

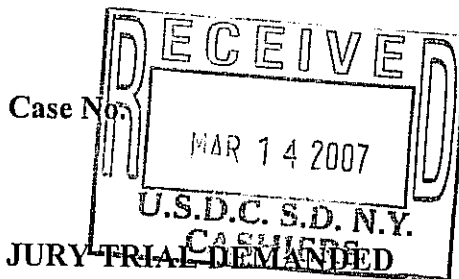
JUDGE KOELTL

07 CV 2207

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

KAREN BELLIFEMINE,)
)
Individually and on Behalf of Others)
Similarly Situated,)
)
PLAINTIFF,)
)
v.)
)
SANOFI-AVENTIS U.S. LLC and)
SANOFI-AVENTIS,)
)
)
DEFENDANTS.)

CLASS ACTION COMPLAINT



CLASS ACTION COMPLAINT

I. NATURE OF THIS ACTION

1. Karen Bellifemine ("Plaintiff") brings this action against her employer, Sanofi-Aventis U.S. LLC and Sanofi-Aventis (collectively "Sanofi-Aventis" or "Defendant") to redress gender discrimination in employment. Ms. Bellifemine brings this class action against Sanofi-Aventis on behalf of herself and all other female employees of Sanofi-Aventis who are similarly situated pursuant to Title VII of the Civil Rights Act of 1964, 42 U.S.C. § 2000(e), *et seq.*, as amended ("Title VII").

2. Plaintiff seeks to represent female employees of Sanofi-Aventis who have been subjected to one or more aspects of the systemic gender discrimination described in this Complaint, including, but not limited to: (a) discriminatory policies, practices and/or procedures in selection, promotion and advancement; (b) disparate pay; (c) differential treatment; (d) gender

hostility; (e) hostile work environment; and (f) retaliation in the workplace. The systemic gender discrimination described in this Complaint is continuing in nature.

3. Plaintiff is seeking, on behalf of herself and the class she seeks to represent, declaratory and injunctive relief; back pay; front pay; compensatory, nominal, and punitive damages; and attorneys' fees, costs, and expenses to redress Sanofi-Aventis' pervasive and discriminatory employment policies, practices and/or procedures.

II. JURISDICTION AND VENUE

4. This Court has subject matter jurisdiction pursuant to Title VII to redress and enjoin the employment practices of Sanofi-Aventis in violation of this statute.

5. Venue is proper in the Southern District of New York pursuant to 28 U.S.C. §§ 1391(b)(1) and 1391(c), because Defendant is subject to personal jurisdiction in New York.

6. The Southern District of New York is the most logical forum in which to litigate the claims of Plaintiff and the proposed class in this case. Sanofi-Aventis has both a physical presence and a Registered Agent in the State of New York. Further, Plaintiff resides and has performed work for Defendant in the State of New York.

III. PROCEDURAL HISTORY

7. Plaintiff filed a Charge of Discrimination with the Equal Employment Opportunity Commission ("EEOC") on or about March 8, 2006. Ms. Bellifemine received her Notice of Right to Sue on December 22, 2006, and is hereby timely filing suit within ninety (90) days.

IV. PARTIES

A. Plaintiff

8. **Plaintiff Karen Bellifemine** is a female citizen of the United States and a resident of Nanuet in the State of New York. Ms. Bellifemine has been employed by Sanofi-Aventis from approximately July 1995 to the present in Sanofi-Aventis' New York and New Jersey territories. Throughout that time, Ms. Bellifemine has worked as a Primary Care Sales Representative, a Hospital Representative, and a Senior Cardiovascular Specialty Sales Representative. Ms. Bellifemine went on medical leave in approximately March 2006 and returned to her Senior Cardiovascular Specialty Sales Representative position in January 2007.

B. Defendants

9. **Defendant Sanofi-Aventis** is a French company created in 2004 by the merger of the French companies Sanofi-Synthelabo and Aventis. Sanofi-Aventis is a world leader in the research and development of health care products. Sanofi-Aventis' core business is in pharmaceuticals, specifically the prescription market. Sanofi-Aventis is incorporated in the State of Delaware and physically located at 55 Corporate Drive, Bridgewater, New Jersey. Sanofi-Aventis has a Registered Agent in the State of New York.

10. **Defendant Sanofi-Aventis U.S. LLC** is an affiliate of, and the United States headquarters for, Sanofi-Aventis. Sanofi-Aventis U.S. LLC is incorporated in the State of Delaware and physically located at 55 Corporate Drive, Bridgewater, New Jersey.

V. CLASS CLAIMS

11. Plaintiff and the proposed class she seeks to represent have been subjected to a systemic pattern and practice of gender discrimination involving a battery of practices that have also had an unlawful disparate impact on them and their employment opportunities. This gender

discrimination includes policies and/or practices of restricting the promotion and advancement opportunities of female employees so that they remain in lower classification and compensation levels. Sanofi-Aventis in effect bars females from better and higher paying positions which have traditionally been held by male employees. The systemic means of accomplishing such gender stratification include, but are not limited to, Sanofi-Aventis' promotion, advancement, training and performance evaluation policies, practices, and/or procedures.

