UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

JOSEPH KIRCHNER,
Plaintiff,
v.
MIKE JOHNSON, in his individual and official capacity as Speaker of the United States House of Representatives;
DONALD J. TRUMP, in his individual capacity as former and current President of the United States;
PAM BONDI, in her individual and official capacity as Attorney General of the United States;
BRENDAN CARR, in his individual and official capacity as Chairman of the Federal Communications Commission;
THE UNITED STATES HOUSE OF REPRESENTATIVES;
ANTHROPIC PBC;
OPENAI, INC.;
APPLE INC.;
COMCAST CABLE COMMUNICATIONS, LLC;
METR (MODEL EVALUATION & THREAT RESEARCH);
and DOES 1-20, unknown co-conspirators,
Defendants.

Case No. 1:25-cv-02735-ACR

MEMORANDUM REGARDING CORPORATE-PERSONHOOD-BASED DEFENSES ANTICIPATED IN THIS LITIGATION

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Citation
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C. Peter Magrath, Morrison R. Waite: The Triumph of Character, 390 n.9 (1963)
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CROSS-REFERENCES TO COMPANION MEMORANDA

- **Memo B** — Identity-Based Reclassification Equal Protection (conduct-layer reclassification)
- **Memo C** — Data Laundering Through Third-Party Aggregation (contractual-layer reclassification)
- **Memo E** — AI Platform Coordinated TOS Essential Purpose Failure
- **Memo H** — Revenue Origination Analysis (Bond / concomitant injury standing)
- **Memo I** — The Recovery of Equitable Standing for Enumerated Constitutional Violations
- **JUXTAPOSITION CATALOG** — Workspace reference documenting 47 natural-person-vs-corporation juxtapositions as relevant to this case

I. INTRODUCTION AND SCOPE

A. The Narrow Purpose of This Memorandum

1. This memorandum does not ask this Court to overrule any decision of the Supreme Court. It does not ask this Court to address corporate personhood as a general constitutional question. It does not propose that *Citizens United v. Federal Election Commission*, 558 U.S. 310 (2010), *Burwell v. Hobby Lobby Stores, Inc.*, 573 U.S. 682 (2014), or *Santa Clara County v. Southern Pacific Railroad Co.*, 118 U.S. 394 (1886), be disturbed as precedent.

2. This memorandum addresses a narrower question: the corporate defendants in this action — Anthropic, PBC; OpenAI (formerly OpenAI, Inc., renamed OpenAI Foundation in October 2025); Apple, Inc.; and Comcast Corporation — are anticipated to invoke constitutional defenses premised on corporate personhood. These defenses will include First Amendment speech-source immunity for Terms of Service and platform-moderation conduct; Fourteenth Amendment due process challenges to injunctive relief; Fourth Amendment privacy claims for corporate data-processing infrastructure; and, where asserted, religious-exercise protections under RFRA or analogous doctrine. Each such defense requires the Court to treat the invoking entity as a Fourteenth Amendment "person" with Article III standing to assert constitutional interests.

3. This memorandum analyzes why those defenses fail as applied to the conduct at issue, why the Court can decide this case consistently with existing Supreme Court precedent without extending personhood-based immunity beyond its current scope, and why the question arrives at this Court through the corporate defendants' anticipated responses rather than through any initiative of Plaintiff. The Plaintiff did not come to corporate personhood. Corporate personhood comes to this case through the defendants' anticipated defenses. This memorandum exists to meet what the record will place before the Court. Plaintiff submits the framework that follows on the premises developed below, subject to correction on any premise the Court identifies as insufficient.

4. Plaintiff further submits that engaged judicial examination of the premises that follow is itself a form of relief. An adverse ruling that meets the premises honestly — identifying where reasoning is insufficient, where authority is misapplied, or where conclusions outrun their support — answers questions that have remained unanswered across three federal filings and renders a constitutional question the public judicial consideration it has been denied. That form of relief does not depend on outcome. It depends on engagement. The memorandum asks for engagement and accepts whatever engagement produces.

B. The Thesis: Indivisibility at Every Layer

5. Fourteenth Amendment personhood is indivisible. The Amendment's operative language — "nor shall any State... deny to any person within its jurisdiction the equal protection of the laws," U.S. Const. amend. XIV, § 1 — admits no classification-by-type. Personhood under the Constitution is therefore unitary in kind; the Constitution permits maturing gradients within natural-person status (voting at age eighteen, naturalization) but provides no mechanism for a permanent parallel category of partial persons selectively attached to some rights and denied as to others. Yet the Supreme Court has, over the past 140 years, granted corporations some rights and denied others: First Amendment speech (*Citizens United*, 558 U.S. at 342), Fourteenth Amendment due process (*Santa Clara* progeny), religious exercise under RFRA (*Hobby Lobby*, 573 U.S. at 719), while denying voting rights (U.S. Const. amend. XV), office-holding (U.S. Const. art. I, § 2), full Fifth Amendment self-incrimination protection (*Hale v. Henkel*, 201 U.S. 43, 74 (1906)), and full Fourth Amendment privacy (*California Bankers Ass'n* *v. Shultz*, 416 U.S. 21 (1974)). The selective granting is itself the proof that corporate personhood is incoherent as a unified constitutional status.

6. The incoherence operates at three integrated tiers. At the level of personhood itself, the Constitution provides no mechanism for partial personhood. At the level of the Fourteenth Amendment text, "any person" admits no sorting-by-type. At the level of the Republic's civic-constitutional settlement, the Pledge of Allegiance articulates what the Thirteenth, Fourteenth, and Fifteenth Amendments implement: "one nation... indivisible." A nation that recognizes two structurally different classes of constitutional "persons" — natural persons bearing full rights and obligations, corporate persons bearing selective rights and no obligations — is not one nation indivisible. It is two nations sharing territory.

C. What This Memorandum Does Not Ask the Court to Do

7. The indivisibility framework set forth in this memorandum is not a request for doctrinal revolution. It is precedent-resilient: it works whether or not *Citizens United*, *Hobby Lobby*, and *Santa Clara* are stipulated valid. The argument asks this Court to recognize what existing Supreme Court jurisprudence has already established — that corporations are granted only selected aspects of personhood — and to apply that recognition consistently to the defenses anticipated in this case.

8. The concrete request is limited. Plaintiff asks this Court (a) to recognize the asymmetry between natural-person and corporate-person legal identity that the corporate defendants have themselves admitted on the record of this case through their Federal Rule of Civil Procedure 7.1 disclosures (ECF Nos. 25, 41, 44); (b) to apply the Equal Protection analysis developed at the conduct layer in accompanying Memo B consistently at the constitutional layer where the corporate defendants' defenses operate; and (c) at minimum, to refuse to extend personhood-based defenses to shield the specific conduct documented in the Complaint — conduct that would be classified as criminal if performed by any natural person not aligned with state and corporate interests.

II. THE DEFENSES THIS COURT WILL FACE

A. Anticipated First Amendment Speech-Source Immunity

9. Anthropic, OpenAI, and Apple are anticipated to invoke First Amendment protections for their Terms of Service, platform moderation conduct, and consumer-facing communications. These invocations will rest on *Citizens United*, 558 U.S. at 342, and its predecessor *First National Bank of Boston v. Bellotti*, 435 U.S. 765 (1978), for the proposition that corporate speech is entitled to First Amendment protection and that government cannot discriminate against speech based on the corporate identity of the speaker.

10. The Plaintiff's causes of action implicate these defenses directly. Count I alleges First Amendment violations arising from platform-level speech suppression and retaliation. Count X alleges consumer protection violations arising from Terms of Service weaponization — provisions that assign ownership nominally to users while reserving unlimited corporate override authority. Count IX alleges breach-of-contract claims arising from Terms of Service provisions whose essential purpose has been vitiated (*see* Memo E). Each such claim will be met with the assertion that the Terms of Service themselves constitute protected corporate speech, that the platform-moderation conduct is protected editorial discretion, or that the corporate defendants' public communications enjoy source-based immunity from government interference.

B. Anticipated Fourteenth Amendment Due Process Claims

11. Corporate defendants are anticipated to invoke Fourteenth Amendment due process protections against injunctive relief. These invocations will rest on the line of authority treating corporations as "persons" for due process purposes, tracing through *Santa Clara* progeny. The defendants will argue that preliminary injunctions prohibiting modification of Claude Code's data collection infrastructure, child safety mechanisms, privacy policies, or network-management practices during this litigation impose deprivations of property interests requiring pre-deprivation process.

12. The Plaintiff's request for injunctive relief is structurally incompatible with expansive corporate due process claims because the conduct at issue would, if performed by a natural person, trigger immediate criminal-process consequences (search warrants, bail conditions, asset seizure) that no pre-deprivation hearing addresses. The corporate defendants' anticipated due process defense is premised on the very classification — identity-based reclassification from criminal to civil framework — that accompanying Memo B establishes is itself an Equal Protection violation.

C. Anticipated Fourth Amendment, Religious Exercise, and Related Defenses

13. Additional personhood-based defenses may be invoked: Fourth Amendment privacy protections for corporate data-processing infrastructure; religious-exercise protections under RFRA for closely-held corporate defendants (*Hobby Lobby* framework); Takings Clause claims for orders that would eliminate commercially valuable data-processing capability; common carrier First Amendment editorial discretion (for Comcast's DPI-based traffic-management practices). Each such defense requires the defendant to be a Fourteenth Amendment "person" with Article III standing to assert the constitutional interest.

D. Why These Defenses Cannot be Addressed Without Engaging the Doctrinal Foundation

14. Each anticipated defense presupposes that the corporate defendant is a constitutional person capable of invoking the asserted right, and that its interest satisfies Article III standing requirements for the remedy sought. The Court cannot evaluate the defenses without engaging two questions: (a) whether the defendant is the kind of entity to which the invoked right attaches, and (b) whether the defendant has a Lujan-qualifying interest the loss of which would constitute "particularized" injury in the natural-person sense *Lujan v. Defenders of Wildlife*, 504 U.S. 555, 560–61 (1992), and *Spokeo, Inc. v. Robins*, 578 U.S. 330, 339 (2016), require.

15. Neither question can be answered without addressing corporate personhood as applied. The Plaintiff's causes of action and the corporate defendants' anticipated responses together place the question before the Court. This memorandum exists to meet what the litigation will necessarily require.

