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DISTRICT COURT

CLARK COUNTY, NEVADA

WHITE ROCKS (BVI) HOLDINGS INC., et al Plaintiff(s), vs. DAVID REICHMAN, KATHY M. GRIFFIN, FRANK BENINTENDO, DONALD GILBERT, DOES I THROUGH X, INCLUSIVE, and ROE CORPORATIONS I THROUGH X, inclusive, Defendant(s).	Case No.: A-24-896359-B Dept. No.: 16 **DEFENDANTS' OPPOSITION TO PLAINTIFFS' EX PARTE MOTION TO APPOINT RECEIVER AND ISSUE A TEMPORARY RESTRAINING ORDER ON AN ORDER SHORTENING TIME** *[Declarations of Kathy Griffin, Warren Markowitz, Afshin Luke Rahbari, and Sasha Ablovatskiy submitted concurrently*]

Without waiving challenge to jurisdiction, Defendants David Reichman, Kathy M. Griffin, Frank Benintendo, and Donald Gilbert (collectively "Defendants") by and through their specially appearing counsel of record, respectfully submit this Opposition to Plaintiffs' Motion to Appoint a Receiver and Issue a Temporary Restraining Order on an Order Shortening Time.

I. INTRODUCTION AND SUMMARY OF ARGUMENT

This is an action brought by purported shareholders of a publicly traded company, Global Tech Industries Group, Inc. ("GTII"). Without having first properly served the named defendants, Plaintiffs have brought a motion for removal of the board and appointment of a receiver on an alleged "emergency" basis pursuant to Nev. Rev. Stat. §78.650. Plaintiffs' Motion, however, should be denied as it is entirely unsupported and procedurally improper.

As a threshold matter, Plaintiffs' lack standing to bring a claim under Nev. Rev. Stat. §78.650 as they do not represent the holders of at least 10% of the outstanding shares of GTII. On this basis alone, Plaintiffs' motion should be rejected and this entire action should be dismissed.

Separately, venue in the Eighth Judicial District is improper as GTII does not conduct business in Nevada, and its registered office is in Carson City, Nevada.

Furthermore, even if Plaintiffs are able to show the requisite standing and venue (which they cannot), the appointment of a receiver is entirely inappropriate in this case. Indeed, the motion is replete with unsupported and unsubstantiated allegations, as well as outright falsehoods such as shares being issued to "Gabriele Falanga, [David] Reichman's girlfriend in Beverly Hills" or shares issued to an alleged masseuse. As discussed herein and in the accompanying declarations, these allegations are simply false. Mr. Falanga is a man with whom GTII entered into a written agreement in 2017 concerning certain partnership opportunities, and no shares have been issued to any masseuse.

In fact, Plaintiffs' entire motion is based on the single declaration of one shareholder, Richard Hofman, a disbarred California attorney, who has been engaged in a smear campaign to undermine the GTII Board of Directors for his own self interests.[1] The majority of the transactions that Hofman belatedly now contests all took place more than 4 years ago, and all were publicly disclosed at the time in the company's public filings.[2] Indeed, the primary basis for Plaintiffs' "emergency" motion is the actions by the company's former auditors BF Borgers CPA PC ("BF Borgers"). What Plaintiffs fail to disclose to

[1] Before becoming aware of this action, on July 2, 2024, GTII filed an action in the District Court for the Central District of California against Hofman and others for defamation and trade libel.

[2] Indeed, it appears that many of the shareholders purchased their shares in GTII well after these transactions occurred, with full knowledge and access to the company's filings.

this Court, however, is that GTII was actually one of over a hundred other public companies which were victim to BF Borgers' massive fraud and malfeasance uncovered by the US Securities & Exchange Commission ("SEC"). See Declaration of Sasha Ablovatskiy. GTII's management took immediate steps to address the issue, and retained expert SEC counsel, as well as a new auditing company, Fortune CPA ("Fortune"), within days of the SEC's ban of BF Borgers. Fortune has been in the process of re-auditing the company's financials to comply with the SEC's requirements with the full cooperation of the company's management. See Declaration of Luke Rahbari. Notably, the SEC did not accuse any company, including GTII, of any wrongdoing in connection with the ban against BF Borgers.

