

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS

DIVISION OF ST. CROIX

YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)

Plaintiffs,)

vs.)

MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)

Defendants,)

-and-)

PLESSEN ENTERPRISES, INC.,)

Nominal Defendant.)

CASE NO. SX-13-CV-120

ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF

JURY TRIAL DEMANDED

PLAINTIFF YUSUF YUSUF'S OPPOSITION TO MOTION TO COMPEL

Plaintiff, Yusuf Yusuf, through its attorneys, Dudley, Topper and Feuerzeig, LLP, hereby files his response to Mufeed Hamed's Motion to Compel and shows as follows:

I. Adequate and Complete Responses Have Been Made to Defendant's Onerous and Duplicative Discovery

Defendant has propounded excessive discovery - serving some two-hundred and ten (210) requests for admissions and no less than three (3) sets of interrogatories and requests for production. Nonetheless, Plaintiff has dutifully responded and provided extensive responses and

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supplementation when additional information was received. The responses were neither evasive nor incomplete. Further, this Motion focuses on responses to the first set of discovery – requests to admit, interrogatories and requests for production (collectively the “First Set”),¹ but wholly ignores Plaintiff’s responses to the second and third sets of discovery and the extensive responses and supplementation provided in Plaintiff’s February 27, 2017 letter. Rather than presenting the totality of the information provided, Defendants attempt to craft a Motion which largely ignores the full and complete responses that have been provided. Defendant’s appetite for incessant discovery appears never to be satiated.

The timeline of the discovery process reveals the excessive and protracted nature of Defendant’s discovery. The suit was initiated in 2014. Plaintiff provided Initial Disclosures on March 21, 2014. From a discovery standpoint, the case remained relatively dormant until the end of 2016. On December 1, 2016, Plaintiff’s filed their Supplemental Disclosures. On December 19, 2016, Plaintiff filed their responses to Defendant’s initial requests to admit (numbered 1-86), requests for production and interrogatories - the First Set. *See Exhibits B, C and D.* Defendant provided a Rule 37.1 letter and a meet and confer was scheduled. Meanwhile, Defendant served a second set of requests for admissions (numbered 87-137), requests to produce and interrogatories (collectively the “Second Set”). On February 15, 2017,

¹ Plaintiff’s Response to Defendant’s First Set of Requests for Admission (12/19/2017) is attached as **Exhibit B**; Plaintiff’s Response to Defendant’s First Set of Interrogatories (12/19/2017) is attached as **Exhibit C**; and Plaintiff’s Responses to Defendant’s First Requests for Production of Documents (12/19/2017) is attached as **Exhibit D**.

Plaintiff filed their responses to the Second Set of discovery.² Upon serving same, Counsel for Plaintiff called Counsel for Defendant, as a courtesy, to discuss the discovery responses which had just been provided and offered that if further clarification was needed to please advise. On February 27, 2017, Counsel for Plaintiff then also provided a formal response to the Rule 37.1 letter which incorporated many of the responses to the Second Set of discovery. *See Exhibit A – February 27, 2017 Letter.* In the February 27, 2017 letter, Plaintiff attempted to set forth a comprehensive explanation as to the documents secured by the Plaintiff in their investigation into Defendant's improper taking of \$460,000.00. In order to demonstrate the efforts made by Plaintiff to provide comprehensive and complete discovery responses, Plaintiff set forth a two and half single spaced type response to centralize the evidence known to Plaintiff. Plaintiff referenced the earlier call and the responses provided in the Second Set of discovery:

...

Since the time of our meet and confer, our clients were required to respond to a second set of discovery including requests to admit, interrogatories and requests for documents (the "Second Round of Discovery"). Upon filing responses to the Second Round of Discovery and forwarding copies to you, I called to discuss the information provided. During that call, I explained that our responses to the Second Round of Discovery addressed many of the issues originally raised in the Rule 37.1 letter as additional details were provided as requested in the Rule 37.1 letter.

See Exhibit A. The comprehensive and centralized explanation was as follows:

² Plaintiff's Responses to Defendants Second Set of Requests for Admission (2/15/17) is attached as **Exhibit E**; Plaintiff's Response to Defendant's Second Set of Interrogatories (2/15/17) is attached as Exhibit F; Plaintiff's Responses to Defendant's Second Requests for Production of Documents (2/15/17) is attached as **Exhibit G**.