12. Sanofi-Aventis' promotion, advancement, training, and performance evaluation policies, practices and/or procedures incorporate the following discriminatory practices: (a) relying upon subjective selection methods, judgments, procedures, and criteria which allow for gender discrimination in making promotion, training, performance evaluation, and compensation decisions; and (b) refusing or failing to establish and/or follow policies, practices, procedures, or criteria that reduce or eliminate disparate impact and/or intentional gender bias.

13. Sanofi-Aventis' promotion policies, practices, and/or procedures have had a disparate impact on female employees. Such policies, practices, and/or procedures are not valid, job-related, or justified by business necessity. There are alternative objective and more valid selection procedures available to the Defendant that are more closely related to the actual responsibilities of the positions and that would have less of a disparate impact on females. However, the Defendant has failed or refused to use such alternative procedures.

14. The Defendant's promotion, training, performance evaluation, compensation, and transfer policies, practices, and/or procedures are intended to have a disparate impact on Plaintiff and the class she seeks to represent. Such practices form a part of the Defendant's overall pattern and practice of keeping females in the lower classifications with less desirable terms and conditions of employment.

15. Because of the Defendant's systemic pattern and practice of gender discrimination, Plaintiff and the class she seeks to represent have been adversely affected and have experienced harm, including loss of compensation, wages, back pay, and employment benefits. This pattern and practice of gender discrimination includes: being denied promotions in favor of equally or less qualified male employees; receiving lower performance appraisals for performing the same work at the same level as male employees; and being disciplined more frequently and more severely than male employees.

16. Plaintiff and the class she seeks to represent have been subjected to gender hostility at work, both severe and pervasive, which affects the terms and conditions of their employment. The Defendant's actions and inactions encourage this behavior by its male employees.

17. Plaintiff and class members have no plain, adequate, or complete remedy at law to redress the rampant and pervasive wrongs alleged herein, and this suit is their only means of securing adequate relief. Plaintiff and class members are now suffering irreparable injury from Sanofi-Aventis' unlawful policies, practices, and/or procedures as set forth herein, and will continue to suffer unless those policies, practices, and/or procedures are enjoined by this Court.

VI. CLASS ACTION ALLEGATIONS

A. Class Definition

18. Plaintiff seeks to maintain claims on her own behalf and on behalf of a class of current and former Sanofi-Aventis employees. Plaintiff is a member of the class.

19. The class consists of all female citizens of the United States who are, or have been, employed by Sanofi-Aventis in the United States at any time during the applicable liability

period. Upon information and belief, there are hundreds, if not thousands, of members of the proposed class.

B. Efficiency of Class Prosecution of Common Claim

20. Certification of a class of female employees similarly situated to Plaintiff is the most efficient and economical means of resolving the questions of law and fact which are common to the claims of Plaintiff and the proposed class. Plaintiff's individual claims require resolution of the question of whether Sanofi-Aventis has engaged in a systemic pattern and/or practice of gender discrimination against female employees. Plaintiff seeks remedies to eliminate the adverse effects of such discrimination in her own life, career, and working conditions, and in the lives, careers, and working conditions of the proposed class members, as well as to prevent continued gender discrimination in the future. Plaintiff has standing to seek such relief because of the adverse effect that such discrimination has had on her individually and on females generally. In order to gain relief for herself, as well as for the proposed class members, Plaintiff will first establish the existence of systemic gender discrimination. Without class certification, the same evidence and issues would be subject to re-litigation in a multitude of individual lawsuits with an attendant risk of inconsistent adjudications and conflicting obligations. Certification of the proposed class of females who have been affected by these common questions of law and fact is the most efficient and judicious means of presenting the evidence and arguments necessary to resolve such questions for Plaintiff, the proposed class and Sanofi-Aventis.

21. Plaintiff's individual and class claims are premised upon the traditional bifurcated method of proof and trial for disparate impact and systemic disparate treatment claims of the

type at issue in this case. Such a bifurcated method of proof and trial is the most efficient method of resolving such common issues.

C. Numerosity and Impracticability of Joinder

22. The class which Plaintiff seeks to represent is too numerous to make joinder practicable. The proposed class consists of hundreds, if not thousands, of current, former, and future female employees during the liability period.

D. Common Questions of Law and Fact

23. The prosecution of Plaintiff's claims will require the adjudication of numerous questions of law and fact common to both her individual claims and those of the proposed class. The common questions of law include, *inter alia*: (a) whether Sanofi-Aventis has engaged in unlawful, systemic gender discrimination in its selection, promotion, advancement, transfer, training, and discipline policies, practices, and/or procedures, and in the general terms and conditions of work and employment; and (b) whether Sanofi-Aventis is liable for a continuing systemic violation of Title VII.

24. The common questions of fact would include, *inter alia*: whether, through its policies, practices and/or procedures: (a) Sanofi-Aventis has denied or delayed the promotion of females; (b) Sanofi-Aventis has precluded females from eligibility for promotions by denying them training that male employees are afforded; (c) Sanofi-Aventis has paid females less than comparable male employees; and (d) Sanofi-Aventis has engaged in a pattern and practice of failing to take prompt and effective action to remedy the gender discrimination in its workplace.