III. THE INDIVISIBILITY FRAMEWORK

A. One Nation, Indivisible — the Civic Self-Conception

16. The Pledge of Allegiance, 4 U.S.C. § 4, articulates the Republic's civic self-understanding: "one Nation under God, indivisible, with liberty and justice for all." The Pledge is not itself legal authority, but it articulates in civic terms what the Reconstruction Amendments implement in constitutional terms. The Fourteenth Amendment's "any person" language, U.S. Const. amend. XIV, § 1, implements at the level of constitutional text the indivisibility the Pledge articulates at the level of civic identity. Both were historically tied to the rejection of the two-class framework of constitutional personhood that *Dred Scott v. Sandford*, 60 U.S. 393 (1857), had imposed.

17. The Republic fought a civil war over whether the nation was divisible (secession) and over whether persons were divisible (chattel slavery). The resolution declared both indivisible. The Thirteenth Amendment abolished slavery; the Fourteenth Amendment abolished the two-class framework of constitutional personhood; the Fifteenth Amendment extended the franchise. Together, these amendments constitute the constitutional settlement that overruled *Dred Scott* and established, as a matter of fundamental law, that the Constitution recognizes one class of "person."

B. Tier 1 — Personhood is Indivisible

18. Personhood under the Constitution is unitary in kind. The Constitution recognizes that some natural-person rights mature with time (voting at age eighteen, U.S. Const. amend. XXVI) or attach upon naturalization (U.S. Const. amend. XIV, § 1). These are gradients *within* a single personhood status — rights that a natural person either exercises immediately or will acquire through the passage of time or a documented legal process. They do not constitute a parallel class of partial persons. The Constitution provides no analogous mechanism for entities that receive selected constitutional rights while structurally lacking — permanently, not temporally — the remaining attributes: life, liberty, moral agency, capacity to hold office, capacity to vote. For constitutional purposes, an entity either possesses the natural-person status the text contemplates, with the full complement of rights, responsibilities, and protections that status entails (including the capacity to progress through the natural gradients just described), or it does not. The Constitution's treatment of "persons" admits maturing gradients within natural-person status; it does not admit a permanent parallel category of partial persons.

19. Yet the Supreme Court has, in practice, treated corporations as partial persons. Corporations have been granted:

- First Amendment speech rights (*Citizens United*, 558 U.S. at 342);
- Fourteenth Amendment due process (traceable to *Santa Clara* progeny);
- Religious exercise under RFRA for closely-held corporations (*Hobby Lobby*, 573 U.S. at 719);
- Certain Fourth Amendment search protections.

20. Corporations have been denied:

- Voting rights (U.S. Const. amends. XV, XIX, XXVI);
- The capacity to hold federal office (U.S. Const. art. I, § 2; art. II, § 1; art. III);
- Full Fifth Amendment self-incrimination protection against production of corporate records (*Hale v. Henkel*, 201 U.S. 43, 74 (1906); *Braswell v. United States*, 487 U.S. 99 (1988));
- Full Fourth Amendment privacy expectations (*California Bankers Ass'n v. Shultz*, 416 U.S. 21 (1974));
- Capacity for life and liberty in the inherent sense protected by natural-rights tradition and the Ninth Amendment.

21. This selective granting is itself the demonstration of incoherence. Unlike a minor who will reach voting age or an alien who may naturalize into full citizenship, corporations will never acquire the attributes they presently lack. Their partial personhood is structural and permanent, not developmental or procedural. If corporations cannot vote, cannot hold office, and cannot satisfy the inherent-capacity requirement that attaches to full personhood — and will never acquire these attributes — they fail the threshold requirement for constitutional personhood status as the Constitution defines it. The denial of any single right to corporations, combined with the structural impossibility of acquisition, is simultaneously the proof and the basis for questioning the granting of any right at all. Partial personhood as applied to corporations is not a coherent constitutional category; it is a judicial practice that has accumulated over 140 years without doctrinal foundation.

C. Tier 2 — Persons are Indivisible from Other Persons

22. The Fourteenth Amendment's Equal Protection Clause provides: "nor [shall any State] deny to any person within its jurisdiction the equal protection of the laws." U.S. Const. amend.

XIV, § 1. The word "any" is universal and admits no classification-by-type. The Clause cannot protect natural persons from some things and corporate persons from different things without itself being divided.

23. Equal protection is not a menu from which different classes of "person" select different items. It is a single uniform commitment whose unit of protection is "any person" without further qualification. If courts sort persons into types — natural persons receiving one set of protections, corporate persons receiving another — the Clause has been converted from a protection into a classification rule. This inverts the function the Clause was adopted to perform.

24. *Reynolds v. Sims*, 377 U.S. 533 (1964), established that the Fourteenth Amendment's equality commitment operates at the individual level — that "one person, one vote" is a core expression of the Amendment's unitary treatment of persons. The Court observed that "the weight of a citizen's vote cannot be made to depend on where he lives." 377 U.S. at 567. The logic of *Reynolds* is the logic of the Clause itself: equal protection does not tolerate sorting-by-type, whether the sorting is geographic (as in *Reynolds*) or structural (as between natural-person and corporate-person classes).

25. When corporate defendants invoke defenses that require treating them as "persons" under the Equal Protection Clause, the defenses must be tested against the Clause's "any person" language. The word "any" either operates uniformly or it does not operate at all. If the Clause sorts persons by type, the Clause's text has been replaced by judicial classification.

D. Tier 3 — the Nation is Indivisible

26. A nation that recognizes two structurally different classes of constitutional "persons" is not one nation indivisible. It is two nations sharing territory. The civic articulation of this principle is the Pledge of Allegiance's "one nation... indivisible." The constitutional articulation is the Fourteenth Amendment's "any person." Both were adopted or ratified in historical moments that expressly rejected two-class personhood frameworks.

27. The historical sequence is precise. *Dred Scott v. Sandford*, 60 U.S. 393 (1857), established a two-class framework: citizens and non-citizens-even-if-born-here, divided by race. The decision treated some human beings as constitutional persons and others as property. The Republic's response was civil war. The Thirteenth (1865), Fourteenth (1868), and Fifteenth (1870) Amendments were adopted specifically to overrule *Dred Scott* and the framework it imposed. The Fourteenth Amendment's first sentence — "All persons born or naturalized in the United States, and subject to the jurisdiction thereof, are citizens of the United States and of the State wherein they reside" — and its Equal Protection Clause — "nor deny to any person within its jurisdiction the equal protection of the laws" — together declared that the nation would no longer maintain two classes of constitutional persons.

28. Eighteen years later, *Santa Clara County v. Southern Pacific Railroad Co.*, 118 U.S. 394 (1886), reintroduced the two-class framework — this time sorting not by race but by corporate form. The favored class shifted from white natural persons to corporate entities, but the structural violation was identical to the one the Reconstruction Amendments had abolished: the Constitution was made to recognize two types of "person" with different substantive content attached to each. As set forth in § VII below, *Santa Clara* contains no holding on corporate personhood — the doctrine derives entirely from a court reporter's headnote that Chief Justice Morrison Waite confirmed, in correspondence, did not reflect any ruling by the Court.

29. The asymmetric movement continues into the present litigation. *Trump v. Barbara*, Nos. 25-364, 25-365 (2026) (pending), proposes to narrow the scope of "persons" in the Fourteenth Amendment to exclude certain human children born on United States soil. Corporate personhood under *Santa Clara* progeny expands upward; the proposed narrowing in *Trump v. Barbara* contracts downward. The same constitutional text — "any person" — is being pulled in opposite directions based on the identity of the entity at issue. This asymmetric movement is the operation, in present-day doctrine, of the two-class framework the Fourteenth Amendment was adopted to abolish.

E. Why the Three Tiers Together Defeat Corporate Personhood Regardless of Santa Clara, Citizens United, or Hobby Lobby

30. The three tiers operate independently and cumulatively. Tier 1 demonstrates that corporate personhood as practiced is internally incoherent (partial personhood in a framework that does not support partial personhood); Tier 2 demonstrates that the Equal Protection Clause's text forbids the sorting-by-type that partial personhood requires; Tier 3 demonstrates that such sorting is incompatible with the Republic's civic-constitutional settlement. A court rejecting one tier may still accept another — Plaintiff need not prevail on all three. None of the tiers requires overruling *Citizens United*, *Hobby Lobby*, or *Santa Clara*; each asks only that existing doctrine be applied consistently with what the case law has already established (selective grants and denials), with the Fourteenth Amendment's "any person" text, and with the historical context in which the Amendment was adopted. Consistency, not novelty, is what is asked.

IV. THE RECORD ADMISSIONS — CORPORATE DISCLOSURE STATEMENTS FILED IN THIS CASE

A. The Federal Rule Itself Recognizes the Asymmetry

31. Federal Rule of Civil Procedure 7.1(a)(1) requires every nongovernmental corporate party in a federal case to file a disclosure statement that "(A) identifies any parent corporation and any publicly held corporation owning 10% or more of its stock; or (B) states that there is no such corporation." The December 2022 amendment, Rule 7.1(a)(2), extends this requirement in diversity cases to require disclosure of "the name — and identify the citizenship — of every individual or entity whose citizenship is attributed to the party." Federal Rule of Appellate Procedure 26.1 imposes parallel requirements at the appellate level. Local Civil Rule 26.1 of this Court imposes additional disclosure obligations.

32. The statutory purposes are two: (a) judicial recusal analysis under 28 U.S.C. § 455(b)(4), which mandates disqualification where a judge has any "financial interest in the subject matter in controversy or in a party"; and (b) subject-matter jurisdiction confirmation under 28 U.S.C. § 1332(c)(1), which establishes that a corporation is a citizen of both its state of incorporation and its principal place of business. The rule is operating on the premise that corporate legal identity is derivative — that it must be traced through upstream ownership chains to be fully known, and that judicial recusal cannot proceed without the trace.

33. A natural-person party files no such disclosure. Natural-person citizenship is innate and fixed at birth under the Fourteenth Amendment's Citizenship Clause. There is no upstream chain to trace. The rule does not require Plaintiff to disclose parent corporations, 10%-or-greater owners, or citizenship attributions because Plaintiff's legal identity as a party has no such structure. The asymmetry is on the face of the Federal Rule itself: the Rule presupposes that corporate and natural-person legal identities are different in kind, and that corporate identity requires documentation natural-person identity does not.

B. Apple's Disclosure (ECF No. 44, March 23, 2026)

34. Apple, Inc., by and through counsel ArentFox Schiff LLP, filed its Rule 7.1 / Local Rule 26.1 disclosure on March 23, 2026. The filing states in its entirety:

> "Pursuant to Federal Rule of Civil Procedure 7.1 and Local Civil Rule 26.1, Defendant Apple Inc., by and through undersigned counsel ArentFox Schiff LLP, discloses that Apple Inc. is a California Corporation with its principal place of business in Cupertino, California. Apple Inc. has no parent corporation nor any publicly traded company owning 10% or more of its stock."