In further clarifying the responses to the initial discovery, Plaintiff provides the following responses:

1. As to Interrogatory 3, Plaintiff shows that clarification as to the documents received and provided are as set forth in the responses to the Second Round of Discovery. Specifically, Plaintiff shows that Response to Interrogatory 8 set forth below is responsive to clarify Interrogatory 3.

Subject to the above-stated objections and without waiving any objections, shortly after March 27, 2013, when the \$460,000.00 check was cashed by Waleed Hamed and Mufeed Hamed, Yusuf Yusuf went to the Sunny Isle Branch of Scotia Bank in person and asked to speak with someone regarding information on a commercial account. Ms. Yvette Clendenen from Scotia Bank was called to speak with Yusuf Yusuf. During that conversation, Yusuf Yusuf inquired about Plessen account and the monies that had been removed. Ms. Clendenen showed Yusuf Yusuf the balance in the Plessen account, the monies which had been taken out and provided him a photocopy of the \$460,000.00 check front and back. The next day, Yusuf Yusuf returned to the Sunny Isle Branch of Scotia Bank and asked for Ms. Clendenen. During this conversation, Yusuf Yusuf asked her for a copy documents in the bank's files as to the persons authorized to sign checks on behalf of Plessen. Ms. Clendenen provided a copy of the Intake Gathering Form from Scotia Bank's physical file. A true and correct copy of the documents received are attached hereto as Bates Stamped - 12-YY-0001-2;000273-281.

It is Mike Yusuf's recollection that in mid-to-late 2011 or early 2012, that it was determined that two signatures would be required, one Hamed and one Yusuf and that the Mike Yusuf and Waleed Hamed separately went into Scotia Bank and executed the documents with this requirement.

This change is also reflected in the signatures on the checks from the Plessen account. From September, 2011, all checks written bear one Hamed and on Yusuf signature. The exception to this is the \$460,000.00 check which bears two Hamed signatures. See Bates Stamped documents, 12-YY-00489-501, which are the checks written on the Plessen account each containing two signatures, one Hamed and one Yusuf after September of 2011.

On May 17, 2013, Attorney Nizar DeWood and Maher Yusuf met with VIPD Officer Mark Corneiro. During that meeting they conveyed to him orally the events which Officer Corneiro chronicles in his Affidavit. At that time, the documents provided were those listed in Officer Corneiro's Affidavit at page 3. Based upon Officer Mark Corneiro's Affidavit, it appears that he conducted his own independent investigation into the matter and he appears to have secured additional information directly from Scotia Bank, including the signature cards, reflecting "One Hamed and One Yusuf". Mike Yusuf recalls that there were a few calls between himself and Sergeant Corneiro but does not recall the dates. Sergeant Corneiro inquired about the name "Galleria" in Smith Bay which had arisen as part of his investigation into the funds that were deposited into Wally's account. Mike Yusuf explained that he understood that this related to the real property upon which a supermarket was being constructed in Red Hook, St. Thomas formerly known as Marina Market.

The V.I.P.D. investigation was later turned over to Attorney Kippy Roberson of the Attorney General's office. Attorney Roberson contacted Attorney Nizar DeWood and requested any information available. The exact date of this communication is unknown but on March 30, 2016, in response to Attorney Roberson's request, Yusuf Yusuf provided to Attorney DeWood a copy of the Intake Gathering Form with signatures and requirement for one Hamed and one Yusuf. See Bates Stamps 12-YY-000273-281. Attorney DeWood forwarded the information to Attorney Roberson as requested the same day. No further communication occurred between Attorney DeWood or any of the Yusuf's regarding this matter and Attorney Roberson.

With regard to the V.I. Daily News, Mike Yusuf received a call from them and answered no questions and referred them to the V.I.P.D. The date of the contact is uncertain.

Further responding, Plaintiff incorporates the additional language of Response to Second Request to Produce No. 5 which provided in addition to the language above that:

It appears that the signature cards were not in possession of the Yusufs and were not provided to the VIPD or the Attorney General's office. Rather, the information provided to the VIPD is as listed in the Affidavit of Mark Affidavit at page 3. Subsequently, the Intake Gathering form was not provided until March of 2016 when requested by

Attorney Roberson. The documents provided to Roberson were Bates Stamps 12-YY-000273-281.