25. The employment policies, practices and/or procedures to which Plaintiff and the proposed class are subject are set at Sanofi-Aventis' corporate level and apply universally to all class members throughout the country. These employment policies, practices and/or procedures

are not unique or limited to any department; rather, they apply to all departments, and, thus, affect Plaintiff and proposed class members no matter the district, division, or position in which they work.

26. Discrimination in selection, promotion and advancement occurs as a pattern and practice throughout all levels and all divisions of Sanofi-Aventis. Selection, promotion, and advancement opportunities are driven by personal familiarity, subjective decision-making, pre-selection, and interaction between male managers, supervisors, and subordinates rather than by merit or equality of opportunity. As a result, male employees have advanced and continue to advance more rapidly to better and higher paying jobs than female employees.

27. Sanofi-Aventis' policies, practices and/or procedures have had an adverse impact on females seeking selection for, or advancement to, better and higher paying positions.

E. Typicality of Claims and Relief Sought

28. Plaintiff's claims are typical of the claims of the proposed class. Plaintiff asserts claims in each of the categories of claims she asserts on behalf of the proposed class. The relief sought by Plaintiff for gender discrimination complained of herein is also typical of the relief which is sought on behalf of the proposed class.

29. Plaintiff, like the members of the proposed class, is a female employee who has worked for the Defendant during the liability period.

30. Discrimination in selection, promotion, advancement, and training affects the Plaintiff and the proposed class members in similar ways.

31. Differential treatment between male and female employees occurs as a pattern and practice throughout all levels and departments of Sanofi-Aventis. Sanofi-Aventis' predominantly male managers hold female employees, including both Plaintiff and class

members, to stricter standards than male employees, and thus female employees often receive lower performance appraisals than do males for performing at the same level. Female employees are also disciplined, formally and informally, more frequently and severely than their male counterparts.

32. Plaintiff, and other female employees, have complained to Sanofi-Aventis' management and Human Resources about gender discrimination and a sexually hostile work environment. Company investigations into these complaints have been inadequate and/or superficial. Plaintiff and the class members have been affected in the same ways by Sanofi-Aventis' failure to implement adequate procedures to detect, monitor, and correct this pattern and practice of discrimination.

33. Sanofi-Aventis has failed to create adequate incentives for its managers to comply with equal employment opportunity laws regarding each of the employment policies, practices and/or procedures referenced in this Complaint and has failed to adequately discipline its managers and other employees when they violate the anti-discrimination laws. These failures have affected Plaintiff and the class members in similar ways.

34. The relief necessary to remedy the claims of Plaintiff is exactly the same as that necessary to remedy the claims of the proposed class in this case. Plaintiff seeks the following relief for her individual claims and for those of the members of the proposed class: (a) a declaratory judgment that Sanofi-Aventis has engaged in systemic gender discrimination against female employees by limiting their ability to be promoted to better and higher paying positions, limiting their employment opportunities to lower and less desirable classifications, limiting their training and transfer opportunities, exposing them to differential treatment, subjecting them to gender hostility at work, subjecting them to sexual harassment and a sexually hostile work

environment, and retaliating against them for complaining about the gender discrimination to which they are subjected; (b) a permanent injunction against such continuing discriminatory conduct; (c) injunctive relief which effects a restructuring of Sanofi-Aventis' promotion, transfer, training, performance evaluation, compensation, work environment, and discipline policies, practices, and/or procedures so that females will be able to compete fairly in the future for promotions, transfers, and assignments to better and higher paying classifications with terms and conditions of employment traditionally enjoyed by male employees; (d) equitable relief which effects a restructuring of the Sanofi-Aventis workforce so that females are promoted into higher and better paying classifications that they would have held in the absence of Sanofi-Aventis' past gender discrimination; (e) back pay, front pay, and other equitable remedies necessary to make female employees whole from Defendant's past discrimination; (f) compensatory damages; (g) punitive and nominal damages to prevent and deter Sanofi-Aventis from engaging in similar discriminatory practices in the future; and (h) attorneys' fees, costs, and expenses.

F. Adequacy of Representation

35. Plaintiff's interests are co-extensive with those of the members of the proposed class that she seeks to represent in this case. Plaintiff seeks to remedy Sanofi-Aventis' discriminatory employment policies, practices, and/or procedures so that females will no longer be prevented from advancing into higher paying and more desirable positions, will not receive disparate pay and differential treatment, will not be subjected to gender hostility and sexual harassment at work, and will not be retaliated against for speaking out against gender discrimination and harassment. Plaintiff is willing and able to represent the proposed class fairly and vigorously as she pursues her individual claims in this action. Plaintiff has retained counsel

who are qualified, experienced and able to conduct this litigation, and to meet the time and fiscal demands required to litigate an employment discrimination class action of this size and complexity. The combined interests, experience and resources of Plaintiff and her counsel to litigate competently the individual and class claims at issue in this case clearly satisfy the adequacy of representation requirement of Fed.R.Civ.P. 23(a)(4).