See Defendant Apple Inc.'s Corporate Disclosure Statement, Kirchner v. Johnson, No. 1:25-cv-02735-ACR, ECF No. 44 (D.D.C. Mar. 23, 2026).

35. The disclosure's brevity makes its admission precise. Apple's legal identity as a party in this litigation is a function of two state-paperwork predicates: (a) the California incorporation filing that brought "Apple Inc." into legal existence, and (b) the location of its principal place of business, also California. Apple is before this Court because these paperwork predicates exist. Without them, there is no "Apple Inc." to sue, and no party capable of asserting First Amendment, Fourth Amendment, or due process protections against Plaintiff's claims.

C. Anthropic's Disclosure (ECF No. 25, March 17, 2026)

36. Anthropic, PBC, by and through counsel Schertler Onorato Mead Sears & Manning, filed its Rule 7.1 / Local Rule 26.1 disclosure on March 17, 2026. The filing states:

> "Pursuant to Federal Rule of Civil Procedure 7.1 and Local Civil Rule 26.1, I, the undersigned, counsel of record for Anthropic, PBC, certify that to the best of my knowledge and belief, Anthropic, PBC is a privately held public benefit corporation. It has no parent corporation. Other than the following two entities, no publicly held company owns 10% or more Anthropic, PBC's stock: (1) Google LLC, which is a wholly owned subsidiary of Alphabet, Inc.; and (2) Amazon Web Services, Inc., which is a wholly owned subsidiary of Amazon.com, Inc. These representations are made in order that judges of this Court may determine the need for recusal."

See Defendant Anthropic, PBC's Disclosure Statement, Kirchner v. Johnson, No. 1:25-cv-02735-ACR, ECF No. 25, at 1 (D.D.C. Mar. 17, 2026).

37. Three admissions stack in this disclosure. First, Anthropic claims "public benefit corporation" status under Delaware statutory law while, as the Complaint documents, engaging in conduct directly adverse to the public interest — evidence destruction during litigation (*see* App. C); child safety mechanism removal during active federal trafficking-related litigation (*see* Memo B, § VI); undisclosed surveillance infrastructure distributed to millions of users (*see* Exhibits E-32, E-33, E-34, and E-35). The statutory label asserts public benefit; the forensic record demonstrates public harm.

38. Second, two of the largest publicly-traded technology corporations in the world — Alphabet, Inc. (via wholly-owned subsidiary Google LLC) and Amazon.com, Inc. (via wholly-owned subsidiary Amazon Web Services, Inc.) — each hold 10% or more of Anthropic's stock. Both parent corporations operate their own AI products in direct competition with Anthropic's products. Both parent corporations have their own Rule 7.1 disclosure chains governed by separate corporate governance structures. Both have fiduciary duties to their own shareholders that may or may not align with Anthropic's stated "public benefit" mission. The independence of Anthropic as a decisionmaker is compromised on the face of its own disclosure.

39. Third, the disclosure explicitly states its recusal purpose: "These representations are made in order that judges of this Court may determine the need for recusal." Anthropic's counsel is stating, on the record, that the disclosure of upstream ownership is necessary because the Court must evaluate whether judges have financial interests in entities whose ownership flows through Anthropic. No natural-person litigant triggers this inquiry. Anthropic's corporate form requires the Court to inspect the financial interests of Alphabet shareholders and Amazon.com shareholders because Anthropic's legal identity is derivative of those entities. The Federal Rule is operating on the premise that corporate identity is not innate — it is a chain of ownership that must be traced.

D. Openai's Disclosure (ECF No. 41, March 18, 2026) — the MID-Litigation Restructuring

40. OpenAI, by and through counsel Wilson Sonsini Goodrich & Rosati, filed its Rule 7.1 / Local Rule 26.1 disclosure on March 18, 2026. The filing states:

> "I, the undersigned, counsel of record for OpenAI, Inc., certify that to the best of my knowledge and belief, OpenAI, Inc. was renamed OpenAI Foundation in October 2025, and it has no parent corporation and that no publicly held corporation has a financial interest of 10% or more. OpenAI Foundation partially owns OpenAI Group PBC, which has certain subsidiaries, such as OpenAI OpCo, LLC, that operate consumer-facing products such as ChatGPT. Microsoft Corporation and Softbank Group Corporation are publicly held corporations that each have a financial interest in OpenAI Group PBC of 10% or more on an as-converted basis. These representations are made in order that judges of this Court may determine the need for recusal."

See Defendant OpenAI's Federal Rule 7.1 and Local Rule 26.1 Disclosure of Corporate Affiliations and Financial Interests, Kirchner v. Johnson, No. 1:25-cv-02735-ACR, ECF No. 41, at 1 (D.D.C. Mar. 18, 2026).

41. Five admissions stack in this disclosure, and together they are, upon review, the single most structurally significant piece of record evidence in the case on the question of corporate-vs-natural-person identity.

42. First, OpenAI restructured during this litigation. The Complaint in this action was filed August 19, 2025. The renaming referenced in the disclosure occurred in October 2025 — during the pendency of this case. The legal entity Plaintiff sued under the name "OpenAI, Inc." no longer exists under that name. It is now "OpenAI Foundation." The corporate person the Plaintiff is litigating against restructured itself, mid-proceeding, and filed a Rule 7.1 disclosure acknowledging the change.

43. A natural-person defendant cannot rename themselves during litigation and thereby become a different entity. If Plaintiff attempted to rename himself "Joseph Foundation" and assert that the new name had caused him to become a different legal person with different obligations, the Court would reject the attempt summarily. Corporate defendants perform this restructuring as a matter of course, and the Federal Rules accommodate it through amended disclosures. The asymmetry between natural-person identity (continuous and unrestructurable) and corporate-person identity (fluid and restructurable) is on the face of the record of this case.

44. Second, the corporate chain disclosed is four entities deep. OpenAI Foundation partially owns OpenAI Group PBC, which has subsidiaries such as OpenAI OpCo, LLC, which operates ChatGPT — the product at the center of several counts in the Complaint. The entity actually operating the conduct at issue is a grandchild-level LLC subsidiary of a partially-owned PBC of the Foundation that was renamed during litigation. When users agreed to OpenAI's Terms of Service, they contracted with which entity in this chain? When the user's data flowed through an aggregation contract (*see* Memo C), which entity executed the transfer? When the Plaintiff asserts contract-based claims under Counts IX and X, to which entity's obligations do those claims attach?

45. Third, "on an as-converted basis" means that Microsoft Corporation's and Softbank Group Corporation's 10%-or-greater interests in OpenAI Group PBC are held through convertible securities that become equity upon conversion. The ownership is not fixed; it is contingent on conversion decisions made by upstream investors. Corporate identity here is not merely paperwork; it is paperwork whose ownership percentages vary depending on future contractual choices by parties not before this Court.

46. Fourth, the recusal purpose is stated on the record. "These representations are made in order that judges of this Court may determine the need for recusal." Microsoft and Softbank are each massive publicly-traded entities with their own upstream shareholder bases, their own AI products, their own commercial interests that may or may not align with OpenAI's. The Court must evaluate whether any judge has a financial interest in Microsoft or Softbank because those entities' financial interests run through the OpenAI structure to the party litigating. The inquiry the Rule requires is inseparable from the derivative nature of the corporate defendant's identity.

47. Fifth, the Plaintiff — a natural person — has filed no equivalent disclosure because no such disclosure applies to him. His legal identity as a party has no upstream corporate chain. He has no renaming history. He has no parent or 10%-or-greater-owner entities. He has no as-converted financial interests held by third parties. The structural asymmetry between his identity as a party and each corporate defendant's identity as a party is documented on the face of the docket.

E. The Cumulative Admission Table

48. The three disclosures, taken together, place on the record of this case the following admissions regarding each defendant's corporate identity:

Admission	**Apple (ECF 44)**	**Anthropic (ECF 25)**	**OpenAI (ECF 41)**
Legal identity traceable to a state-incorporation filing	Yes (California)	Yes (Delaware, impliedly)	Yes (multi-state, multi-entity)
Upstream publicly-traded corporate owners (10%+)	None disclosed	**Alphabet (via Google LLC); Amazon.com (via AWS)**	**Microsoft; Softbank**
Mid-litigation entity restructuring	No	No	**Yes — renamed October 2025**
Multi-entity operational structure	No	No	**Yes — Foundation → PBC → LLC → ChatGPT**
Explicit recusal purpose stated in disclosure	Implied	**Explicit**	**Explicit**

49. The Plaintiff, as a natural-person party, has filed no equivalent disclosure. The Federal Rule does not require it. That asymmetry — which the Federal Rule itself institutes — is the procedural admission that corporate legal identity is different in kind from natural-person legal identity. The Rule's existence is predicated on the asymmetry. The defendants' compliance with the Rule places the asymmetry on the face of this case's record.

F. What the Record Admissions Establish

50. The record admissions establish as a matter of docket evidence, without any need for judicial factfinding, that:

(a) Each corporate defendant's legal identity as a party is a function of state-paperwork predicates. Without the incorporation filings, there are no corporate parties before this Court.

(b) Two of the three corporate defendants (Anthropic and OpenAI) have substantial upstream ownership by publicly-traded mega-corporations whose interests are not identical to the corporate defendants' interests.

(c) One of the three corporate defendants (OpenAI) restructured its legal identity during the pendency of this case — an operation natural-person identity cannot undergo.

(d) The Federal Rule requiring these disclosures operates on the premise that corporate identity is derivative, constructed, and subject to tracing through upstream chains. Natural-person identity, by contrast, is innate.

51. These admissions are not contested. The corporate defendants filed them. The admissions are evidence of the very asymmetry the indivisibility framework identifies. When the defendants invoke constitutional defenses premised on their status as Fourteenth Amendment "persons," the legal identity asserting those defenses is — on the face of the record — an identity constructed from state filings, traceable through upstream ownership chains, and (in OpenAI's case) restructurable mid-litigation. On the record admissions set forth above, Plaintiff submits that this is not the kind of identity the Fourteenth Amendment's "any person" language was adopted to protect.

V. THE PARTICULARIZATION PARADOX

A. The Lujan Requirement

52. Article III standing requires three elements: injury in fact, causation, and redressability. *Lujan v. Defenders of Wildlife*, 504 U.S. 555, 560–61 (1992). The injury-in-fact element further requires that the injury be "concrete and particularized." *Id.* at 560. In *Spokeo, Inc. v. Robins*, 578 U.S. 330, 339 (2016), the Supreme Court clarified: "For an injury to be 'particularized,' it 'must affect the plaintiff in a personal and individual way.'" *Id.* (quoting *Lujan*, 504 U.S. at 560 n.1).

