that Plaintiffs purchased was materially less than their
21 value as represented by Defendant by means of the “Made in U.S.A.” representations.

22 33. Defendant sold more of the Product and at higher prices than it would have in the
23 absence of this misconduct, resulting in additional profits at the expense of consumers.

24 34. Had Plaintiffs and the Class members known the truth, they would not have bought
25 the Product or would have paid less for it.

26 35. As a result of the false and misleading representations, the Product is sold for a
27 price premium, approximately no less than \$4.99 per 75 square feet, excluding tax or any sales,
28 higher than similar products, represented in a non-misleading way, and higher than it would be

1 sold for absent the misleading representations and omissions that the Product is “Foil Made in
2 U.S.A.”

3 **PARTIES**

4 **Plaintiff Zulaika Mayfield**

5 36. Plaintiff Zulaika Mayfield is a citizen of San Francisco, California, in San Francisco
6 County.

7 37. Mayfield purchased the Product at Walgreens in and around San Francisco,
8 California, for personal, family, or household purposes between July 2020 and June 2023, among
9 other times.

10 38. Mayfield believed the Product was “Made in U.S.A.,” understood to mean the raw
11 materials for the Product were converted and transformed in the U.S.A., and the raw materials
12 were sourced within this country.

13 39. Mayfield bought the Product because she expected it was “Made in U.S.A.,”
14 understood to mean the raw materials for the Product were converted and transformed in the
15 U.S.A., and the raw materials were sourced within this country, because that is what the
16 representations said and implied.

17 40. Mayfield relied on the words, layout, packaging, and images on the Product label
18 in deciding to purchase the Product, including the “Foil Made in U.S.A.” plus three stars
19 representation.

20 41. Mayfield is one of the many Americans who seeks to buy American.

21 42. Mayfield trusted the Reynolds Wrap brand, because it is the equivalent of Kleenex
22 (facial tissues) and Vaseline (petroleum jelly) in terms of its identity and position in its product
23 category.

24 43. Mayfield did not expect a product, especially from the Reynolds brand, would
25 promise it was “Foil Made in U.S.A.” even though all or virtually all of the raw materials used
26 were from outside of the United States and a substantial amount of the making, manufacturing,
27 and/or production of the aluminum foil Product took place outside of the United States.

28 44. The “Made in U.S.A.” claim was deceptive because in fact, all or virtually all of

1 the raw materials used in the Product were from outside of the United States, and a substantial
2 amount of the making, manufacturing, and/or production of the aluminum foil Product took place
3 outside of the United States.

4 45. Mayfield would not have purchased the Product if she knew the “Made in U.S.A.”
5 representations and omissions were false and misleading, or she would have paid less for it.

6 46. Mayfield chose between Defendant’s Product and products represented similarly,
7 but which did not misrepresent their attributes, features, and/or components.

8 47. The Product was worth less than what Mayfield paid, and she would not have paid
9 as much absent Defendant’s false and misleading statements and omissions.

10 48. Mayfield intends to, seeks to, and will purchase the Product again when she can do
11 so with the assurance that the Product’s “Foil Made in U.S.A. * * *” representations are consistent
12 with its composition, sourcing, and manufacture and are therefore truthful and non-misleading.

13 49. Mayfield is unable to rely on the ongoing labeling and representations that the
14 Product is “Foil Made in U.S.A. * * *” because she is unsure whether those representations are
15 truthful.

16 **Plaintiff Brigitte Hood**

17 50. Plaintiff Brigitte Hood is a citizen of Concord, California, in Contra Costa County.

18 51. In or around August of 2022, Hood purchased the aluminum foil Product for
19 personal, family, or household purposes in Contra Costa County, relying on the “Made in U.S.A.”
20 representation on the Product packaging.

21 52. Hood believed the Product was “Made in U.S.A.,” understood to mean the raw
22 materials for the Product were converted and transformed in the U.S.A., and the raw materials
23 were sourced within this country.

24 53. Hood bought the Product because she expected it was “Made in U.S.A.,”
25 understood to mean the raw materials for the Product were converted and transformed in the
26 U.S.A., and the raw materials were sourced within this country, because that is what the
27 representations said and implied.