G. Requirements of Rule 23(b)(2)

36. Sanofi-Aventis has acted on grounds generally applicable to Plaintiff and the proposed class by adopting and following systemic policies, practices, and/or procedures which are discriminatory on the basis of gender. Gender discrimination is Sanofi-Aventis' standard operating procedure rather than a sporadic occurrence. Sanofi-Aventis has refused to act on grounds generally applicable to the class by, *inter alia*, refusing to adopt and apply selection, promotion, training, performance evaluation, compensation, and discipline policies, practices, and/or procedures which do not have a disparate impact on, or otherwise systemically discriminate against, female employees. Sanofi-Aventis' systemic discrimination and refusal to act on grounds that are not discriminatory have made appropriate the requested final injunctive and declaratory relief with respect to the class as a whole.

37. Injunctive and declaratory relief are the predominant relief sought in this case because they are the culmination of the proof of Sanofi-Aventis' individual and class-wide liability at the end of Stage I of a bifurcated trial and the essential predicate for Plaintiff's and class members' entitlement to monetary and non-monetary remedies at Stage II of such trial. Declaratory and injunctive relief flow directly and automatically from proof of the common questions of law and fact regarding the existence of systemic gender discrimination against female employees at Sanofi-Aventis. Declaratory and injunctive relief are the factual and legal

predicates for Plaintiff's and the class members' entitlement to monetary and non-monetary remedies for individual losses caused by, and for exemplary purposes necessitated by, such systemic discrimination.

H. Requirements of Rule 23(b)(3)

38. The common issues of fact and law affecting the claims of Plaintiff and proposed class members, including, but not limited to, the common issues identified in paragraphs 11-17 above, predominate over any issues affecting only individual claims.

39. A class action is superior to other available means for the fair and efficient adjudication of the claims of Plaintiff and members of the proposed class.

40. The cost of proving Sanofi-Aventis' pattern and practice of discrimination makes it impracticable for Plaintiff and members of the proposed class to pursue their claims individually.

VII. ALLEGATIONS OF THE PLAINTIFF

KAREN BELLIFEMINE

Background

41. Plaintiff Karen Bellifemine ("Ms. Bellifemine") was hired by Sanofi-Aventis in approximately July 1995 as a Primary Care Sales Representative. Over the next eleven years, Ms. Bellifemine has held a variety of positions at Sanofi-Aventis in New York and New Jersey. Ms. Bellifemine became a Senior Primary Care Sales Representative in approximately 1996. In approximately 1998, Ms. Bellifemine became a Hospital Representative, and in approximately 2003, Ms. Bellifemine became a Senior Cardiovascular Specialty Sales Representative. Ms. Bellifemine went on medical leave in approximately March 2006 and returned to her Senior Cardiovascular Specialty Sales Representative position in January 2007. During her tenure, Ms.

Bellifemine has endured denials of promotion, disparate pay, differential treatment and a hostile work environment, sexual harassment, and retaliation. Ms. Bellifemine filed an EEOC Charge on or about March 8, 2006, in which she complained about the gender discrimination she has experienced at Sanofi-Aventis.

Denials of Promotion

42. Despite excellent performance, Ms. Bellifemine faced consistent denials of promotion. Ms. Bellifemine began receiving sales awards in February 1996 when she was awarded the Keftab Travel Award, given to the top ten percent of the sales force for increasing the sales and market share of Keftab, a Sanofi-Aventis product. Ms. Bellifemine received a Regional Sales Award in February 2003, awarded to her for her position in the top ten percent of the entire U.S. sales force for all Sanofi-Aventis products sold in the 2002 calendar year. In February 2004, Ms. Bellifemine was named to the Winners Circle for placing in the top five percent of the U.S. sales force for the 2003 calendar year.

43. From approximately October 2001 to approximately December 2003, Ms. Bellifemine was assigned to the Hackensack, New Jersey Hospital territory. While she was working in Hackensack, Ms. Bellifemine again attained Winners Circle recognition and was instrumental in helping her territory achieve a high national ranking. Although Ms. Bellifemine's sales numbers were excellent, in approximately December 2003, she was removed from her territory without her input, without ever having been given the opportunity to become a manager. Instead, Sanofi-Aventis began grooming male Sales Representative Todd Mikolajczk for a management position, and the company inserted him into Ms. Bellifemine's high-performing hospital territory in approximately January 2004. During the time Mr. Mikolajczk served as a hospital representative in the Hackensack Territory, the sales ranking of this

territory declined. Despite this fact, approximately one year later, Mr. Mikolajczk was promoted to the position of Metabolism Sales Manager.

44. In May 2005, Ms. Bellifemine applied for a promotion as a Hospital Sales Representative for two open territories in Hackensack, New Jersey. Ms. Bellifemine was denied both positions. Both of these positions were given to male employees, Dominick Miglizza and Daryl Macellaro, respectively.