Further responding, a copy of the Police Report dated May 17, 2013, which was produced with a brief filed by the Bank of Nova Scotia in its Motion to Dismiss in the Scotia Suit, demonstrates that Fathi Yusuf also may have been present during the May 17, 2013 meeting. It is Mike Yusuf's recollection after having reviewed the Police Report, that Fathi Yusuf may have been present for a short period but did not remain for the entire time. The Police Report further provides that both Fathi Yusuf and Mike Yusuf explained "that both families had a verbal agreement that any check signed against Plessen Enterprises, Inc. would need the signature of at least one member of each family." Further, according to the Police Report, Mike Yusuf explained that originally the signatures were to be one signature and that he, Fathi Yusuf and Walced were authorized signors, that later this had been updated and he did not recall who was authorized but that they had a verbal agreement that one person from the Hamed and one person from the Yusuf would sign the check.

Further responding, Plaintiff clarifies that the signature card provided to the VIPD was as indicated in Officer Corneio's Affidavit at page 3, item #6, which is the the August 17, 2009 signature card from Bank of Nova Scotia.

See Exhibit A. The letter continued for an additional five and half pages responding to particular discovery and providing further explanation and clarification. It is clear that Plaintiff undertook to provide complete and comprehensive responses to the discovery propounded. Thereafter, on March 27, 2017, Plaintiff filed his responses to Defendants third round of requests for admission (numbered 138-210).³ On May 3, 2017, Defendant also propounded a third round of requests for production of documents and interrogatories. The responses to this most recent discovery are not yet due.

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³ Plaintiff's Responses to Defendant's Third Requests for Admission (3/27/17) is attached as **Exhibit H.**

II. The Virgin Islands Rules of Civil Procedure Governs this Motion, Not the Federal Rules of Civil Procedure.

Although the Virgin Islands Rules of Civil Procedure became effective as of March 31, 2017 and were to apply to all pending cases immediately, Defendant cites to the Federal Rules of Civil Procedure as the standard governing the issues as to this motion. Defendant is incorrect. The newly promulgated Virgin Islands Rules of Civil Procedure apply to this motion. Pursuant to V.I. RULES OF CIV. P. 37, the Court determines whether the responding party has failed to act such that the Court needs to compel a response and whether the responses provided were evasive or incomplete. Here, Plaintiff has provided extensive responses to the numerous discovery requests propounded by Defendant. Plaintiff supplemented and cross referenced responses. None of Plaintiff's responses were untimely and all were properly verified. There is no question that Plaintiff has undertaken to respond to discovery, to do so timely and that the responses provided were neither evasive nor incomplete. Yet, Defendant, who has propounded over 210 requests for admission, many of which are cumulative, duplicative and constitute improper use of written discovery, seeks to compel even more answers and further explanation. Plaintiff submits that Defendant will never be satisfied with the extensive responses having created an interminable cycle of repetitive, minutia-driven discovery.

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III. Specific Discovery Responses at Issue

As to the specific alleged deficiencies, Defendant asserts that the responses⁴ to the following specific discovery requests are deficient:

A. Interrogatories

1) Interrogatory No. 4 – this interrogatory seeks information regarding a particular document identified as Exhibit 2. Exhibit 2 is a portion of Bank of Nova Scotia's records relating to Plessen Enterprises. Plaintiff initially responded and then supplemented as to the origins of this particular document providing bates numbers as to its earlier production in the companion case, the "370 case." Defendant seems to believe that the dates do not reflect that same production time. Plaintiff understands the information provided in the response to be accurate and correct.

2) Interrogatory No. 5 – this interrogatory seeks information regarding a particular document identified as Exhibit 3. Exhibit 3 is a portion of Bank of Nova Scotia's records relating to Plessen Enterprises. Plaintiff initially responded and then supplemented as to the origins of this particular document, again referring to the comprehensive response to Interrogatory No. 3 set forth above. Defendant sought further verification which was provided.

⁴ The sheer volume of the individual discovery items submitted and the extensive responses and explanations makes it too lengthy to set forth the entire request, initial response, supplemental response and full cross reference to each contested item of discovery within the body of this Opposition. Consequently, reference will need to be made to the various submissions attached as Exhibits to this Opposition. The bulk of the information is contained within the February 27, 2017 letter and it is heavily cited. However, reference will need to be made to other responses set forth in Exhibits B - H. Citations and cross references have been provided and all of the discovery responses (absent the actual documents propounded) are provided for the Court's review.