28 54. Hood relied on the words, layout, packaging, and images on the Product label in

1 deciding to purchase the Product, including the “Foil Made in U.S.A.” plus three stars
2 representation.

3 55. Hood is one of the many Americans who seeks to buy American.

4 56. Hood trusted the Reynolds Wrap brand, because it is the equivalent of Kleenex
5 (facial tissues) and Vaseline (petroleum jelly) in terms of its identity and position in its product
6 category.

7 57. Hood did not expect a product, especially from the Reynolds brand, would promise
8 it was “Foil Made in U.S.A.” even though all or virtually all of the raw materials used were from
9 outside of the United States and a substantial amount of the making, manufacturing, and/or
10 production of the aluminum foil Product took place outside of the United States.

11 58. The “Made in U.S.A.” claim was deceptive because in fact, all or virtually all of
12 the raw materials used in the Product were from outside of the United States, and a substantial
13 amount of the making, manufacturing, and/or production of the aluminum foil Product took place
14 outside of the United States.

15 59. Hood would not have purchased the Product if she knew the “Made in U.S.A.”
16 representations and omissions were false and misleading, or she would have paid less for it.

17 60. Hood chose between Defendant’s Product and products represented similarly, but
18 which did not misrepresent their attributes, features, and/or components.

19 61. The Product was worth less than what Hood paid, and she would not have paid as
20 much absent Defendant’s false and misleading statements and omissions.

21 62. Hood intends to, seeks to, and will purchase the Product again when she can do so
22 with the assurance that the Product’s “Foil Made in U.S.A. * * *” representations are consistent
23 with its composition, sourcing, and manufacture, and are therefore truthful and non-misleading.

24 63. Hood is unable to rely on the ongoing labeling and representations that the Product
25 is “Foil Made in U.S.A. * * *” because she is unsure whether those representations are truthful.

26 **Defendant Reynolds Consumer Products LLC**

27 64. Defendant Reynolds Consumer Products LLC is a Delaware limited liability
28 company with its principal place of business in Lake Forest, Illinois, Lake County.

1 County, including Hood’s purchase of the Product and awareness of and experiences of and with
2 the issues described here.

3 77. This Court has personal jurisdiction over Defendant because it transacts business
4 within California and sells aluminum foil labeled “Foil Made in U.S.A.” with three stars to
5 consumers within California.

6 **Divisional Assignment**

7 78. Pursuant to Civil Local Rule 3-2(c) and (d), this action should remain assigned to
8 the Oakland Division because a substantial part of the events or omissions giving rise to the claims
9 occurred in San Francisco County, including Mayfield’s purchase of the Product and awareness
10 and experiences of and with the issues described here, and in Contra Costa County, including
11 Hood’s purchase of the Product and awareness of and experiences of and with the issues described
12 here.

13 **CLASS ALLEGATIONS**

14 79. Plaintiffs seek certification under Federal Rule of Civil Procedure 23(a), (b)(2), and
15 (b)(3) of the following class:

16 **The Class.** All persons in California who purchased the Product from the beginning
17 of the applicable liability period to the present.

18 80. Excluded from the Class are (a) Defendant, Defendant’s board members, executive-
19 level officers, and attorneys, and immediate family members of any of the foregoing persons;
20 (b) governmental entities; (c) the Court, the Court’s immediate family, and Court staff; and (d) any
21 person that timely and properly excludes himself or herself from the Class.

22 81. Plaintiffs reserve the right to amend the definition of the Class if discovery or
23 further investigation or analysis reveal the Class should be expanded, narrowed, or otherwise
24 revised.

25 82. Certification of Plaintiffs’ claims for class-wide treatment is appropriate because
26 Plaintiffs can prove the elements of their claims on a class-wide basis using the same evidence as
27 individual Class members would use to prove those elements in individual actions alleging the
28 same claims.

1 83. **Numerosity.** The size of the Class is so large that joinder of all Class members is
2 impracticable. Due to the nature of Defendant’s business, Plaintiffs believe there are at least
3 thousands, if not hundreds of thousands, of Class members geographically dispersed throughout
4 California.