45. From October 2005 to December 2005, Ms. Bellifemine repeatedly contacted Sanofi-Aventis' Training Department and requested to participate in an in-house preceptorship training to become a sales trainer. The training forum, Sanofi City, enables experienced sales representatives to work with newly hired sales representatives in the corporate training facility in Bridgewater, New Jersey. Ms. Bellifemine's supervisor, District Manager Jeff Kotkin, strongly discouraged her from pursuing her interest in becoming a trainer. Mr. Kotkin also directed Ms. Bellifemine not to contact anyone in the sales training department, telling her that any further contact would result in "serious consequences." Mr. Kotkin also directed Ms. Bellifemine to copy him on any emails and voice mails she sent to Sanofi-Aventis employees.

Disparate Pay

46. Upon information and belief, Ms. Bellifemine received a lower raise in 2005 than similarly situated male employees.

47. Despite her exemplary sales record for the calendar years of 2002 and 2003, which enabled her to receive major sales awards for both years, Ms. Bellifemine's manager, Mr. Kotkin, gave her only a three percent raise in salary in approximately April 2005. Concurrently, Mr. Kotkin gave two male employees, Keith LeSueur and Oscar Velez, higher raises of four

percent. However, upon information and belief, Ms. Bellifemine's sales results were better than those of the two male coworkers.

Differential Treatment and Hostile Work Environment

48. Ms. Bellifemine has tolerated a hostile work environment and is held to a higher standard than male coworkers at Sanofi-Aventis. In approximately January 2005, District Sales Manager Jeff Kotkin lost his temper and tried to force Ms. Bellifemine to admit to false accusations about her expense reports.

49. On another occasion, Mr. Kotkin bullied Ms. Bellifemine in an angry and vituperative manner until she began to cry. Mr. Kotkin's behavior was most objectionable on days when he and Ms. Bellifemine worked together one-on-one in a car, visiting various doctors' offices. On another occasion, Mr. Kotkin claimed Ms. Bellifemine had lied to him about doctors' hours and threatened to not recommend Ms. Bellifemine for an open hospital sales position for which she was interested in applying. On yet another occasion, Mr. Kotkin lost his temper and told his sales team team, as witnessed by nine employees present, including Ms. Bellifemine, that he defaced his room because no one on his team had won an award.

50. On or about June 9, 2005, Ms. Bellifemine reported Mr. Kotkin to Human Resources because he had taken sample documents from her that were required by federal law when providing physicians with prescription pharmaceutical samples. To obtain these documents, Mr. Kotkin demanded that Ms. Bellifemine drive him to her home. When Ms. Bellifemine brought the documents from her home to her car, Mr. Kotkin took the documents and then stated he was "building a case against" Ms. Bellifemine. On or about June 9 and 10, 2005, Ms. Bellifemine documented Mr. Kotkin's inappropriate behavior in emails she sent to

Kevin Phox in Human Resources. She then requested a transfer to another position. On or about July 11, 2005, the request was denied by the Regional Director Paul Spence.

Sexual Harassment

51. Ms. Bellifemine endured a sexually charged work environment. In 2005, a sexually explicit email sent by Mr. Kotkin and mentioning Sales Representative Wendy Schwartz quickly circulated around the division and was received by several employees, including Ms. Bellifemine. Mr. Kotkin defended himself by claiming the email originated in upper management. Ms. Schwartz brought the email to the attention of Human Resources in approximately June 2006 in conjunction with Ms. Bellifemine's complaints.

52. In addition, during an all male employee "happy hour" after a district meeting in early 2005, Sales Representative Scott Brick, then working under Mr. Kotkin, was disgusted by sexually explicit language used to describe his female coworkers. Mr. Brick contacted Sanofi-Aventis Human Resources after leaving the company in approximately June 2005 in support of the sexual harassment claims made by Ms. Bellifemine and two of her female coworkers.

Retaliation

53. Ms. Bellifemine reported the harassment and hostile work environment three times between June 2005 and February 2006 to Human Resources at Sanofi-Aventis. Because of Ms. Bellifemine's complaints to Human Resources, Mr. Kotkin retaliated against her. In approximately December 2005, Mr. Kotkin falsely accused Ms. Bellifemine of having poor relationships with certain customers and poor communication skills. On or about January 8, 2006, Ms. Bellifemine sent an email to Kevin Phox in Human Resources to report that Mr. Kotkin had retaliated against her for reporting him to Human Resources several times. Ms. Bellifemine explained to Mr. Phox that Mr. Kotkin had documented his accusations against her

in a memo dated December 22, 2005. In addition to the false accusations concerning Ms. Bellifemine's job performance, Mr. Kotkin's memo suggested Human Resources investigate his claims in what he termed a "360 evaluation" of Ms. Bellifemine.

54. On or about February 22, 2006, Ms. Bellifemine notified Human Resources, and complained about Mr. Kotkin for his harassing and hostile behavior toward her. In her complaint to Human Resources, Ms. Bellifemine stated that Mr. Kotkin was retaliating against her by falsely accusing her, and by threatening to harm her reputation at work.