Thus, Plaintiffs' request for a receiver and/or temporary restraining order is not only based on false allegations, but is extremely misguided, as a change in management at this stage would only cause delay in preparing the necessary SEC filings and harm to the corporation and its shareholders. The courts have recognized that a receivership is a harsh and extreme remedy, which should only be used as a last resort, and should only be granted when there is no other available remedy. As discussed below, that is clearly not the case in the present matter, and the motion should be denied.

II. SUMMARY OF RELEVANT FACTS

Defendant GTII is a publicly-traded company, incorporated in the State of Nevada, with its principal place of business in New York. Defendants David Reichman, Kathy Griffin, Donald Gilbert and Frank Benintendo are current members of the Board of Directors of GTII ("Board").[3] Effective July 31, 2024, non-party Afshin Luke Rahbari was elected to the Board.

GTII specializes in the pursuit of acquiring new and innovative technologies. The company works across various and diverse industry sectors to find potential partners and assist them in animating their business plans or facilitating them through joint venture, or stock purchase, to spin out on their own. See Declaration of Kathy Griffin ("Griffin Decl.") at ¶2.

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[3] None of the individual defendants reside or conduct business in the State of Nevada, and do not submit to jurisdiction in the State of Nevada.

On May 3, 2024, the U.S. Securities & Exchange Commission ("SEC") issued an order banning GTII's former auditors, BF Borgers CPA PC and its sole audit partner, Benjamin F. Borgers CPA (collectively, "BF Borgers") from appearing or practicing before the SEC as an accountant due to what the SEC characterized as BF Borgers' "massive fraud" and "deliberate and systematic failures" to comply with the Public Company Accounting Oversight Board (the "PCAOB") standards in its audits (collectively, the "SEC Order"). See Exhibit A to Declaration of Sasha Ablovatskiy ("Ablovatskiy Decl."), at ¶3. GTII was not the only victim of BF Borgers' malfeasance. According to BF Borgers' annual statement filed in 2023, BF Borgers had more than 110 clients, and its fraud affected more than 1,500 filings with the commission from January 2021 through June 2023. One of the companies affected was former President Donald Trump's company, Trump Media & Technology Group, a company trading on The Nasdaq Global Market. See Ablovatskiy Decl. at ¶4.

Within days of the SEC's ban, on May 7, 2024, GTII retained a new PCAOB certified independent registered public accounting firm, Fortune CPA ("Fortune"). This was disclosed in GTII's Current Report on Form 8-K, filed with the SEC on May 10, 2024. See Ablovatskiy Decl. at ¶5. Fortune is in the process of reauditing GTII's financial statements for the 2023 and 2022 fiscal years, which BF Borgers previously audited, and has advised that it expects to complete its reaudits by the third quarter. See Ablovatskiy Decl. at ¶5, and Declaration of Afshin Luke Rahbari ("Rahbari Decl.") at ¶11. GTII has also retained the law firm of Foley Shechter Ablovatskiy LLP, experts in securities and corporate law and representing public companies, to assist it in addressing the issues caused by BF Borgers' malfeasance. See Rahbari Decl. at ¶10; Ablovatskiy Decl. at ¶3. Until those reaudits are complete, GTII cannot file its Form 10-Q for the quarter ended March 31, 2024, as Fortune cannot rely on the audit BF Borgers' audit papers, records and procedures in light of the SEC Order, and needs to redo the audit itself brand new. GTII and its current management are fully cooperating with that reaudit. See Exhibit A to Rahbari Decl.

The SEC has also issued a public statement to assist the public companies that were affected by the SEC Order and the SEC's permanent ban against BF Borgers, and is cognizant of the likelihood of late filings by the public companies as a result. In compliance with the SEC's instructions, on May 15, 2024, GTII timely filed with the SEC a Form 12b-25 Notification of Late Filing. See Ablovatskiy Decl. at ¶4.

Thus, contrary to Plaintiffs' allegations, GTII and its Board did not hire BF Borgers to "facilitate their fraud" or alleged self-dealing. As discussed below and in the accompanying declaration of Kathy Griffin, all actions by the Board and any stock issuances were fully disclosed in the company's public filings at the time of the transactions, most of which took place more than four years ago. For all these reasons, the motion should be denied.