5 84. **Commonality and Predominance.** There are questions of law and fact common
6 to the Class. These questions predominate over any questions affecting only individual Class
7 members.

8 85. All Class members were exposed to Defendant’s deceptive and misleading
9 advertising and marketing claims that the Products were “Made in U.S.A.” because those claims
10 were on the front of the packaging of every Product.

- 11 86. Furthermore, common legal and factual questions include but are not limited to:
- 12 i. whether Defendant engaged in the course of conduct alleged herein;
 - 13 ii. whether Defendant labeled the Product as “Foil Made in U.S.A.”;
 - 14 iii. whether all or virtually all of the bauxite used in the Products is sourced
15 from outside of the United States;
 - 16 iv. whether a substantial amount of the making, manufacturing, and/or
17 production of the aluminum foil Product takes place outside of the United
18 States;
 - 19 v. whether Defendant’s representation that the Products were “Made in
20 U.S.A.” is likely to deceive a reasonable consumer;
 - 21 vi. whether Defendant’s representation that the Products were “Made in
22 U.S.A.” is material to a reasonable consumer;
 - 23 vii. whether Defendant’s representations and/or omissions violate the consumer
24 protection statutes invoked below;
 - 25 viii. whether Plaintiffs and the Class members have suffered injury in fact and
26 loss of money or property as a result of Defendant’s acts, omissions, or
27 misrepresentations of material facts;
 - 28 ix. whether Defendant was unjustly enriched at the expense of Plaintiffs and
 the Class members in connection with their purchases of the Products;
 - x. whether Plaintiffs and the Class members are entitled to actual damages or
 other monetary relief including restitution or disgorgement; and
 - xi. whether Plaintiffs and the Class members are entitled to injunctive or
 equitable relief and, if so, the nature of such relief.

1
2 87. Defendant engaged in a common course of conduct in contravention of the laws
3 Plaintiffs seek to enforce individually and on behalf of the Class members. Similar or identical
4 statutory and common law violations, business practices, and injuries are involved. Individual
5 questions, if any, pale by comparison, in both quality and quantity, to the numerous common
6 questions that dominate this action. Moreover, the common questions will yield common answers.

7 88. **Typicality.** Plaintiffs' claims are typical of the claims of the Class members
8 because Defendant injured all Class members through the uniform misconduct described herein;
9 all Class members were subject to Defendant's false, misleading, and unfair advertising and
10 marketing practices and representations, including the false and misleading claims that the
11 Products are "Made in U.S.A."; and Plaintiffs seek the same relief as the Class members.

12 89. Furthermore, there are no defenses available to Defendant that are unique to
13 Plaintiffs.

14 90. **Adequacy of Representation.** Plaintiffs are fair and adequate representatives of
15 the Class because Plaintiffs' interests do not conflict with the Class members' interests. Plaintiffs
16 will prosecute this action vigorously and are highly motivated to seek redress against Defendant.
17 Furthermore, Plaintiffs have selected competent counsel that are experienced in class action and
18 other complex litigation. Plaintiffs and their counsel are committed to prosecuting this action
19 vigorously on behalf of the Class and have the resources to do so.

20 91. **Injunctive or Declaratory Relief.** The requirements for maintaining a class action
21 pursuant to Rule 23(b)(2) are met, as Defendant has acted or refused to act on grounds generally
22 applicable to the Class, thereby making appropriate final injunctive relief or corresponding
23 declaratory relief with respect to the Class as a whole.

24 92. Plaintiffs seek class-wide injunctive relief because the practices at issue continue.

25 93. **Superiority.** The class action mechanism is superior to other available means for
26 the fair and efficient adjudication of this controversy for reasons including but not limited to the
27 following:

- 28 i. The damages individual Class members suffered are small compared to the
burden and expense of individual prosecution of the complex and extensive

1 litigation needed to address Defendant’s conduct.