Nothing regarding Plaintiff's responses and supplementation are evasive or incomplete. There is nothing further to compel.

3) Interrogatory No. 7 – this interrogatory seeks information as to the all information regarding the improper taking of the \$460,000.00. An initial response was given with sufficient detail. However, to further supplement, Plaintiff incorporated his response to Interrogatory 3 above. The information is sufficient and properly responds to this interrogatory—there is nothing further to compel.

B. Requests to Produce:

1) Requests to Produce 5 thru 7 – it appears from the Motion that Defendant is not contending that the response is inadequate or incomplete, but rather requests that Plaintiff “update” the information. Plaintiff shows that the information has been updated and provided to Defendant and that Plaintiff has fully complied with his obligations. *See* Exhibit A, no. 6; Exhibit D.

2) Requests to Produce 10, 13, 14 17, 20 – Plaintiff's responses specified certain documents by bates stamp. As to additional information Plaintiff generally identified bank records which have all been produced to Defendant. *See* Exhibit A, no. 5; Exhibit D.

3) Requests to Produce 23, 36, 37, 40 - Plaintiff advised that it would continue to review the documentation and provide supplementation. *See* Exhibit A. Defendant presumes that the allegation requires a document to make the allegation. This is an incorrect assumption. The allegations to which these request relate are focused on elements of conspiracy

and unity of purpose. The allegation does not necessarily rely upon a document for its support. Hence, Plaintiff's responses as written are sufficient.

5) Request to Produce 44 – Plaintiff provided a detailed response in the February 27, 2017 letter, identifying by bates number certain responsive documents and providing explanation. *See* Exhibit A, no. 7. The response is complete and sufficient.

6) Request to Produce 53 – Plaintiff confirmed that he is unaware of any documents responsive to this request. Plaintiff has repeated that response consistently. Plaintiff's response is sufficient and there is nothing with which to compel.

C. Requests to Admit

1.) Request to Admit 21 – the RTA was denied. Defendant seeks a layman's opinion as to whether a particular font is different on a document. The request is improper. It was properly denied. This is a classic example of improper use of the discovery process to elicit a lay "opinion" as to a matter which at best would be subject to possible expert review.

2.) Request to Admit 37 – this seeks information as to whether there was a meeting electing Mike Yusuf as a board member as of May 17, 2013. The response was that Mike Yusuf was listed on the business license as a director of Plessen. In the February 27, 2017 letter, Plaintiff further clarified that "Plaintiff admits that apparently no such official meeting to place and there exists no documentation evidencing such a meeting or resolution. However, further responding, Plaintiff denied that this means there is no evidence that Mike Yusuf was a director of Plessen." Plaintiff then referred to a response to the Second Set of discovery which provided additional explanation and reminded Defendant that even Mohammed Hamed was under the impression that Mike Yusuf was a director of Plessen stating that even he believed there to be four (4) directors of Plessen. Plaintiff has further explained that "[A]s the parties were all under the believe that Maher (Mike) Yusuf was a director and as he was provided with the authority to act as a director making him a 'de factor' director, there would have been no need to meet to elect new directors or to increase the number as the Hameds and Yusufs were under the belief that there were four (4) directors, two Hameds and two Yusufs."

See Exhibit A, and Exhibit B - Response to Third Requests for Admission, RTA No. 143 among others). The response is more than sufficient.

3.) Requests to Admit 38 thru 45 – these requests again belabor the meeting and board member question as to Mike Yusuf. Again, Plaintiff properly referenced the evidence available as to his position. See Exhibit A and Exhibit G.

4.) Request to Admit 46 – this request, likewise, focuses on the issue of whether Mike Yusuf was a director of Plessen. Plaintiff again adequately responded. See Exhibit A. The response is more than sufficient and does not warrant any further action by the Court.

5.) Request to Admit 47 – this request was originally answered in December and then supplemented to provide further clarification in the February 27, 2017 letter. See Exhibit A and Exhibit B. Again, reference was made to Supplemented Interrogatory Response No. 3, which provides a comprehensive account of the events and matters at issue in this suit. Defendants are particularly concerned with the documents that Attorney DeWood provided to the VIPD. See Exhibit A. Those documents are clearly chronicled in the affidavit of Sargeant Mark Corneiro at p. 3 of his Affidavit. There is nothing else to respond and, therefore, there is no need to compel.