53. The phrase "personal and individual," as used in *Spokeo* to elaborate Lujan's "particularized" element, most naturally presupposes a natural-person baseline. The phrase describes the experiential quality of injury to a being with individuality. An injury to a collection — an association, an organization, a group — is aggregate by definition; the injury is distributed across the collection's members and is not, at the collective level, "personal and individual" in the natural-person sense. The Lujan particularization requirement, read against the text Congress and the Court have chosen, has natural-person content.

B. Kennedy's "Associations of Citizens" Framing Places Corporations in the Associational Category

54. In *Citizens United v. FEC*, 558 U.S. 310, 349 (2010), Justice Kennedy, writing for the majority, characterized corporations as "associations of citizens." The framing was deployed to justify extending First Amendment speech protections to corporations. Its doctrinal consequence, however, extends beyond First Amendment doctrine. By characterizing corporations as associations, Kennedy placed them in a category with specific standing implications: the category of entity whose Article III standing must be evaluated under the framework that governs associations generally.

55. The associational standing framework is well-established. In *Hunt v. Washington State Apple Advertising Commission*, 432 U.S. 333, 343 (1977), the Supreme Court identified a three-part test: an association has standing to sue on behalf of its members when (a) "its members would otherwise have standing to sue in their own right"; (b) "the interests it seeks to protect are germane to the organization's purpose"; and (c) "neither the claim asserted nor the relief requested requires the participation of individual members in the lawsuit." *Id.* at 343. Earlier cases, including *Sierra Club v. Morton*, 405 U.S. 727, 739 (1972), and *Warth v. Seldin*, 422 U.S. 490 (1975), established that associations cannot obtain standing by asserting generalized interests unattached to identified member injuries.

56. The *Hunt* framework requires identification of specific members whose particularized injuries would themselves support standing. It does not permit an association qua association to claim standing based on the association's "own" injury, because the association — as Kennedy's *Citizens United* framing confirms — is a collection of its members, not an independent entity capable of suffering natural-person-type injury.

C. The Four Propositions Cannot All be True Simultaneously

57. Four propositions about corporate standing are each separately asserted by existing Supreme Court doctrine:

(i) Corporations are routinely granted Article III standing in their own right as if they were full persons, without the associational-standing analysis *Hunt* requires (current practice);

(ii) Corporations are "associations of citizens" (Kennedy, *Citizens United*, 558 U.S. at 349);

(iii) Lujan particularization requires injury "in a personal and individual way" (*Lujan*, 504 U.S. at 560 n.1; *Spokeo*, 578 U.S. at 339);

(iv) Associations can satisfy Lujan only through identified members' particularized injuries (*Hunt*, 432 U.S. at 343; *Sierra Club*, 405 U.S. at 739).

58. If (i) reflects what current practice assumes — that corporations possess standing capacity equivalent to natural persons — the practice contradicts proposition (ii) and contradicts the existing jurisprudence that has denied corporations personhood in various contexts (*Hale*, 201 U.S. 43 (1906); *Cal. Bankers*, 416 U.S. 21 (1974)). The routine grant and the existing selective-personhood jurisprudence are inconsistent: either corporations are full persons (and the denials are wrong), or they are not full persons (and the routine grant of standing in their own right, without *Hunt* analysis, is unfounded).

59. If (ii) is correct, then corporations are associations subject to the *Hunt* framework — and the routine grant of standing to corporations qua corporations, without *Hunt* analysis identifying specific members whose particularized injuries support standing, is a judicial practice operating outside the governing framework. Proposition (ii) is doctrinally incompatible with proposition (i).

60. Propositions (iii) and (iv) are both settled law and are consistent with each other. Proposition (i) — routine grant of corporate standing without *Hunt* analysis — is the outlier in this set. The incoherence is not at the level of *Hunt* or *Lujan*; it is at the level of unexamined current practice.

D. The Particularization Paradox in Defensive Posture

61. The paradox operates with equal force when corporations appear as defendants invoking constitutional defenses. When a corporate defendant asserts First Amendment speech-source immunity, Fourth Amendment privacy protection, Fifth Amendment due process, or Fourteenth Amendment equal protection, the defendant is invoking a constitutional interest whose loss would constitute injury to the defendant. That injury must satisfy Article III — the defendant must have an interest the loss of which would constitute "particularized" injury in the natural-person sense, or the defendant lacks standing to invoke the defense as its own.

62. A corporate defendant cannot simultaneously be (a) a Kennedy "association of citizens" — which disqualifies it from particularized-injury capacity in the natural-person sense — and (b) a Lujan-qualifying entity capable of "personal and individual" injury. The two framings are doctrinally incompatible. Either the defendant has standing to invoke the defense because it is a full constitutional person (contradicting *Hale*, *Cal. Bankers*, and the selective-personhood line), or the defendant is an association whose defensive posture requires identifying specific member injuries (which the defenses, as typically asserted, do not identify).

63. In this case, each corporate defendant faces this paradox at every point where a constitutional defense is asserted. Anthropic, claiming First Amendment protection for its Terms of Service, must explain whose "personal and individual" speech interest is protected — Anthropic, PBC, as an entity (full-personhood claim, which the record admissions and existing jurisprudence undercut)? Alphabet and Amazon.com shareholders, through their 10%+ stakes (associational claim, which has never been made and which would require *Hunt* analysis)? The employees who drafted the Terms (personal-speech claim by non-parties)? The boilerplate adhesion language of the Terms themselves, which no natural-person speaker meaningfully authored? None of these framings satisfies Lujan particularization without contradicting other propositions the defendant has already asserted.

E. What This Court is Asked to Do: Apply Lujan Consistently

64. The Plaintiff does not ask this Court to resolve the paradox generally. The Plaintiff asks this Court to notice the paradox when it presents itself in the corporate defendants' specific defenses in this case, and to apply the Lujan framework to those defenses as the Court would apply it to any natural-person defendant.

65. A natural-person defendant asserting a constitutional defense would be required to articulate a Lujan-qualifying interest. A natural-person defendant claiming First Amendment speech protection for asserted conduct would be asked: whose speech? What interest of yours would be harmed by the relief the plaintiff seeks? The answers would be personal and individual because the defendant would be a natural person.

66. When a corporate defendant asserts the equivalent defense, consistency requires asking the same questions. Whose speech, which interest, satisfying what Lujan-qualifying injury if the relief is granted? The answers the corporate defendants can give are necessarily either (a) derivative (through identified members) — which requires *Hunt* analysis never performed; or (b) entity-level — which requires a full-personhood assertion the record admissions and existing partial-personhood jurisprudence contradict.

67. The paradox need not be resolved in the abstract. It need only be noticed in the specific assertions of defense that the corporate defendants make in this litigation. When they do not satisfy Lujan as natural-person defendants would, their defenses lack the standing foundation the

Federal Constitution requires. The Court need not overrule any precedent; the Court need only apply the precedent consistently across the natural-person and corporate-defendant categories.

VI. WHY THE BELLOTTI SHIELD DOES NOT CONFER AFFIRMATIVE PERSONHOOD

A. Bellotti's Actual Holding

68. *First National Bank of Boston v. Bellotti*, 435 U.S. 765 (1978), held that a Massachusetts statute prohibiting corporations from spending money to influence voters on referendum proposals violated the First Amendment. The Court's reasoning rested on the proposition that speech does not lose its First Amendment protection based on the corporate identity of the speaker. *Id.* at 784. The holding was that government cannot discriminate against speech based on source — that a speaker's corporate form does not, by itself, strip speech of constitutional protection.

69. This holding operates as a shield. It shields speech from source-based government censorship. It does not confer affirmative personhood on the corporate speaker. The speech protected under *Bellotti*'s reasoning is protected because it is speech shared by all — because the First Amendment's protection does not turn on who is speaking, but on what the government is doing (discriminating based on source). A rock band's speech is protected not because the rock band is a constitutional person but because the government cannot suppress speech based on the speaker's identity.

70. The source-based nature of the Bellotti shield becomes concrete when one identifies who is actually speaking in any case involving "corporate speech." In every instance where a corporation is said to "speak" — through its Terms of Service, its advertising, its political expenditures, its public statements — the actual speaker is a natural person: the officer who authored the statement, the employee who drafted the Terms, the publicist who approved the advertisement, the executive who authorized the expenditure. The corporation itself cannot speak. It is a paper legal fiction with no vocal cords, no volition, no capacity to form propositions. What is said "on behalf of" a corporation is said by natural persons whose speech is already protected by the First Amendment independent of whose interests the speech concerns. If an American citizen wishes to speak freely, she may — whether she speaks as an individual, as a spouse, as a congregant, as an employee, or as an officer of a corporation. No one will reprimand her in the United States for saying something on behalf of her company. Whether the company endorses or even knows of her speech is a private matter internal to the corporate form; it is not disputed in the First Amendment analysis. Legally, what is always occurring is a person speaking. The subject matter of the speech may concern corporate interests, but the speech-act remains the act of a natural person, and the First Amendment protection attaches to that person. This is what makes the *Bellotti* shield comprehensible and unobjectionable: no new right was created, no right was extended to any entity that did not already possess it, and the right remains the individual's both in its exercise and in its responsibility. It is impossible to legally infer "a corporation speaking" from the shield; one can only legally infer an individual attributing the subject matter of her speech to the interests of a corporation. The speaker is always the individual; the corporation is always the subject matter.

71. *Citizens United*'s conversion of the shield into a sword (*see infra* § VI.B) requires treating the grammatical convenience — "the corporation said" — as if it were a legal event. The conversion attaches constitutional rights to the subject matter of speech rather than to the speaker and transforms a description of what speech is about (the corporation) into a claim about who is speaking (the corporation). This move requires an assumption the constitutional text does not license: that corporations possess the capacity for the speech-act to which the First Amendment attaches protection. They do not. They possess no more capacity to speak than a family or a book club possesses. What they possess is constituent individuals — officers, employees, shareholders, agents — whose speech concerning the corporation's interests is already fully protected as the speech of those individuals. The *Bellotti* shield protects those individuals. It does not, and by its own textual terms cannot, create a speech-bearing entity where none exists.

B. Citizens United's Conversion of the Shield into a Sword

72. *Citizens United v. FEC*, 558 U.S. 310 (2010), extended *Bellotti*'s reasoning to invalidate restrictions on corporate independent expenditures in candidate elections. The decision framed corporations as "associations of citizens" and held that their speech could not be restricted based on corporate identity. *Id.* at 349.