2 ii. Further, it would be virtually impossible for the Class members individually
3 to redress effectively the wrongs done to them. Even if Class members
4 themselves could afford such individual litigation, the court system could
5 not. Individualized litigation would unnecessarily increase the delay and
6 expense to all parties and to the court system and presents a potential for
7 inconsistent or contradictory rulings and judgments. By contrast, the class
8 action device presents far fewer management difficulties, allows the hearing
9 of claims which might otherwise go unaddressed because of the relative
10 expense of bringing individual lawsuits, and provides the benefits of single
11 adjudication, economies of scale, and comprehensive supervision by a
12 single court.

13 94. **Notice.** Plaintiffs and their counsel anticipate notice to the proposed Class will be
14 effectuated through recognized, Court-approved notice dissemination methods, which may include
15 United States mail, electronic mail, Internet postings, and/or published notice.

16 **CLAIMS FOR RELIEF**

17 **FIRST CLAIM**

18 **Violation of California’s Unfair Competition Law**

19 **CAL. BUS. & PROF. CODE § 17200 *et seq.***

20 **By Plaintiffs against Defendant on Behalf of the Class**

21 95. Plaintiffs repeat each and every allegation contained in the paragraphs above and
22 incorporate such allegations by reference herein.

23 96. Plaintiffs bring this claim against Defendant on behalf of the Class for violation of
24 California’s Unfair Competition Law, CAL. BUS. & PROF. CODE § 17200 *et seq.* (“UCL”).

25 97. The UCL prohibits “any unlawful, unfair or fraudulent business act or practice.”
26 CAL. BUS. & PROF. CODE § 17200.

27 98. Defendant’s conduct is “unlawful” because it violates California’s False
28 Advertising Law, CAL. BUS. & PROF. CODE § 17500 *et seq.* (“FAL”), and California’s Consumers
Legal Remedies Act, CAL. CIV. CODE § 1750 *et seq.* (“CLRA”), as set out below.

99. Defendant committed “unfair” business acts or practices by, among other things:

- 29 i. engaging in conduct for which the utility of the conduct, if any, is
30 outweighed by the gravity of the consequences to Plaintiffs and the Class
31 members;
- 32 ii. engaging in conduct that is immoral, unethical, oppressive, unscrupulous,

1 or substantially injurious to Plaintiffs and the Class members; and
2 iii. engaging in conduct that undermines or violates the spirit or intent of the
3 consumer protection laws alleged in this pleading.

4 100. Defendant committed unlawful, unfair, and fraudulent business acts or practices by,
5 among other things, engaging in conduct Defendant knew or should have known was likely to and
6 did deceive reasonable consumers, including Plaintiffs and the Class members.

7 101. Defendant's conduct was and continues to be deceptive because Defendant made
8 materially false representations and omissions that cause consumers to believe the Product was
9 "Made in U.S.A.," understood to mean the raw materials for the Product were converted and
10 transformed in the U.S.A., and the raw materials (including bauxite) were sourced within this
11 country.

12 102. Defendant made express and implied representations that the Product was made in
13 the U.S.A., understood to mean the raw materials for the Product were converted and transformed
14 in the U.S.A., and the raw materials (including bauxite) were sourced within this country.

15 103. As detailed above, in fact, the Products are not "Made in U.S.A." because all or
16 virtually all of the bauxite used to make the Products is obtained outside of the United States, and
17 a substantial amount of the making, manufacturing, and/or production of the aluminum foil
18 Product takes place outside of the United States, including a substantial amount of the
19 transformation of bauxite into alumina and a substantial amount of the transformation of alumina
20 into aluminum.

21 104. Defendant knew or should have known, through the exercise of reasonable care,
22 that the "Made in U.S.A." representations and omissions were false and misleading and likely to
23 deceive reasonable consumers and cause them to purchase the Products.

24 105. Plaintiffs and the Class members believed Defendant's representations that the
25 aluminum foil Products were "Made in U.S.A." Plaintiffs and the Class members would not have
26 purchased the Products, but for Defendant's misleading statements about the Products being
27 "Made in U.S.A."

28 106. Plaintiffs and the Class members were injured in fact and lost money as a result of

1 Defendant’s conduct of deceptively describing the Products as “Made in U.S.A.” Plaintiffs and the
2 Class members paid for Products that were “Made in U.S.A.” but did not receive Products that
3 were “Made in U.S.A.”