III. LEGAL ARGUMENT

A. Plaintiffs lack the requisite standing to appoint a receiver under Nevada Revised Statutes section 78.650.

Under Nev. Rev. Stat. §78.650(1), "Any holder or holders of one-tenth of the issued and outstanding stock may apply to the district court in the county in which the corporation has its principal place of business or, if the principal place of business is not located in this State, to the district court in the county in which the corporation's registered office is located, for an order appointing a receiver, and by injunction restrain the corporation from exercising any of its powers or doing business whatsoever, except by and through a receiver appointed by the court, whenever irreparable injury to the corporation is threatened or being suffered and: (a) The corporation has willfully violated its charter; (b) Its trustees or directors have been guilty of fraud or collusion or gross mismanagement in the conduct or control of its affairs and any presumption established by subsection 3 has been rebutted with respect to such conduct or control; (c) The assets of the corporation are in danger of waste, sacrifice or loss through attachment, foreclosure, litigation or otherwise; or (d) The corporation has dissolved, but has not proceeded diligently to wind up its affairs, or to distribute its assets in a reasonable time." (Emphasis added.)

Here, the Plaintiffs have failed to establish the requisite standing to bring a claim under Nev. Rev. Stat. §78.650. Specifically, Plaintiffs are not the holders of one tenth of the outstanding and issued stock of GTII. Under Nev. Rev. Stat. §78.010(k), a "Stockholder of record" is defined as "a person whose name appears on the stock ledger of the corporation as the owner of record of shares of any class or series of the stock of the corporation. The term does not include a beneficial owner of shares who is not simultaneously the owner of record of such shares as indicated in the stock ledger." Nev. Rev. Stat. §78.010(k) (emphasis added).

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As detailed in the accompanying Declaration of Kathy Griffin, based on the shareholder lists available to the company, the alleged Plaintiffs who are owners of record collectively only hold 18,118,988 shares of GTII (out of 331,662,569 outstanding shares) -- or 5.5% -- according to their own declarations and the verifiable shareholder lists as of July 23, 2024. See Griffin Decl. at ¶6-10. This is because a number of the alleged Plaintiffs do not appear as the owner of record of shares of GTII on any stockholder list. In addition, the largest purported Plaintiff shareholder which claims to hold 20,000,000 shares of GTII, AI Commerce, Inc. ("AI Commerce"), does not actually own or hold those shares.[4] See Griffin Decl. at ¶8-9. Indeed, even accepting all other Plaintiffs' unsupported declarations of ownership, the amounts set forth in the Plaintiffs' declarations only add up to 42,220,331. See Exhibit A to Griffin Decl. Thus, removing the 20,000,000 unwarranted AI Commerce shares, at best, Plaintiffs collectively only hold 22,220,331 shares – or 6.7% of the outstanding shares of GTII.

For this reason alone, this motion must fail.

B. Venue for this matter does not lie in the Eighth Judicial District Court, but rather, in the First Judicial District Court.

As a further procedural matter, this motion should be denied and this matter should be dismissed or transferred to the First Judicial District Court in Carson City, Nevada for improper venue. GTII's principal place of business is in New York. GTII's registered office is that of its Registered Agent, Paracorp Inc., located at 318 N Carson St, #208, Carson City, NV 89701. GTII has no business or operations in Clark County, Nevada. As GTII's principal place of business is not located in Nevada, under Nev. Rev. Stat. §78.650, any action undertaken against GTII must be "the district court in the county in which the corporation's registered office is located." Accordingly, this matter is therefore properly heard not in the Eighth Judicial District Court, Clark County, Nevada, but in the First Judicial District Court, Carson City, Nevada.

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[4] To the extent Plaintiffs intend to argue that AI Commerce and its members will complete the transaction and receive the shares, this motion is premature. The motion should therefore be denied or continued until such time that AI Commerce and Plaintiffs become the requisite holder of at least 10% of the outstanding shares of GTII.

C. Plaintiffs have not met their burden to support appointment of a receiver.

"The appointment of a receiver pendente lite is a harsh and extreme remedy which should be used sparingly and only when the securing of ultimate justice requires it. (*Bower v. Leonard* (1954) 70 Nev. 370.) A corollary to this rule is that if the desired outcome may be achieved by some method other than appointing a receiver, then this course should be followed. (*State v. District Court* (Mont. 1965) 146 Mont. 362; see also *Hawkins v. Aldridge* (Ind. 1937) 211 Ind. 332.)" (*Hines v. Plante* (1983) 99 Nev. 259, 261.)