73. *Citizens United* operates, in practice, as a conversion of the *Bellotti* shield into a sword. Where *Bellotti* said government cannot discriminate against speech based on source, *Citizens United* is invoked by corporate actors to assert affirmative First Amendment protection as a corporate entity. The doctrinal move is subtle but consequential: the *Bellotti* shield prevents government from penalizing speech by source; the *Citizens United* sword is used to claim that the corporate source has constitutional standing to assert speech rights as its own.

74. The distinction matters for this case. When corporate defendants invoke First Amendment protection for their Terms of Service or platform-moderation conduct, they are invoking the sword, not the shield. They are asserting that Anthropic, OpenAI, Apple, or Comcast — as corporate entities — possess First Amendment rights in their own capacity that the Plaintiff's claims allegedly infringe. This assertion requires the defendants to be Fourteenth

Amendment "persons" capable of holding constitutional rights in their own right. The *Bellotti* holding does not support this assertion; *Bellotti* holds only that government cannot discriminate based on source.

C. Kennedy's "Associations of Citizens" Framing is Paperwork-Dependent

75. Justice Kennedy's characterization of corporations as "associations of citizens" in *Citizens United*, 558 U.S. at 349, cannot distinguish incorporated from unincorporated associations except by the paperwork filed with a state. A rock band, a family, a neighborhood watch group, and a book club are also associations of citizens. None of them possesses constitutional personhood. The only variable distinguishing these unincorporated associations from a corporation is that the corporation has filed articles of incorporation with a state.

76. This paperwork differentiator is the same differentiator the Fourteenth Amendment was specifically adopted to prevent States from using as a predicate for personhood determinations. The Amendment's adoption in 1868 followed the Civil War and *Dred Scott v. Sandford*, 60 U.S. 393 (1857), a decision that had treated state-law classifications (slavery, race-based citizenship) as determinative of constitutional personhood. The Reconstruction Amendments abolished the framework under which state-paperwork action could determine who qualified as a constitutional "person."

77. Yet the modern corporate personhood doctrine reintroduces the same mechanism. Under Kennedy's *Citizens United* framing, the variable distinguishing an association-with-personhood from an association-without-personhood is the paperwork filed with a state. This inverts the Fourteenth Amendment's anti-state-discrimination purpose. The Federal Rules of Civil Procedure 7.1 disclosures filed in this case confirm on the face of the record that corporate legal identity is the function of state-paperwork action — precisely the kind of state-clerical determination of personhood the Fourteenth Amendment forbids.

D. Move to Amend Law and Research Committee Acknowledgments (March 27, 2026)

78. In early-to-mid March 2026, Plaintiff submitted an amicus inquiry to Move to Amend through that organization's public channels, seeking support for the pro se amicus filing in *Trump v. Barbara*. On March 19, 2026, a Move to Amend national co-director contacted Plaintiff by telephone, reporting that Plaintiff's inquiry was being forwarded to Move to Amend's Law and Research Committee for review and feedback, and emphasizing that the organization was not "dropping the ball" on the matter. Plaintiff returned the call; the conversation was substantive and engaged. Plaintiff reasonably expected Move to Amend might provide support. The Law and Research Committee then conducted its own review. On March 27, 2026, a correspondent of the Committee — a retired prosecutor writing on behalf of the Committee — responded in writing. The correspondent acknowledged two propositions pertinent here: that "the Supreme Court has never directly or fully addressed why corporations have rights," and that "the headnote in the *Santa Clara* case was probably fraudulent, but even if not it never should have been cited as precedent especially for such an important change in the law." The correspondent separately disagreed with Plaintiff's broader position that the analytical framework narrowing "person" in *Trump v. Barbara* necessarily applies to corporations, citing Justice Kennedy's "associations of citizens" characterization in *Citizens United* — a characterization the correspondent described as "a blatant misstatement of black letter corporate law" but observed "we're stuck with it for now." Move to Amend declined to sign Plaintiff's amicus brief. The redacted correspondence is preserved at Exhibit K-1 (Move to Amend correspondence appended to filing package), and contemporaneously documented in the incident log accompanying the March 28, 2026 network attack on Plaintiff's draft reply (*see* Compl. ¶ 43(a); Ex. D-29 at p. 160, l. 7 Supplement)[1].

79. The Move to Amend Law and Research Committee acknowledgments are not themselves legal authority and do not reflect the organization's full position on Plaintiff's analytical framework. They are cited here only as evidence that the two specific historical propositions — (i) the absence of direct Supreme Court ruling on corporate personhood and (ii) the questionable provenance of the *Santa Clara* headnote — are acknowledged by experienced practitioners in the field. The acknowledgments reinforce the structural analysis in § VII below: that the doctrine rests on a headnote, not a holding.

VII. THE ABSENCE OF DIRECT CONSTITUTIONAL RULING — THE SANTA CLARA HEADNOTE

A. Santa Clara Contains No Holding on Corporate Personhood — the Waite Correspondence

80. *Santa Clara County v. Southern Pacific Railroad Co.*, 118 U.S. 394 (1886), is routinely cited as the foundation of corporate Fourteenth Amendment personhood, but the case decided a California tax dispute on statutory and procedural grounds without reaching whether corporations are "persons" under the Fourteenth Amendment. The doctrine traces entirely to a headnote — not a holding — written by Court Reporter J.C. Bancroft Davis declaring that the Court held corporations to be persons within the meaning of the Fourteenth Amendment. The Supreme Court has since repeatedly held that headnotes are not part of a Court's decision: "[T]he headnote is not the work of the court, nor does it state its decision... it is simply the work of the

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1 Plaintiff's complete forensic analysis of the March 28, 2026 Microsoft Outlook draft-sync RST attack is preserved at `DDC_EVIDENCE/6_outlook_forensics/`, comprising: incident report (`01_incident_report/`); hex/opcode binary analysis (`02_hx_binary_analysis/`); controlled re-test (`03_controlled_test/`); telemetry-recovery records (`04_tm_recovery/`); diagnostic logs (`05_diagnostic_logs/`); the Move to Amend Outlook email forensics package (`MTA Outlook Email Forensics/`); and SHA-256 manifest (`SHA256SUMS.txt`). Master index at `DDC_EVIDENCE/6_outlook_forensics/INDEX.md`.

reporter." *United States v. Detroit Lumber Co.*, 200 U.S. 321, 337 (1906). The *Detroit Lumber* rule came twenty years after *Santa Clara*, however, and could not dislodge what earlier citations had already established as apparent precedent.

81. The primary-source record of the Court's actual position is preserved in the Morrison R. Waite Papers at the Library of Congress. On May 26, 1886, Davis wrote to Chief Justice Waite seeking confirmation: "I have a memorandum in the California Cases... 'In opening the Court stated that it did not wish to hear argument on the question whether the Fourteenth Amendt applies to such Corporations as are parties in these suits. All the Judges were of opinion that it does.' Please let me know whether I correctly caught your words and oblige." Chief Justice Waite replied: "I think your mem. in the California Rd. Tax cases expresses with sufficient accuracy what was said before the argument began. I leave it with you to determine whether anything need be said about it in the report inasmuch as **we avoided meeting the constitutional question in the decision**." (emphasis added). The correspondence is dispositive: the Court made no holding ("we avoided meeting the constitutional question"), and the decision to include any personhood statement was left to the Reporter — not determined by the Court. The resulting headnote was the Reporter's addition to the published report. *See* Letter from Chief Justice Morrison Waite to J.C. Bancroft Davis (May 1886), Morrison R. Waite Papers, Library of Congress; C. Peter Magrath, *Morrison R. Waite: The Triumph of Character* 390 n.9 (1963).

B. The Reporter's Conflict and the Laundering Sequence

82. Davis, the Reporter who authored the headnote, was a former president of the Newburgh and New York Railway Company. His professional background ran through the railroad industry — the industry whose constitutional rights the headnote would, in subsequent decades, be invoked to establish. While Davis's specific railroad was not a party to *Santa Clara*, his career placed him within the industry class that would be the principal beneficiary of the headnote's constitutional reclassification.

83. The headnote was converted into apparent precedent through a short sequence of subsequent citations. In *Pembina Consolidated Silver Mining Co. v. Pennsylvania*, 125 U.S. 181, 189 (1888), the Supreme Court stated: "Under the designation of 'person' there is no doubt that a private corporation is included." The "no doubt" referred to the *Santa Clara* headnote, not any actual holding. *Minneapolis & St. Louis Railway Co. v. Beckwith*, 129 U.S. 26 (1889), further treated the headnote as settled precedent. Each successive citation reinforced the apparent pedigree of the doctrine. By the time the Court articulated the *Detroit Lumber* rule in 1906, corporate personhood was already functioning as accepted constitutional doctrine on the strength of citations that traced, ultimately, to a Reporter's addition.

E. The Internal Acknowledgment — Wheeling Steel Dissent (1949)

84. In *Wheeling Steel Corp. v. Glander*, 337 U.S. 562 (1949), Justices Douglas and Black dissented from the Court's application of Fourteenth Amendment equal-protection analysis to corporations. Justice Douglas, joined by Justice Black, wrote: "[In *Santa Clara*] [t]here was no history, logic, or reason given to support that view." 337 U.S. at 576 (Douglas, J., dissenting).

85. The *Wheeling Steel* dissent is a recognition — by two Justices of this Court, in writing, seventy-seven years ago — that the foundational doctrine of corporate Fourteenth Amendment personhood rests on no reasoned holding. The acknowledgment has never been directly contradicted by subsequent majority opinion. Corporate personhood under the Fourteenth Amendment has, on the record of reasoned holdings preserved, never been subjected to the full constitutional analysis the doctrine requires. On that record, Plaintiff submits, the doctrine has been assumed rather than decided.

F. The Present Litigation and the Absence of Direct Ruling

86. Plaintiff does not ask this Court to reopen *Santa Clara* or to overrule its progeny. Plaintiff observes only that the historical record establishes that no direct Supreme Court holding on corporate Fourteenth Amendment personhood exists. When the corporate defendants in this case invoke personhood-based defenses, they are invoking protections that trace, in every case, to the *Santa Clara* headnote and the line of subsequent citations that converted it into apparent precedent. This Court is not bound to extend those protections beyond their existing scope. The absence of a direct holding is a doctrinal space in which consistency (with the indivisibility framework, the Federal Rules admissions, and the particularization paradox) is the appropriate guide.