4 107. Defendant profited from selling the falsely and deceptively advertised Products to
5 unwary consumers, including Plaintiffs and the Class members.

6 108. Defendant’s conduct is malicious, fraudulent, and wanton in that Defendant
7 intentionally misled and withheld material information from consumers to increase the sale of the
8 Products.

9 109. **No adequate remedy at law.** Plaintiffs have no adequate remedy at law. Without
10 equitable relief, Defendant’s unfair, deceptive, untrue, and misleading practices will continue to
11 harm Plaintiffs and the Class.

12 110. In accordance with California Business and Professions Code section 17203,
13 Plaintiffs, on behalf of themselves and the Class members, seek declaratory relief, injunctive relief,
14 restitution for monies wrongfully obtained, disgorgement of ill-gotten revenues and/or profits,
15 reasonable attorneys’ fees and costs, and such other and further relief as the Court may deem just
16 and proper.

17 **SECOND CLAIM**

18 **Violation of California’s False Advertising Law**

19 **CAL. BUS. & PROF. CODE § 17500 *et seq.***

20 **By Plaintiffs against Defendant on Behalf of the Class**

21 111. Plaintiffs repeat each and every allegation contained in the paragraphs above and
22 incorporate such allegations by reference herein.

23 112. Plaintiffs bring this claim against Defendant on behalf of the Class for violation of
24 the FAL.

25 113. The FAL provides that “[i]t is unlawful for any person, firm, corporation or
26 association, or any employee thereof with intent directly or indirectly to dispose of real or personal
27 property or to perform services” to disseminate any statement “which is untrue or misleading, and
28 which is known, or which by the exercise of reasonable care should be known, to be untrue or

1 misleading.” CAL. BUS. & PROF. CODE § 17500.

2 114. It is also unlawful under the FAL to disseminate any statement concerning property
3 or services that is “untrue or misleading, and which is known, or which by the exercise of
4 reasonable care should be known, to be untrue or misleading.” *Id.*

5 115. Defendant’s business practices as alleged herein constitute deceptive, false, and
6 misleading advertising pursuant to the FAL because Defendant has advertised the Products in a
7 manner that is untrue and misleading, which Defendant knew or reasonably should have known
8 was false and misleading, and it omitted material information from its advertising.

9 116. As detailed above, Defendant committed acts of false and misleading advertising,
10 as defined by the FAL, by using the “Made in U.S.A.” representations and omissions to promote
11 the Products to Plaintiffs and the Class members as being made in the U.S.A., understood to mean
12 the raw materials for the Product were converted and transformed in the U.S.A., and the raw
13 materials (including bauxite) were sourced within this country.

14 117. As detailed above, in fact, the Products are not “Made in U.S.A.” because all or
15 virtually all of the bauxite used to make the Products is obtained outside of the United States, and
16 a substantial amount of the making, manufacturing, and/or production of the aluminum foil
17 Product takes place outside of the United States, including a substantial amount of the
18 transformation of bauxite into alumina and a substantial amount of the transformation of alumina
19 into aluminum.

20 118. Defendant knew or should have known, through the exercise of reasonable care,
21 that the “Made in U.S.A.” representations and omissions were false and misleading and likely to
22 deceive reasonable consumers and cause them to purchase the Products.

23 119. Plaintiffs and the Class members believed Defendant’s representations that the
24 aluminum foil Products were “Made in U.S.A.” Plaintiffs and the Class members would not have
25 purchased the Products, but for Defendant’s misleading statements about the Products being
26 “Made in U.S.A.”

27 120. Plaintiffs and the Class members were injured in fact and lost money as a result of
28 Defendant’s conduct of deceptively describing the Products as “Made in U.S.A.” Plaintiffs and the

1 Class members paid for Products that were “Made in U.S.A.” but did not receive Products that
2 were “Made in U.S.A.”

3 121. Defendant profited from selling the falsely and deceptively advertised Products to
4 unwary consumers, including Plaintiffs and the Class members.