The reasons a receivership is such a harsh and extreme remedy, which should only be used as a last resort, and should only be taken when there is no other available remedy are threefold: (1) appointing a receiver to supervise the affairs of a business is a potentially costly endeavor; (2) a receivership significantly impinges on the rights of individuals and corporations to conduct their business affairs as they see fit, which may even endanger the viability of the business; and (3) the appointment of a receivership imposes a substantial administrative burden on the court. (*Hines v. Plante* (1983) 99 Nev. 259, 261.)

In fact, a receivership may only be appointed by the court in limited circumstances. "A receiver may be appointed by the court in which the action is pending, or by a judge thereof. First, before judgment, provisionally on the application of either party when he established a prima facie right to the property, or to an interest in the property which is the subject of the action, and which is in possession of an adverse party, and the property or its rent and profits are in danger of being lost or materially injured or impaired. Secondly, after judgment, to dispose of the property according to the judgment, or to preserve it during the pendency of an appeal; and thirdly, in such other cases as are in accordance with the practice of courts of equity jurisdiction." (*Maynard v. Railey* (1866) 2 Nev. 313, 315.)

Further, if an adequate remedy at law exists, the appointment of a receivership is improper. (*Bower v. Leonard* (1954) 70 Nev. 370, 384; see also *State ex rel. Nenzel v. Second Judicial District Court* (1925) 49 Nev. 145.) A receivership is a remedy of last resort, and is governed by a consideration of the entire circumstances of the case. (*Bower v. Leonard* (1954) 70 Nev. 370, 383-384; see also 75 CJS Receivers, section 9, p. 668; 45 Am. Jur. 28, Receivers, section 26.)

Plaintiffs seek appointment of a receiver under Nev. Rev. Stat. §78.650(1)(b) and Nev. Rev. Stat. §78.650(1)(c). Under Nev. Rev. Stat. §78.650(1)(b), a receiver may be appointed only when "[i]ts trustees

or directors have been guilty of fraud or collusion or gross mismanagement in the conduct or control of its affairs…" Likewise, under Nev. Rev. Stat. §78.650(1)(c), a receiver may by appointed only where the plaintiffs establish that "[t]he assets of the corporation are in danger of waste, sacrifice or loss through attachment, foreclosure, litigation or otherwise."

Here, a review of the actual facts and the totality of the circumstances does not support the harsh and extreme remedy of appointment of a receiver. As discussed above, Plaintiffs' allegations of fraud and collusion with its former auditors, BF Borgers, is simply false. GTII was simply a victim, along with over a hundred other public companies – a fact which Plaintiffs conveniently fail to disclose to this Court. Indeed, Plaintiffs entirely misrepresent the evidence. The OTC has made no such finding that GTII management engaged in a pattern of fraudulent behavior and material omissions to the public. GTII was down-listed due to concerns about the accuracy or adequacy of certain disclosures. GTII has already taken steps to remedy these deficiencies, and continues to work diligently to ensure compliance. See Griffin Decl. at ¶19.

Similarly, Plaintiffs' claims of GTII management's fraud, self-dealing or waste are based not in fact, but on unfounded, baseless allegations and conjecture, and in several instances, blatant falsehoods. See Declaration of Kathy Griffin. Plainly stated, Plaintiffs motion is based on numerous fabrications and unsupported accusations. The GTII Board has not issued to themselves millions of dollars in payments or shares without consideration. The GTII Board is working diligently to correct the problems caused by its former auditors with highly specialized securities and corporate counsel and a new Public Company Accounting Oversight Board (the "PCAOB") auditor. See Ablovatskiy and Rahbari Declarations. Indeed, as the Mr. Ablovatskiy aptly explains, for a number of reasons, management cannot simply issue and transfer shares to themselves at this time. See Ablovatskiy Decl. at ¶8. Thus, Plaintiffs' claimed "emergency" is without merit.

The appointment of a receiver would not only be inappropriate under these circumstances, but would place an unnecessary, harsh and extreme burden on both GTII and the Court to monitor and oversee the receivership. The costs associated with engaging an entirely new team, and destroying what progress has already been made by GTII would place an unnecessary and costly burden on the company and its other 95% shareholders. Appointing a receiver at this pivotal moment for GTII endangers the very viability

of GTII.