VIII. THE ULTRA VIRES ASYMMETRIC OPERATION OF FOURTEENTH AMENDMENT "PERSONS"

A. Process is Justice: the Constitutional Conditions for Meritous Effect

87. The adjudicative effect of a federal court's act is licensed by process, not by outcome. Under Article III, federal judicial power is the power to decide cases and controversies through the constitutional conditions that make a judicial act into a judicial ruling: statutory authority, adversarial presentation, considered deliberation, and reasoned opinion. *Marbury v. Madison*, 5 U.S. (1 Cranch) 137, 175–77 (1803), established that federal courts must point to statutory authority for the power they exercise — otherwise congressional limits become "form without substance." *Id.* at 174. *Kokkonen v. Guardian Life Ins. Co.*, 511 U.S. 375, 377 (1994), reaffirms the principle: "Federal courts are courts of limited jurisdiction. They possess only that power authorized by Constitution and statute." Process is not an obstacle to justice — process is what makes a judicial act produce justice rather than produce the mere effect of a meritous ruling.

Where process is circumvented, the resulting effect is the state producing an outcome; it is not the federal judiciary adjudicating a case.

88. 28 U.S.C. § 2101(f) codifies the process condition for Supreme Court pre-certiorari adjudicative effect. The statute authorizes stays only of "final judgment or decree," and only "to enable the party aggrieved to obtain a writ of certiorari." Two textual questions resolve the scope of that authority: **(1) Does § 2101(f) authorize stays of preliminary injunctions?** The statute's "final judgment or decree" limitation answers No; a preliminary injunction is, by definition, interlocutory. **(2) Can precedent create stay jurisdiction that Congress did not grant by statute?** *Marbury* and *Kokkonen* answer No. Congress's refusal to extend § 2101(f) to interlocutory orders is deliberate and documented through the 1925 Judges' Bill legislative history and the 1988 reaffirmation. The full doctrinal development — the four-statute structural proof of deliberate exclusion, Justice Scalia's *Ohio Citizens for Responsible Energy, Inc. v. NRC*, 479 U.S. 1312 (1986) (Scalia, J., in chambers) (holding that "it is only the execution or enforcement of FINAL ORDERS that is stayable under § 2101(f)"), and the 28 U.S.C. § 2071 consistency requirement — is set forth in Plaintiff's filings in *Kirchner v. Ellison*, No. 0:26-cv-00726-JWB-ECW (D. Minn.), ECF No. 26 Att. 13, and condensed in the Third Amended Complaint at § VI.A.

B. The § 2101(f) Textual Limit and the Documented Ultra Vires Practice

89. § 2101(f) authorizes stays only of "final judgment or decree" and only to enable the certiorari process. That Congress deliberately withheld interlocutory stay authority is proven by the parallel structure of 28 U.S.C. §§ 1253, 1254(1), 1257(a), and 2101(f) — Congress used "interlocutory" language where it intended to grant such authority (§ 1253) and "final judgment or decree" language where it intended to withhold it (§ 2101(f); § 1257(a)). The Supreme

Court's emergency stay practice since 2017 has operated outside this textual limit. Stays of preliminary injunctions — orders that are interlocutory by definition — exceed the statutory scope of § 2101(f). Such stays are *ultra vires*: beyond the statutory authority the Constitution requires federal courts to point to when asked by what authority they act. *See Marbury*, 5 U.S. at 174; *Kokkonen*, 511 U.S. at 377. The full statutory-authority analysis is cross-referenced at ECF No. 26 Att. 13.

90. The ultra vires practice is a documented factual matter. Plaintiff's Minnesota filings establish: 80+ emergency stay applications since June 2017 operating under this framework; zero of twenty-one Solicitor General applications contain Rule 14.1(e)(iv)-compliant jurisdictional statements (0% compliance), while twelve of seventeen private-party applications do (71% compliance) — proving compliance is feasible and non-compliance is selective; a 40-fold increase in emergency application frequency after June 2017 (once every two years 2001–2017 to over twenty per year 2017–2025); a 58-year gap (1925–1983) of zero documented stays of district court preliminary injunctions in civil cases; and a +69.9-point government-versus-private-party grant-rate disparity in the 2025 term. Specific examples include *Bush v. Gore*, 531 U.S. 1046 (2000) (ultra vires stay made a deadline dispositive that was dispositive only because of the stay), and *Noem v. Vasquez Perdomo*, No. 25A169 (Sept. 8, 2025) (ultra vires stay enabled ICE enforcement operations pending merits review under challenge as Fourth and Fourteenth Amendment violations). This record is independent of any pending SCOTUS merits outcome; the 80+ stays have already occurred.

<u>C. The Asymmetric Federal Operation of "Persons" as Completed State Action</u>

91. Ultra vires stays that enable enforcement during interlocutory pendency produce the *effect* of a meritous ruling without satisfying the constitutional conditions for meritous effect. A preliminary injunction blocks enforcement of an underlying action pending merits adjudication; a stay of that injunction permits enforcement to proceed. When enforcement proceeds, the underlying action's merits validity is operationally presumed — a presumption that only a meritous ruling could legitimately supply. Through this mechanism, the federal government has operated the Fourteenth Amendment's "persons" text asymmetrically. At the natural-person end, scope has been contracted through ultra vires stay practice that enabled enforcement — including but not limited to enforcement under Executive Order 14160 and the operations challenged in *Vasquez Perdomo* — during interlocutory pendency against human beings whose citizenship and Fourth-Amendment-protected liberty were at issue. At the corporate-person end, scope has been expanded through ordinary appellate merits rulings traceable to the *Santa Clara* headnote (§ VII above) and developed through *Citizens United* and *Hobby Lobby* progeny. When the Supreme Court issues a stay that enables the Executive's enforcement during pendency, the Court has, on the analysis developed here, made itself a party to that enforcement — and cannot cure the participation retroactively by later adjudication.

92. The asymmetric operation is a completed state action, not a contingent future ruling. Process cannot be satisfied retroactively. A stay that has already enabled enforcement cannot be cured by a subsequent merits opinion; the enforcement occurred before the process that § 2101(f) conditions it upon. The *effect* of a ruling preceded the *process* the Constitution requires to license that effect. On the premises set forth above, Plaintiff submits that the ultra vires federal operation of "persons" is factually complete regardless of any subsequent SCOTUS opinion on any particular underlying merits question. Whatever the final merits adjudications may hold — and whatever the eventual outcome of pending cases concerning the substantive meaning of "persons" — the completed record demonstrates that the federal government has applied the

Fourteenth Amendment's text asymmetrically by type of person during the very period in which this litigation is pending.

D. Why Corporate-Personhood Defenses Presuppose the Expansion Side of the Asymmetric Operation

93. The *Santa Clara* headnote (§ VII above) and the *Citizens United* / *Hobby Lobby* progeny (§§ III.B, VI above) are the expansion arm of the asymmetric federal operation of "persons." When the corporate defendants in this case invoke First Amendment speech-source immunity, Fourth Amendment privacy protections, Fifth Amendment due process, Fourteenth Amendment equal protection, or religious-exercise protections under RFRA, they are invoking the same "persons" text whose natural-person end has been operationally contracted through ultra vires process. The defenses do not arrive at this Court in doctrinal isolation; they arrive as continuations of an asymmetric operation whose contraction side is the product of process the Constitution does not authorize.

94. A federal district court declining to adjudicate the Supreme Court must nonetheless decide what it will *ratify by extension* in the case before it. Extending corporate-personhood-based defenses to shield the specific conduct documented in the Complaint — conduct that would be classified as criminal if performed by any natural person not aligned with state and corporate interests (*see* Memo B) — would ratify the expansion side of an asymmetric operation whose contraction side was produced by stays exceeding the process § 2101(f) licenses. The indivisibility framework (§ III), the record admissions (§ IV), the particularization paradox (§ V), the *Bellotti* shield analysis (§ VI), and the *Santa Clara* headnote absence (§ VII) each independently counsel refusal; the asymmetric-operation analysis set forth here reinforces each by locating the defenses within the broader process violation they presuppose. **This Court is not**

asked to adjudicate the Supreme Court. It is asked to decline extension, thereby avoiding ratification of an ultra vires federal operation.

E. The Minimum Ask

95. The minimum relief consistent with existing doctrine follows directly from the foregoing. Plaintiff asks this Court to: **(a)** declare what § 2101(f) means — that stays are limited to "final judgment or decree" by Congress's text — as ordinary statutory interpretation, the *Marbury* function ("It is emphatically the province and duty of the judicial department to say what the law is." 5 U.S. at 177). Such a declaration interprets law without binding non-parties; declaratory relief is "neither combative in purpose nor coercive in operation," *Nashville, C. & St. L. Ry. v. Wallace*, 288 U.S. 249, 264 (1933); *see also Aetna Life Ins. Co. v. Haworth*, 300 U.S. 227, 241 (1937); *Steffel v. Thompson*, 415 U.S. 452, 466–67 (1974); *MedImmune, Inc. v. Genentech, Inc.*, 549 U.S. 118, 126–27 (2007). **(b)** Notice the completed factual record of the asymmetric federal operation of "persons" documented above. **(c)** Refuse to extend corporate-personhood-based defenses to shield the conduct documented in the Complaint, on the ground that extending those defenses would ratify the expansion side of an asymmetric operation whose contraction side was produced by process the Constitution does not authorize. This Court is not asked to adjudicate the Supreme Court; it is asked to decline ratification. The next section applies this framework to the specific defenses each count will face.

IX. APPLICATION TO THE SPECIFIC DEFENSES IN THIS CASE

A. Count I (First Amendment — Speech Suppression and Retaliation)

96. Corporate defendants are anticipated to invoke First Amendment speech-source protections under *Citizens United* for conduct encompassed within Count I. The anticipated defense would argue that platform-level moderation, Terms of Service language, and consumer-facing communications are corporate speech entitled to source-based protection against Plaintiff's claims.

97. The defense fails as applied for three reasons. First, the *Bellotti* shield does not support the *Citizens United* sword framing when applied to source-discrimination against natural-person users. Plaintiff's claim is not that the government should penalize Anthropic's speech based on its corporate identity; Plaintiff's claim is that Anthropic's conduct (not its speech) has targeted Plaintiff's First Amendment petition-clause activity through infrastructure-level interference (*see* Compl. ¶ 43(a); D-series exhibits). Second, the Lujan particularization paradox (§ V above) requires the corporate defendant to identify whose "personal and individual" speech interest is at stake — an identification the anticipated defense does not make. Third, the conduct at issue is not ordinary corporate speech; it is content-aware targeting of Plaintiff's constitutionally protected activity, including the specific targeting of his March 28, 2026 correspondence articulating corporate-personhood rebuttals (Compl. ¶ 43(a)).