5 122. Defendant’s conduct is malicious, fraudulent, and wanton in that Defendant
6 intentionally misled and withheld material information from consumers to increase the sale of the
7 Products.

8 123. **No adequate remedy at law.** Plaintiffs have no adequate remedy at law. Without
9 equitable relief, Defendant’s unfair, deceptive, untrue, and misleading practices will continue to
10 harm Plaintiffs and the Class.

11 124. As a result, Plaintiffs, on behalf of themselves and the Class, seek declaratory relief,
12 injunctive relief, equitable relief, restitution, an order to disgorge the funds by which Defendant
13 was unjustly enriched, reasonable attorneys’ fees and costs, and such other and further relief as the
14 Court may deem just and proper.

15 **THIRD CLAIM**

16 **Violation of California’s Consumers Legal Remedies Act**

17 **CAL. CIV. CODE § 1750 *et seq.***

18 **By Plaintiffs against Defendant on Behalf of the Class**

19 125. Plaintiffs repeat each and every allegation contained in the paragraphs above and
20 incorporate such allegations by reference herein.

21 126. Plaintiffs bring this claim against Defendant on behalf of the Class for violation of
22 the CLRA.

23 127. The CLRA prohibits deceptive practices in connection with the conduct of a
24 business that provides goods, property, or services primarily for personal, family, or household
25 purposes.

26 128. Defendant’s false and misleading labeling and other policies, acts, and practices
27 were designed to, and did, induce the purchase and use of the Products for personal, family, or
28 household purposes by Plaintiffs and the Class members and violated the following sections of

1 California Civil Code section 1770:

- 2 i. section 1770(a)(4): using deceptive representations or designations of
3 geographic origin in connection with goods;
- 4 ii. section 1770(a)(5): representing that goods have characteristics, uses, or
5 benefits that they do not have;
- 6 iii. section 1770(a)(9): advertising goods with intent not to sell them as
7 advertised; and
- 8 iv. section 1770(a)(16): representing the subject of a transaction has been
9 supplied in accordance with a previous representation when it has not.

10 129. As detailed above, Defendant used the “Made in U.S.A.” representations and
11 omissions to promote the Products to Plaintiffs and the Class members as being made in the U.S.A.,
12 understood to mean the raw materials for the Product were converted and transformed in the
13 U.S.A., and the raw materials (including bauxite) were sourced within this country.

14 130. As detailed above, in fact, the Products are not “Made in U.S.A.” because all or
15 virtually all of the bauxite used to make the Products is obtained outside of the United States, and
16 a substantial amount of the making, manufacturing, and/or production of the aluminum foil
17 Product takes place outside of the United States, including a substantial amount of the
18 transformation of bauxite into alumina and a substantial amount of the transformation of alumina
19 into aluminum.

20 131. Defendant knew or should have known, through the exercise of reasonable care,
21 that the “Made in U.S.A.” representations and omissions were false and misleading and likely to
22 deceive reasonable consumers and cause them to purchase the Products.

23 132. Plaintiffs and the Class members believed Defendant’s representations that the
24 aluminum foil Products were “Made in U.S.A.” Plaintiffs and the Class members would not have
25 purchased the Products, but for Defendant’s misleading statements about the Products being
26 “Made in U.S.A.”

27 133. Plaintiffs and the Class members were injured in fact and lost money as a result of
28 Defendant’s conduct of deceptively describing the Products as “Made in U.S.A.” Plaintiffs and the
29 Class members paid for Products that were “Made in U.S.A.” but did not receive Products that
30 were “Made in U.S.A.”

1 134. Defendant profited from selling the falsely and deceptively advertised Products to
2 unwary consumers, including Plaintiffs and the Class members.

3 135. Defendant's conduct is malicious, fraudulent, and wanton in that Defendant
4 intentionally misled and withheld material information from consumers to increase the sale of the
5 Products.