55. Ms. Bellifemine went on medical leave in approximately March 2006. From approximately June 2006 to approximately October 2006, Sanofi-Aventis Human Resources continued to harass Ms. Bellifemine, denying her disability. On October 1, 2006, Ms. Bellifemine was threatened with termination if she did not return to work, even though her doctor had stated that she was not physically ready.

56. Further, during Ms. Bellifemine's Workers Compensation Hearing on January 9, 2007, Senior Director of Human Resources Kelly Byrne testified that Sanofi-Aventis is maintaining a "Green File" on Ms. Bellifemine. Included in this "Green File" are documents written by Mr. Kotkin falsely accusing Ms. Bellifemine of creating poor relationships with key Sanofi-Aventis physician-customers. On or about January 24, 2007, Ms. Bellifemine sent rebuttal letters to Ms. Byrne written by these same key physician-customers, demonstrating that Mr. Kotkin's intent was to falsely document Ms. Bellifemine's performance, and to harass and intimidate her. On numerous occasions Ms. Bellifemine requested Mr. Phox and Ms. Byrne to investigate false accusations generated by Mr. Kotkin, but a satisfactory investigation was apparently never conducted by the Sanofi-Aventis Human Resources Department.

COUNT I
VIOLATIONS OF TITLE VII OF THE CIVIL RIGHTS ACT OF 1964,
42 U.S.C. § 2000, *et seq.*, AS AMENDED

GENDER DISCRIMINATION

57. Plaintiff re-alleges and incorporates by reference each and every allegation contained in each and every aforementioned paragraph as though fully set forth herein.

58. Sanofi-Aventis has discriminated against Plaintiff and all members of the proposed class by treating them differently from and less preferably than similarly situated male employees and by subjecting them to discriminatory denials of promotions, discriminatory denials of pay raises, discriminatory performance evaluations, discriminatory subjection to disciplinary procedures, disparate pay, disparate terms and conditions of employment, harassment, hostile work environments, and other forms of discrimination in violation of Title VII.

59. Sanofi-Aventis' conduct has been intentional, deliberate, willful, malicious, reckless and conducted in callous disregard of the rights of Plaintiff and the members of the proposed class.

60. As a direct and proximate result of Sanofi-Aventis' aforementioned conduct, Plaintiff and the members of the proposed class were damaged and suffered economic losses, mental and emotional harm, anguish, and humiliation.

61. Sanofi-Aventis' policies, practices, and/or procedures have produced a disparate impact against Plaintiff and the class members with respect to their terms and conditions of employment.

62. By reason of the continuous nature of Sanofi-Aventis' discriminatory conduct, persistent throughout the employment of Plaintiff and class members, Plaintiff and class members are entitled to application of the continuing violation doctrine to all of the violations alleged herein.

63. By reason of the discrimination suffered at Sanofi-Aventis, Plaintiff and the members of the proposed class are entitled to all legal and equitable remedies available under Title VII.

COUNT II
VIOLATIONS OF TITLE VII OF THE CIVIL RIGHTS ACT OF 1964,
42 U.S.C. § 2000, *et seq.*, AS AMENDED

SEXUAL HARASSMENT

64. Plaintiff re-alleges and incorporates by reference each and every allegation contained in each and every aforementioned paragraph as though fully set forth herein.

65. Sanofi-Aventis has discriminated against Plaintiff and all the members of the proposed class by permitting an ongoing, severe and pervasive pattern and practice of sexual harassment against a class of female employees by creating and maintaining a sexually hostile work environment, in violation of Title VII.

66. Sanofi Aventis' sexual harassment altered the Plaintiff's and class members' conditions of employment by creating an abusive working environment for them.

67. Sanofi-Aventis' conduct has been intentional, deliberate, willful, malicious, reckless, and conducted in callous disregard of the rights of Plaintiff and the members of the proposed class.

68. As a direct and proximate result of Sanofi-Aventis' aforementioned conduct, Plaintiff and the members of the proposed class were damaged and suffered economic losses, mental and emotional harm, anguish, and humiliation.

69. By reason of the continuous nature of Sanofi-Aventis' discriminatory conduct, persistent throughout the employment of Plaintiff and class members, Plaintiff and class members are entitled to application of the continuing violation doctrine to all of the violations alleged herein.

70. By reason of the sexual harassment suffered at Sanofi-Aventis, Plaintiff and the members of the proposed class are entitled to all legal and equitable remedies available under Title VII.

COUNT III
VIOLATIONS OF TITLE VII OF THE CIVIL RIGHTS ACT OF 1964,
42 U.S.C. § 2000, *et seq.*, AS AMENDED

RETALIATION

71. Plaintiff re-alleges and incorporates by reference each and every allegation contained in each and every aforementioned paragraph as though fully set forth herein.

72. Sanofi-Aventis retaliated against Plaintiff and the members of the proposed class because they insisted upon a work environment free of sexual harassment and gender discrimination and also because they complained about sexual harassment and gender discrimination.