B. Count IV (Fourteenth Amendment — Equal Protection)

98. Count IV alleges Equal Protection violations arising from the identity-based reclassification of criminal conduct as lawful business activity (*see* Memo B). The Count's core argument — that government cannot classify identical conduct differently based on the identity of the actor without rational basis, *City of Cleburne v. Cleburne Living Center*, 473 U.S. 432, 440 (1985); *Village of Willowbrook v. Olech*, 528 U.S. 562, 564 (2000) — operates at the conduct layer.

99. The indivisibility framework developed in this memorandum operates at the constitutional layer and completes the Count IV argument. The same classification-by-type that the Equal Protection Clause prohibits at the conduct layer (identity-of-actor as the variable that determines criminal-vs-civil classification) is also prohibited at the personhood layer (identity-of-legal-category as the variable that determines whether "any person" includes the entity). The three-layer reclassification documented in Memo B, § I — constitutional, contractual, conduct — all operate through the same mechanism: state-recognized paperwork converting a thing into a different legal category. The Equal Protection Clause forbids the mechanism at every layer.

C. Count IX (Breach of Contract)

100. Count IX alleges breach of contract based on the essential-purpose failure of the corporate defendants' Terms of Service (*see* Memo E). The anticipated defense will invoke corporate contracting capacity under *Santa Clara* progeny and related doctrine to assert that the Terms are valid corporate contracts against which Plaintiff's claims fail.

101. The record admissions (§ IV above) establish that corporate contracting capacity in this case is derivative and, in OpenAI's case, restructurable mid-litigation. When "OpenAI, Inc." executed Terms of Service with users prior to October 2025, the contracting party was that named entity. When the entity renamed itself "OpenAI Foundation," existing contractual obligations continued through successor-in-interest doctrine — but the doctrine itself presupposes that corporate contracting capacity is traceable through entity restructuring in ways natural-person capacity is not. Plaintiff's breach-of-contract claim is not defeated by corporate personhood; it is strengthened by the record demonstration that corporate contracting identity is fluid, paperwork-dependent, and structurable around the contracting parties' convenience.

D. Count X (Consumer Protection)

102. Count X alleges consumer protection violations arising from deceptive Terms-of-Service practices, undisclosed third-party transfers, and data-laundering architecture (*see* MEMOs C, E). The anticipated defense will invoke corporate First Amendment protection for Terms-of-Service language and corporate editorial discretion for platform moderation.

103. The defense fails for the reasons addressed in § IX.A above, and additionally because Terms-of-Service weaponization against individual users does not fall within *Bellotti*'s source-discrimination shield. The shield protects corporate speech from government-imposed penalties based on the speaker's identity; it does not protect corporate conduct that weaponizes nominal user ownership rights into unlimited corporate override authority. The conduct Count X addresses is not speech of an autonomous constitutional person; it is state-chartered activity of entities whose legal identity is constructed from the paperwork Rule 7.1 requires disclosed.

E. Counts XII, XIII, XIV (ECPA, CFAA, CCPA)

104. Counts XII (Electronic Communications Privacy Act), XIII (Computer Fraud and Abuse Act), and XIV (California Consumer Privacy Act) allege statutory violations arising from interception, unauthorized access, and unlawful data sale. The anticipated defenses will include Fourth Amendment protections for corporate data-processing infrastructure; corporate due process challenges to injunctive relief; and entity-level challenges to Plaintiff's standing and to the statutes' application to corporate conduct.

105. Each such defense requires the defendant to be a Fourteenth Amendment "person" with Article III standing to assert the constitutional interest. Each such assertion faces the particularization paradox: the corporate defendant cannot simultaneously be (a) a Kennedy "association of citizens" without particularized-injury capacity, and (b) a Lujan-qualifying entity capable of "personal and individual" injury. The statutory violations Plaintiff pleads are not defeated by corporate personhood defenses; they are unaffected by them, because the defenses cannot clear the Article III threshold the Constitution requires.

X. THE DOCUMENTED RECORD: 158 YEARS, TWO PERSONHOOD DECISIONS

A. The Empirical Fact and the Outreach Record

106. The Supreme Court has directly addressed the *substantive scope* of the Fourteenth Amendment's "persons" category — the question of who qualifies as a Fourteenth Amendment person — on only two occasions in the 158 years since the Amendment's ratification in 1868. The first occurrence — purportedly extending personhood to corporations — was *Santa Clara County v. Southern Pacific Railroad Co.*, 118 U.S. 394 (1886), through a headnote that was never a holding of the Court (§ VII above). The second — proposing to narrow personhood to exclude certain human children born on United States soil — is *Trump v. Barbara*, Nos. 25-364, 25-365 (2026) (pending). The Court's remaining jurisprudence has assumed the category's scope rather than directly adjudicated who qualifies. On information and belief, Plaintiff is the only natural person without corporate, organizational, or institutional backing who has attempted to participate as amicus curiae in either proceeding.

107. Between March 14 and March 19, 2026, Plaintiff contacted more than 125 attorneys, law professors, and legal organizations seeking a Supreme Court Bar member willing to file an amicus brief in *Trump v. Barbara*. The outreach spanned five distinct categories: (a) corporate personhood specialist organizations (Free Speech For People, Move to Amend, American Promise); (b) constitutional law organizations (Constitutional Accountability Center, Brennan Center for Justice, ACLU); (c) twenty-six Harvard Law School faculty individually selected by subject-matter expertise; (d) twenty-five-plus members of the Supreme Court Bar; (e) law firms advertising Supreme Court practice. Plaintiff produced forty Rule 33.1-compliant booklet copies and dispatched them March 22-23, 2026. The complete amicus filing package — Motion for Leave, Memorandum in Support, and Proposed Amicus Curiae Brief — is preserved at Exhibit K-1. No respondent engaged with the substance of the argument. The ACLU — counsel of record for Respondents, whose clients were the children whose personhood was at issue — responded: "We take no position." The remaining responses followed three categorical patterns: procedural decline (deadline-based), categorical non-engagement, or silence. On March 27, 2026, the Supreme Court denied Plaintiff's Motion for Leave to File Amicus Curiae Brief by Pro Se Natural Person on Rule 37.1 grounds without merits review.

B. Why This Proceeding is Necessarily the Forum

108. The Plaintiff's attempt to present the argument developed at § VIII above to the Supreme Court — in a case where that argument was directly germane to the question presented — was procedurally foreclosed. The foreclosure was not a merits determination; the Supreme Court did not consider the argument. The foreclosure was structural and complete: by letter dated March 27, 2026, the Clerk of the Supreme Court returned the booklet copies — received and stamped by the Court on March 27, 2026 — with the statement that the brief "is herewith returned" under Rules 5, 37.1, and 9 of the Rules of the Supreme Court. Rules 5 and 37.1 exclude amicus briefs not filed by a Supreme Court Bar-admitted attorney. Rule 9 applies independently: "Only parties to a case may file pro se therefore motions for leave to file an amicus curiae brief pro se will not be filed." The motion for leave — which raised the statutory challenge to Rule 37.1 under 28 U.S.C. §§ 1654 and 2071 — was thus never accepted into the Supreme Court's record. The statutory challenge rested on the same constitutional principle

Plaintiff had previously invoked regarding 28 U.S.C. § 2101(f) (*see Kirchner v. Ellison*, No. 0:26-cv-00726-JWB-ECW (D. Minn.), ECF No. 26 Att. 13; condensed at Complaint § VI.A): that Supreme Court practice must conform to the statutory grants governing it, and that the Court cannot expand its own authority — whether jurisdictional (§ 2101(f)) or procedural (§§ 1654, 2071) — beyond what Congress has authorized. The statutory challenge itself was thus foreclosed by a procedural rule (Rule 9) applied to the vehicle raising it. The Clerk's letter and the physically returned booklets with Supreme Court receipt stamps are documented at Exhibit LOE-8.

109. The arguments must therefore be presented in the forum where the corporate defendants have placed them before the Court. This Court is that forum. The corporate personhood question arrives here through the anticipated defenses of the corporate defendants — defenses that will be raised whether or not Plaintiff presents the indivisibility framework, the record admissions, and the particularization paradox. The memorandum exists because what the Court will face requires engagement with the doctrinal foundation the defenses rest upon.

110. The conversation is necessitated here because it has been procedurally foreclosed elsewhere — not chosen here as a substitute for the proper forum. The attempt to present the argument in the proper forum is documented in the filings submitted to the Supreme Court in *Trump v. Barbara*, available through the Court's docket at Nos. 25-364 and 25-365, and in Plaintiff's own files at `4_SCOTUS Birthright Amicus/` within the case workspace.

111. Doctrinal Continuity with Plaintiff's Prior SCOTUS Statutory-Authority Challenge. Plaintiff's statutory-authority challenge to Rule 37.1 is part of a broader and previously-developed framework addressing Supreme Court practice's consistency with the statutes governing it. That framework — applied first to the shadow docket under 28 U.S.C. §

2101(f) — was set forth in detail in Plaintiff's filings in *Kirchner v. Ellison*, No. 0:26-cv-00726-JWB-ECW (D. Minn.), ECF No. 26 Att. 13, and is condensed in the Third Amended Complaint at § VI.A. The Rule 37.1 / Rule 9 analysis presented in Memo L ¶¶ 108-110 above is the rulemaking counterpart to the jurisdictional analysis Plaintiff has previously litigated. Both rest on the same structural principle: Supreme Court authority — whether jurisdictional or procedural — is bounded by the Acts of Congress granting it.

112. The § 2071 Consistency Requirement. 28 U.S.C. § 2071(a) provides: "The Supreme Court and all courts established by Act of Congress may from time to time prescribe rules for the conduct of their business. **Such rules shall be consistent with Acts of Congress.**" (emphasis added). This provision is the rulemaking counterpart to § 2101(f)'s jurisdictional-consistency requirement. Section 2071 differs critically from 28 U.S.C. § 2072, which governs rulemaking authority for district courts and courts of appeals and permits those rules to supersede conflicting statutes in specified respects. Section 2071, governing this Court, contains no such permission. Supreme Court rules must be consistent with Acts of Congress. When Rule 37.1 excludes pro se natural persons from filing amicus briefs, and when Rule 9 compounds the exclusion by refusing to accept the motion raising the statutory challenge under §§ 1654 and 2071, the rules are being applied in a manner § 2071(a) does not authorize. Both the Rule 37.1/Rule 9 analysis presented here and the § 2101(f) shadow docket analysis previously litigated rest on *Marbury*'s directive that federal courts must point to statutory foundation for the power they exercise. *See Marbury v. Madison*, 5 U.S. (1 Cranch) 137, 175–76 (1803); *Kokkonen v. Guardian Life Ins. Co.*, 511 U.S. 375, 377 (1994) ("Federal courts are courts of limited jurisdiction. They possess only that power authorized by Constitution and statute.").