6 136. In compliance with the provisions of California Civil Code section 1782, Mayfield
7 sent written notice by certified mail, return receipt requested, to Defendant on July 14, 2023, of
8 the particular violations of section 1770 set forth herein. The letter expressly stated it was sent on
9 behalf of Mayfield and "all others similarly situated in California." The notice letter informed
10 Defendant of Mayfield's intention to seek damages and other monetary relief under the CLRA on
11 behalf of herself and all others similarly situated should Defendant fail to correct or otherwise
12 rectify its deceptive practices and provide a remedy for herself and similarly situated California
13 consumers. Defendant did not correct its violations of the CLRA within 30 days.

14 137. **No adequate remedy at law.** Plaintiffs have no adequate remedy at law. Without
15 equitable relief, Defendant's unfair, deceptive, untrue, and misleading practices will continue to
16 harm Plaintiffs and the Class.

17 138. For the foregoing reasons, Plaintiffs seek declaratory relief, injunctive relief,
18 monetary damages, restitution and/or disgorgement, reasonable attorneys' fees and costs, and such
19 other and further relief as the Court may deem just and proper.

20 **FOURTH CLAIM**

21 **Unjust Enrichment under California Law**

22 **By Plaintiffs against Defendant on Behalf of the Class**

23 139. Plaintiffs repeat each and every allegation contained in the paragraphs above and
24 incorporate such allegations by reference herein.

25 140. Plaintiffs bring this claim against Defendant on behalf of the Class for unjust
26 enrichment under California law.

27 141. As a result of Defendant's deceptive, fraudulent, and misleading labeling,
28 advertising, marketing, and sales of the Products, Defendant was enriched at the expense of

1 Plaintiffs and the Class members, through the payment of the purchase price for the Products or
2 through the payment of a price premium for the Products.

3 142. Under the circumstances, it would be against equity and good conscience to permit
4 Defendant to retain the ill-gotten benefits it received from Plaintiffs and the Class members
5 because the Products purchased by Plaintiffs and the Class members were not what Defendant
6 purported them to be. Thus, it would be unjust or inequitable for Defendant to retain the benefit
7 without restitution to Plaintiffs and the Class members for the monies paid to Defendant for such
8 Products.

9 143. Plaintiffs and the Class members seek to recover from Defendant all amounts
10 wrongfully collected and improperly retained by Defendant.

11 144. **No adequate remedy at law.** Plaintiffs have no adequate remedy at law. Without
12 equitable relief, Defendant's unfair, deceptive, untrue, and misleading practices will continue to
13 harm Plaintiffs and the Class.

14 145. As a direct result of Defendant's wrongful conduct and unjust enrichment, Plaintiffs
15 and the Class members seek declaratory relief, restitution, disgorgement, imposition of a
16 constructive trust upon all profits, benefits, and other compensation obtained by Defendant for its
17 inequitable and unlawful conduct, and such other and further relief as the Court may deem just and
18 proper.

19 **PRAYER FOR RELIEF**

20 WHEREFORE, Plaintiffs, individually and on behalf of the members of the Class,
21 respectfully request the Court to enter an Order:

22 A. certifying the proposed Class under Federal Rule of Civil Procedure 23(a), (b)(2),
23 and (b)(3), as set forth above;

24 B. declaring that Defendant is financially responsible for notifying the Class members
25 of the pendency of this suit;

26 C. declaring that Defendant has committed the violations of law alleged herein;

27 D. providing for any and all injunctive relief the Court deems appropriate;

28 E. awarding monetary damages, including but not limited to any compensatory,

1 incidental, or consequential damages in an amount that the Court or jury will determine, in
2 accordance with applicable law;

3 F. providing for any and all equitable monetary relief the Court deems appropriate;

4 G. awarding punitive or exemplary damages in accordance with proof and in an
5 amount consistent with applicable precedent;

6 H. awarding Plaintiffs their reasonable costs and expenses of suit, including attorneys'
7 fees;

8 I. awarding pre- and post-judgment interest to the extent the law allows; and

9 J. providing such further relief as this Court may deem just and proper.

10 **DEMAND FOR JURY TRIAL**

11 Pursuant to Rule 38 of the Federal Rules of Civil Procedure, Plaintiffs hereby demand a
12 trial by jury on all claims so triable.

13
14 Date: March 22, 2024

Respectfully submitted,

15 **REESE LLP**

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