73. Sanofi-Aventis retaliated against Plaintiff and the members of the proposed class by subjecting them to adverse employment actions, including but not limited to, denying them promotions for which they were qualified and subjecting them to disparate terms and conditions

of employment, gender discrimination, sexual harassment, a hostile work environment and/or other forms of discrimination in violation of Title VII.

74. Sanofi-Aventis' actions were intentional, deliberate, willful, malicious, reckless, and conducted in callous disregard of causing harm to Plaintiff and the members of the proposed class.

75. As a direct and proximate result of Sanofi-Aventis' aforementioned conduct, Plaintiff and the members of the proposed class were damaged and suffered economic losses, mental and emotional harm, anguish, and humiliation.

76. By reason of the retaliation suffered at Sanofi-Aventis, Plaintiff and the members of the proposed class are entitled to all legal and equitable remedies available under Title VII.

COUNT IV
VIOLATIONS OF N.Y. EXEC. LAW § 296

GENDER DISCRIMINATION

77. Plaintiff re-alleges and incorporates by reference each and every allegation contained in each and every aforementioned paragraph as though fully set forth herein.

78. Because of their gender, Sanofi-Aventis discriminated against Plaintiff and the members of the proposed class in compensation or in the terms, conditions or privileges of their employment, in violation of New York Executive Law § 296.

79. Because of their gender, Sanofi-Aventis also denied or withheld from Plaintiff and the members of the proposed class their right to be admitted to or participate in an on-the-job training program, executive training program and/or management training program in violation of New York Executive Law § 296.

80. Sanofi-Aventis further discriminated against Plaintiff and the members of the proposed class in their pursuit of such programs and discriminated against them in the terms,

conditions or privileges of such programs because of gender, in violation of New York Executive Law § 296.

81. As a direct and proximate result of Sanofi-Aventis' aforementioned conduct, Plaintiff and the members of the proposed class were damaged and suffered economic losses, mental and emotional harm, anguish and humiliation.

82. By reason of the continuous nature of Sanofi-Aventis' discriminatory conduct, persistent throughout the employment of Plaintiff and class members, Plaintiff and the members of the proposed class are entitled to application of the continuing violation doctrine to all of the violations alleged herein.

83. By reason of the gender discrimination suffered at Sanofi-Aventis, Plaintiff and the members of the proposed class are entitled to all legal and equitable remedies available under New York Executive Law § 296.

COUNT V
INTENTIONAL INFLICTION OF EMOTIONAL DISTRESS

84. Plaintiff re-alleges and incorporates by reference each and every allegation contained in each and every aforementioned paragraph as though fully set forth herein.

85. While employed at Sanofi-Aventis, Plaintiff and the members of the proposed class suffered intentional infliction of emotional distress at the hands of Defendant.

86. Sanofi-Aventis' actions constitute conduct so extreme and outrageous in degree and character as to go beyond all possible bounds of decency.

87. Sanofi-Aventis' actions can be regarded as atrocious and utterly intolerable in a civilized community.

88. As a direct and proximate result of Sanofi-Aventis' aforementioned conduct, Plaintiff and the members of the proposed class were damaged and suffered economic losses, mental and emotional harm, anguish, and humiliation.

89. By reason of the continuous nature of Sanofi-Aventis' discriminatory conduct, persistent throughout the employment of Plaintiff and class members, Plaintiff and class members are entitled to application of the continuing violation doctrine to all of the violations alleged herein.

90. By reason of the gender discrimination suffered at Sanofi-Aventis, Plaintiff and the members of the proposed class are entitled to legal and equitable remedies.

COUNT VI
NEGLIGENT INFLICTION OF EMOTIONAL DISTRESS

91. Plaintiff re-alleges and incorporates by reference each and every allegation contained in each and every aforementioned paragraph as though fully set forth herein.

92. Sanofi-Aventis' negligence caused Plaintiff and the members of the proposed class to suffer emotional distress.

93. Sanofi-Aventis owed a duty to Plaintiff and the members of the proposed class.

94. Sanofi-Aventis breached this duty and either unreasonably endangered the physical safety of Plaintiff and the members of the proposed class, or caused Plaintiff and the members of the proposed class to fear for their own safety.

95. Sanofi-Aventis' actions constitute conduct so extreme and outrageous in degree and character as to go beyond all possible bounds of decency.

96. Sanofi-Aventis' actions can be regarded as atrocious and utterly intolerable in a civilized community.

97. As a direct and proximate result of Sanofi-Aventis' aforementioned conduct, Plaintiff and the members of the proposed class were damaged and suffered economic losses, mental and emotional harm, anguish and humiliation.

98. By reason of the continuous nature of Sanofi-Aventis' discriminatory conduct, persistent throughout the employment of Plaintiff and class members, Plaintiff and class members are entitled to application of the continuing violation doctrine to all of the violations alleged herein.

99. By reason of the gender discrimination suffered at Sanofi-Aventis, Plaintiff and the members of the proposed class are entitled to legal and equitable remedies.

COUNT VII
NEGLIGENT HIRING, RETENTION, AND SUPERVISION

100. Plaintiff re-alleges and incorporates by reference each and every allegation contained in each and every aforementioned paragraph as though fully set forth herein.