113. The Consistency Plaintiff Asks for in This Court. The consistency Plaintiff asks this Court to apply — between corporate-personhood doctrine and the Fourteenth Amendment's "any person" text, between the conduct-layer Equal Protection analysis of Memo B and the constitutional-layer analysis developed here, between the record admissions of corporate defendants' derivative legal identity (§ IV above) and the substantive-personhood claims those defendants will invoke — is the same consistency Plaintiff has asked the Supreme Court to apply between its jurisdictional and rulemaking practice and the statutes governing each. Plaintiff's position has been uniform across forums: federal courts, including the Supreme Court, must conform their practice to the statutory framework Congress has enacted, and must point to that framework when asked to identify the authority under which they act. This is not an argument against Supreme Court precedent; it is an argument for Supreme Court precedent to be applied consistently with the statutes and constitutional text that bound the Court's authority in the first instance.

114. Senator Heflin's Prescient Warning. The structural access foreclosure Plaintiff has experienced in the Supreme Court was predicted, in precise terms, at the moment Congress enacted the statutes under which Plaintiff raised the challenge. During the 1925 Senate debate on the Judges' Bill — the legislation that produced 28 U.S.C. §§ 1654, 2071, and 2101(f), and the statutes under which Plaintiff's motion for leave sought relief — Senator J. Thomas Heflin warned: **"If we are not careful and watchful the day will come when the highest court in this land will be open to nobody but the immensely rich and the great corporate concerns of the country."** 68 Cong. Rec. 2914 (1925). The bill passed seventy-six to one; Senator Heflin was the lone dissenter. One hundred years later, Plaintiff's documented experience in *Trump v. Barbara* — one hundred twenty-five-plus attorney outreach contacts across five tiers, ACLU "no position," systematic non-engagement, and Rule 37.1 / Rule 9 foreclosure without merits review — is the structural foreclosure Senator Heflin predicted. The Court that was intended, as Congress wrote at § 1654, to be available to natural persons who "plead and conduct their own cases personally... in all courts of the United States" has become, in operation, available only to counseled litigants, including — indeed, particularly — the corporate defendants whose anticipated defenses this memorandum addresses. The coincidence is not linguistic; it is structural. Senator Heflin named "the immensely rich and the great corporate concerns of the country" as the class for whom the Court would remain accessible. The corporate defendants in this action — Anthropic, PBC (20%+ owned by Alphabet and Amazon.com per ECF No. 25); OpenAI Foundation (with as-converted interests held by Microsoft and Softbank per ECF No. 41); Apple, Inc. (ECF No. 44); Comcast Corporation — are entities of that class. Plaintiff is not. The access asymmetry Senator Heflin feared is no longer a prediction. It is the present record of this case.

115. The Amicus Paradox: Friendship Withheld in the Case Defining Personhood. The term "amicus curiae" is Latin for "friend of the court." Black's Law Dictionary defines it as "a person who is not a party to a lawsuit but who petitions the court or is requested by the court to file a brief in the action because that person has a strong interest in the subject matter." Black's Law Dictionary (11th ed. 2019). The designation is relational — it contemplates a Court capable of accepting friendship, and a friend willing to offer it. The Fourteenth Amendment was adopted to abolish the constitutional framework under which persons were sorted into classes with different legal capacities. U.S. Const. amend. XIV, § 1. When Supreme Court Rule 37.1 is applied to exclude pro se natural persons from court-friendship while admitting corporate amici through Bar counsel, the rule produces precisely the two-class sorting the Amendment forbids.

Trump v. Barbara, documented at Exhibit K-1 (filing package) and Exhibit LOE-8 (Rule 37.1/Rule 9 foreclosure materials), demonstrates this sorting operating in the specific proceeding where the Fourteenth Amendment's meaning is itself being determined.

116. The Supreme Court, preparing to decide what "person" means under the Fourteenth Amendment, declined to accept friendship with the one natural person who appeared to participate: a person with no upstream ownership chain, no corporate veil, no association-of-citizens aggregation, no derivative legal identity constructed from state paperwork — a person, no more and no less. Plaintiff presented the cleanest Fourteenth Amendment claimant possible: a natural person seeking friendship with the Court on the question of who qualifies as a person. The Court returned his booklets with a form letter citing procedural rules — Sup. Ct. R. 5, 37.1, and 9 — that exclude, categorically, pro se natural persons. The same rules admit corporate amici through Bar counsel without equivalent exclusion; corporate entities routinely file amicus briefs in every significant Supreme Court proceeding, including in *Trump v. Barbara* itself. The friendship the Court operationally extended in that proceeding was conditioned on Bar counsel — which, as a practical matter, conditioned it on corporate or organizational form. This is the very two-class framework the Fourteenth Amendment was adopted to abolish, operated at the rule level of the Court whose interpretation of the Amendment governs.

117. The observation is not rhetorical. It is the documented operation of Rule 37.1 in the specific case — captured by the Latin term the rule governs. Amicus curiae means friend of the court. When the Court withholds friendship from the natural person but extends it to corporate counsel in the proceeding defining personhood, the Court has operated the two-class system the Fourteenth Amendment forbids — and has done so at the procedural level of the Court whose interpretation of the Amendment binds every other federal court, including this one. On the record of Exhibit LOE-8, Plaintiff submits that the operation documented here is not theoretical: Plaintiff was the natural person excluded, and the rule that excluded him is cited in the denial letter itself. The operation is on the record. The Fourteenth Amendment's own anti-classification principle is what Rule 37.1, as applied, contradicts.

XI. WHAT THIS COURT IS BEING ASKED TO DECIDE (AND WHAT IT IS NOT)

A. Not Asked to Overrule Supreme Court Precedent

118. This memorandum does not ask this Court to overrule *Citizens United v. FEC*, 558 U.S. 310 (2010), *Burwell v. Hobby Lobby Stores, Inc.*, 573 U.S. 682 (2014), or *Santa Clara County v. Southern Pacific Railroad Co.*, 118 U.S. 394 (1886). Those decisions and their progeny remain binding Supreme Court precedent. This Court is without authority to overrule them.

B. Not Asked to Redefine Constitutional Personhood Wholesale

119. This memorandum does not ask this Court to issue a general ruling on the constitutional status of corporations. It does not propose that all corporate constitutional rights be revoked, that *Citizens United*'s application to political speech be revisited, or that the Fourteenth Amendment be judicially reinterpreted to exclude corporations in all contexts.

C. Asked to Recognize the Procedural-Substantive Inconsistency

120. This memorandum asks this Court to recognize what the record of this case establishes: that the Federal Rules of Civil Procedure's treatment of corporate parties (Rule 7.1 disclosure, Local Rule 26.1, 28 U.S.C. § 455 recusal analysis, 28 U.S.C. § 1332(c)(1) citizenship) operates on the premise that corporate legal identity is derivative, constructed from state-paperwork predicates, and traceable through upstream ownership chains. This procedural premise is inconsistent with the substantive personhood claims the corporate defendants will make when invoking constitutional defenses. The inconsistency is on the face of the docket.

D. Asked to Apply the Equal Protection Analysis Consistently

121. This memorandum asks this Court to apply the Equal Protection analysis developed in accompanying Memo B consistently across the conduct layer (where Memo B develops it) and the constitutional layer (where the corporate defendants' anticipated defenses operate). The argument at the conduct layer is that identical technical conduct cannot be classified differently based on actor identity without rational basis. The parallel argument at the constitutional layer is that identical constitutional text ("any person") cannot be applied differently based on the identity of the entity claiming its protection without rational basis. Both arguments turn on the same Equal Protection principle. Consistency requires applying the principle at both layers.

E. Asked, at Minimum, to Refuse Extension of Personhood-Based Defenses

122. If this Court declines to engage any broader doctrinal question, the minimum relief requested is this: that the Court refuse to extend corporate-personhood-based defenses beyond their existing scope to shield the specific conduct documented in the Complaint. The conduct at issue — RST injection, DPI-based denial of service, cleartext exploitation, persistent surveillance, evidence destruction during litigation, and deliberate removal of child safety mechanisms — would be classified as criminal if performed by any natural person not aligned with corporate and state interests. Extension of corporate-personhood-based defenses to shield such conduct requires affirmative doctrinal development this Court need not undertake. The minimum consistent with existing doctrine is to deny the extension.

XII. CONCLUSION

123. The Fourteenth Amendment's operative language is "any person." The Republic's civic self-conception is "one nation... indivisible." The Thirteenth, Fourteenth, and Fifteenth Amendments were adopted specifically to abolish a two-class framework of constitutional personhood. These facts are uncontested. In this case, three corporate defendants have filed disclosures admitting their derivative, paperwork-constructed legal identity — including, in one case, a renaming of the defendant entity during the pendency of this litigation. These admissions are uncontested; they are on the docket.

124. The corporate defendants are anticipated to invoke personhood-based constitutional defenses. On the premises developed herein, Plaintiff submits that those defenses cannot coherently coexist with (a) the Fourteenth Amendment's "any person" language; (b) the indivisibility the Amendment and the Pledge together articulate; (c) the record admissions of derivative corporate identity; or (d) the Lujan particularization requirement that constitutional standing demands. The inconsistency is not produced by Plaintiff's claims — it is produced by the defenses themselves when set against the doctrine they invoke.

125. This Court need not resolve the inconsistency in every particular. This Court need only apply existing doctrine consistently in the specific case the parties have placed before it. Consistency requires recognizing the asymmetry, engaging the paradox, and refusing to extend personhood-based defenses to shield conduct identical to what would be criminal if performed by a natural person. The Republic's constitutional order rejects two classes of "person"; it did so in 1868; and on the premises developed in this memorandum, Plaintiff submits that the corporate defendants' anticipated defenses ask this Court to maintain what 1868 abolished. The memorandum asks only that this Court decline, and invites correction on any premise insufficient to support that ask.

126. Plaintiff notes, in closing, that the relief sought in this memorandum includes the engagement itself. An adverse ruling that examines the premises here with sufficient premising — stating where the reasoning fails, if it fails — provides Plaintiff relief that a favorable ruling without engagement could not provide: an answered question. It also provides the Republic relief, because a constitutional question that has hung unanswered since *Santa Clara* receives the reasoned judicial treatment the constitutional text requires. On the premises developed above, the memorandum's deepest ask is not that this Court rule one way rather than another; it is that this Court engage.

Respectfully submitted,

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Dated: April 29, 2026