D. In the event the Court does deem a receiver should be appointed, Luke Rahbari should be appointed receiver.

"A receiver is an indifferent person between the parties to a cause, appointed by the court to receive and preserve the property or fund in litigation pendente lite, when it does not seem reasonable to the court that either party should hold it. He is not the agent or representative of either party to the action, but is uniformly regarded as an officer of the court, exercising his functions in the interest of neither plaintiff nor defendant, but for the common benefit of all parties in interest. He should be a person wholly impartial and indifferent to all parties in interest. Being an officer of the court, the fund or property entrusted to his care is regarded as being in custodia legis for the benefit of whoever may finally establish title thereto, the court itself having the care of the property by its receiver, who is merely its creature or officer, having no powers other than those conferred upon him by the order of his appointment, or such as are derived from the established practice of courts of equity." (*Bower v. Leonard* (1954) 70 Nev. 370, 382-383., quoting High on Recievers, 4th ed., p. 2, section 1.)

A non-negligent director is entitled to preferential consideration for appointment to receivership. Such a non-negligent director can only be rejected if there is an appropriate reason to do so. (NRS 78.650(1); *Peri-Gil Corp. v. Sutton* (1968) 84 Nev. 406.)

Here, to the extent the Court deems it appropriate to appoint a receiver, GTII's new Chief Executive Officer, Luke Rahbari, should be appointed as receiver. Plaintiff's complaint alleges no wrongdoing on the part of Mr. Rahbari. Mr. Rahbari was not involved in any of the purported wrongdoing or transactions alleged in the complaint. Mr. Rahbari is eminently qualified and capable of fulfilling this role. See Rahbari Decl.

Thus, absent an appropriate reason preventing his appointment, Mr. Rahbari is entitled to preferential consideration for the role of receiver, if necessary.

1. The issuance of a temporary restraining order or injunction is inappropriate, as Plaintiffs cannot make the required showing.

A preliminary injunction may be issued if a plaintiff establishes: (1) likelihood of irreparable harm in the absence of preliminary relief; (2) likelihood of success on the merits; (3) that the balance of equities

tips in his favor; and (4) that an injunction is in the public interest. (*Winter v. Natural Resources Defense Council* (2008) 555 US 7, 20; *V'Guara Inc. v. Dec* (2013) 925 F.Supp.2d 1120, 1123; Fed. Rules Civ. Proc. Rule 65; 28 U.S.C.A.)

A preliminary injunction is inappropriate in this matter at this time, as Plaintiffs cannot establish the requisite elements.

i. Plaintiffs cannot show a likelihood of irreparable harm.

Generally, injunctive relief is not available in absence evidence of actual or threatened injury, loss or damage. (See NRCP 65; *Berryman v. International Broth. of Elec. Workers* (1966) 82 Nev. 277, as modified 85 Nev. 13.)

In order to obtain a temporary restraining order, the moving party must show by affidavit or verified complaint that immediate and irreparable injury, loss or damage will result to applicant before notice can be served and a hearing can be had. (See NRCP 65(c); N.C.L.1929, § 8696; *State ex rel. Friedman v. Eighth Judicial Dist. Court In and For Clark County* (1965) 81 Nev. 131.)

Here, Plaintiffs cannot establish any irreparable harm which will befall them should relief be denied. Plaintiffs' Complaint relies on pure speculation and unsubstantiated allegations. The purported dangers of the Board surreptitiously draining GTII's accounts or transferring shares to themselves are unfounded. GTII is diligently working to rectify any outstanding issues with its SEC filings, and to protect shareholder interests. Plaintiffs cannot allege any irreparable harm which will befall them, as no such harm exists.

ii. Plaintiffs cannot show a likelihood of success on the merits.

The burdens at the preliminary injunction stage of the "likelihood of success" prong of the four-part test for a preliminary injunction, tracks the burdens at trial. (*Fair Maps Nevada v. Cegavske* (2020) 463 F.Supp.3d 1123, 1134.)