101. As a result of direct negligence on the part of Sanofi-Aventis, Plaintiff and the members of the proposed class experienced emotional distress.

102. Sanofi-Aventis placed its employees in a position to cause foreseeable harm, harm which Plaintiff and the members of the proposed class most probably would have been spared had Sanofi-Aventis taken reasonable care in making its decision concerning the hiring and retention of the employee.

103. Sanofi-Aventis knew, or should have known, of its employees' propensity for the sort of conduct which caused the injuries of Plaintiff and the members of the proposed class.

104. As a direct and proximate result of Sanofi-Aventis' aforementioned conduct, Plaintiff and the members of the proposed class were damaged and suffered economic losses, mental and emotional harm, anguish, and humiliation.

105. By reason of the gender discrimination suffered at Sanofi-Aventis, Plaintiff and the members of the proposed class are entitled to legal and equitable remedies.

PRAYER FOR RELIEF

WHEREFORE, Plaintiff, on behalf of herself and the members of the class whom she seeks to represent, request the following relief:

A. Certification of the case as a class action maintainable under Federal Rules of Civil Procedure Rule 23 (a), (b)(2), and/or (b)(3), on behalf of the proposed plaintiff class, and designation of the Plaintiff as a representative of this class and her counsel of record as class counsel;

B. Declaratory judgment that Sanofi-Aventis' employment policies, practices, and/or procedures challenged herein are illegal and in violation of Title VII;

C. A permanent injunction against Sanofi-Aventis and their partners, officers, owners, agents, successors, employees, and/or representatives, and any and all persons acting in concert with them, from engaging in any further unlawful practices, policies, customs, usages, and gender discrimination by the Defendant as set forth herein;

D. An Order requiring Sanofi-Aventis to initiate and implement programs that (i) will provide equal employment opportunities for female employees; (ii) will remedy the effects of the Defendant's past and present unlawful employment policies, practices and/or procedures;

and (iii) will eliminate the continuing effects of the discriminatory and retaliatory practices described above;

E. An Order requiring Sanofi-Aventis to initiate and implement systems of assigning, training, transferring, compensating and promoting female employees in a non-discriminatory manner;

F. An Order establishing a task force on equality and fairness to determine the effectiveness of the programs described in (D) and (E) above, which would provide for (i) monitoring, reporting, and retaining of jurisdiction to ensure equal employment opportunity; (ii) the assurance that injunctive relief is properly implemented; and (iii) a quarterly report setting forth information relevant to the determination of the effectiveness of the programs described in (D) and (E) above;

G. An Order placing or restoring Plaintiff and the class members into those jobs they would now be occupying but for Sanofi-Aventis' discriminatory policies, practices, and/or procedures;

H. An Order directing Sanofi-Aventis to adjust the wage rates and benefits for Plaintiff and the class members to the level that they would be enjoying but for the Defendant's discriminatory policies, practices, and/or procedures;

I. An award of back pay, front pay, lost benefits, preferential rights to jobs and other damages for lost compensation and job benefits suffered by Plaintiff and the class members to be determined at trial;

J. Any other appropriate equitable relief to which Plaintiff and proposed class members are entitled;

K. An award of compensatory, nominal, and punitive damages to Class Representatives and the class in an amount not less than 100 million dollars;

L. An award of litigation costs and expenses, including reasonable attorneys' fees, to Plaintiff and class members;

M. Pre-judgment interest;

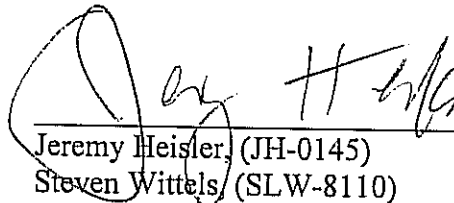
N. Such other and further relief as the Court may deem just and proper; and

O. Retention of jurisdiction by the Court until such time as the Court is satisfied that the Defendant has remedied the practices, policies, and/or procedures complained of herein and are determined to be in full compliance with the law.

DEMAND FOR JURY

Plaintiffs demand trial by jury of all issues triable of right to a jury.

Respectfully submitted this 14 day of March, 2007



Jeremy Heisler, (JH-0145)

Steven Wittels, (SLW-8110)

SANFORD, WITTELS & HEISLER, LLP

950 Third Avenue

10th Floor

New York, NY 10022

Telephone: (646) 456-5695

Facsimile: (646) 723-2948

David Sanford, D.C. Bar No. 457933

SANFORD, WITTELS & HEISLER, LLP

1666 Connecticut Ave. NW

Suite 310

Washington, D.C. 20009

Telephone: (202) 742-7780
Facsimile: (202) 742-7776

Grant Morris, D.C. Bar No. 926253
LAW OFFICES OF GRANT E. MORRIS
1666 Connecticut Ave. NW
Suite 310
Washington, D.C. 20009
Telephone: (202) 742-7783
Facsimile: (202) 742-7776

Attorneys for Plaintiffs