Here, Plaintiffs have not and cannot show a likelihood of success on the merits. Again, Plaintiffs' arguments rely on unsupported allegations and fabricated claims. Importantly, most of Plaintiffs' allegations of wrongdoing concern actions which took place more than four years ago, and are beyond the three-year statute of limitations for a cause of action for fraud or breach of fiduciary duty. Nev. Rev. Stat. §11.190; *In re Amerco Derivative Litig.*, 127 Nev. 196, 228, 252 P.3d 681, 703 (2011). Furthermore,

Plaintiffs do not allege that they were all shareholders at the time of the alleged transactions at issue, as required by Nev. Rev. Stat. §86.485. Indeed, the complaint is only verified by Hofman who does not appear to fairly and adequately represent all shareholders, and the complaint does not allege with particularity the efforts, if any, made by Plaintiffs "to obtain the action the plaintiff desires from the directors or comparable authority and, if necessary, from the shareholders or members, and the reasons for the plaintiffs' failure to obtain the action or for not making the effort." Nev. R. Civ. P. 23.1. For these reasons, Plaintiffs have not met their burden of establishing a likelihood of success on the merits.

iii. The balance of equities does not favor Plaintiffs.

As outlined in the declaration of Sasha Ablovatskiy, GTII has taken steps to remedy the issues caused by its former auditors and to protect shareholders. Issuance of an injunction preventing the Board from performing the necessary tasks to manage the company would serve only to delay GTII's efforts, and further injure shareholders' interests. Plaintiffs - who represent only 5.5% of shareholders - cannot show that their interests are in danger of being lost or materially injured or impaired in light of the steps already being undertaken by GTII's Board. Nor can they show that their interests should somehow outweigh the interests of the other 95% shareholders who wish to retain current management.

iv. The injunction would not be in the public interest.

Similarly, here an injunction is not in the best interests of the public. For the same reasons as outlined above, appointing a receivership, replacing the board, and issuing a temporary restraining order is not in the public's best interest.

Conversely, it is in fact in the best interests of all parties to allow current management to remain in place to complete the re-audit so that the required reporting can be submitted as soon as possible. Removing current management and replacing the new audit company would only derail and delay the process, causing more harm to the company and its shareholders.

E. There is no basis for Plaintiffs' claim of emergency relief.

As a final matter, as Plaintiffs readily admit in their moving papers, under NRCP 65(b)(1)(a), a temporary restraining order must show "immediate and irreparable injury, loss, or damage will result to the movant before the adverse party can be heard in opposition." (*Dixon v. Thatcher* (1987) 103 Ne. 414, 415-416.) Here, Plaintiffs can show no urgency, severity, or irreparability despite their assertions.

Plaintiff's entire basis for requiring emergency relief was the imminent delisting of GTII from OTC market due to its inability to file its Form 10-Q. That issue is moot. GTII cannot be relisted until the re-audits are complete. Appointment of a receiver will not change that fact.

Further, there is no basis for Plaintiffs' purported concerns that GTII's management will somehow issue and sell stock. GTII maintains an Insider Trading Policy which applies to all individuals, including Defendants, as well as all other officers, directors, employees, and family members. This policy also applies to independent retirement accounts, trusts, and other entities controlled by these individuals/entities.

This policy provides, in part, for trading blackout periods. During these blackout periods, these individuals may not trade in GTII shares or other securities. Because of issues stemming from GTII's former auditors BF Borgers, GTII is currently in a blackout period, and these individuals cannot sell any GTII stock or other security. Further, under both this policy and federal securities law, no purchases or sales of GTII's shares or other securities should be made if the insider is in possession of material non-public information or if such a transaction would violate a federal or state law or regulatory agency rule or order. Until all outstanding issues are resolved concerning the applicable and necessary financial statements and material non-public information of GTII is made available, these individuals are prohibited from trading in GTII's shares or other securities. If and when GTII issues any shares to these individuals, it is through restricted securities, which cannot be sold until an allotted holding period elapses (at least 6 months). Finally, prior to any of these insider individuals making any trade of GTII stock, they first must obtain written approval from GTII's CFO. See Ablovatskiy Decl. at ¶8.

As such, Plaintiffs face no "urgency, severity, and irreparability" which would support its purported "emergency" motion.

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IV. CONCLUSION

For the reasons stated above, Defendants respectfully request that this Court deny Plaintiffs' Motion for Appointment of a Receiver or for a Temporary Restraining Order.

DATED: August 5, 2024

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CERTIFICATE OF SERVICE

Pursuant to Nev.R.Civ.P. 5(b), I hereby certify that on August 5, 2024, I served a true and correct copy of the foregoing**:**

DEFENDANTS' OPPOSITION TO PLAINTIFFS' EX PARTE MOTION TO APPOINT RECIEVER AND ISSUE A TEMPORARY RESTRAINING ORDER ON AN ORDER SHORTENING TIME

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