6.) Request to Admit 48 - the request was denied. See Exhibit B. Plaintiff provided additional explanation which is not required but was provided in a good faith effort to explain the response. *Id.* There is significant detail and information in the explanation. Clearly, the response is more than sufficient and there is no need to compel any further response.

7.) Request to Admit 49 – this request was denied. See Exhibit B. Plaintiff provided additional explanation which is not required but was provided in a good faith effort to explain the response. *Id.* There is significant detail and information in the explanation. Clearly, the response is more than sufficient and there is no need to compel any further response.

8.) Request to Admit 53 - the request was denied and a thorough explanation was given. See Exhibit B. Reference was made to Response to Interrogatory 3 which was an extensive account of the information known to the Plaintiff as to the events and timeframe surrounding the matters at issue in this case. It is set forth in detail above. See Exhibit A. A motion to compel is improper as the response is sufficient and complete.

9.) Request to Admit 54 - the request was denied and a thorough explanation was given. The request mentions the wrong individual, reference is made to Response to Interrogatory 3 which is an extensive account of the information known to the Plaintiff as to the events and timeframe surrounding the matters at issue in this case. It is set

forth above. *See* Exhibit A. A motion to compel is improper as the response is sufficient and complete.

10.) Request to Admit 58 – the request seeks to have Plaintiff admit what is or is not stated in a document which is a matter of record with the Court dismissing the criminal charges against Waleed Hamed. The document speaks for itself. Plaintiff admitted that the charges were dismissed. At best, Plaintiff could only state that the document to which Defendant refers speaks for itself. This is not a proper area of inquiry for a RTA. The reasons given are set forth in the document. All Plaintiff would be able to say is what Plaintiff stated, that the charges were dismissed. The document provides information which speaks for itself. This is not the proper subject of inquiry for a RTA. *See* Exhibit B.

11.) Request to Admit 82 - the response is appropriate and complete. It appears that Defendant is attempting to get the Plaintiff to either admit that this is what the Court said at a particular hearing, which is not a proper request for admission or what Mike Yusuf said during a hearing. Both of which are matters of record and do not require an admission by a party. However, Defendants attempt to request that we admit a paraphrase of what the Court said at a hearing. Again, what the Court said at a hearing is readily determined by a transcript and is not a proper area of inquiry for a request for admission. Plaintiff admitted that Mike Yusuf testified as to the subject matter but clarified that additional testimony on the matter was offered. *See* Exhibit B.

12.) Request to Admit 83 – this demonstrates the duplicity of the RTA. The question appears to be the exact same request as request to admit 82. Further, the information sought in this Request bears no relationship to the questions of the improper taking of the \$460,000.00 from the Plessen account. *See* Exhibit B.

13.) Request to Admit 84 – Plaintiff denied as written and offered further explanation. Not liking the response, Defendants offer what appears to be a contradictory argument. It is wholly unclear what the issue Defendants have with the response to RTA 84. Plaintiff stands by his answer. *See* Exhibit B.

IV. Plaintiff Has Acted in Good Faith to Provide Responses to the Discovery.

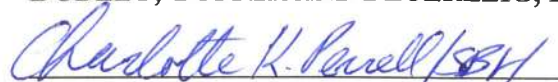
Defendant would have this Court believe that Plaintiff has attempted to shirk its responsibility to provide timely and complete discovery responses. This is not the case. To the contrary, Plaintiff has been forthcoming and provided detailed responses, supplementation and

documents. Yet, Defendants have fostered an atmosphere of excessive fixation on minutia – spinning and obsessively ruminating on perceived discrepancies. If there is any ruling on this case that would facilitate the discovery process, it would a limitation on Defendant's compulsion for redundant and interminable discovery.

DATED: May 22, 2017

By:

DUDLEY, TOPPER AND FEUERZEIG, LLP



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Yusuf Yusuf, et al. (v. Mohammad Hamed, et al.)
Case No. SX-13-CV-120
Plaintiff Yusuf Yusuf's Opposition to Motion to Compel
Page 14 of 14

CERTIFICATE OF SERVICE

It is hereby certified that on this 20th, day of May 2017, I served a true and correct copy of the foregoing **PLAINTIFF YUSUF YUSUF'S OPPOSITION TO MOTION TO COMPEL**, which complies with the page and word limitations set forth in Rule 6-1(e), via email, addressed to:

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Index of Exhibits to Opposition to Motion to Compel

- Exhibit A - February 27, 2017 Letter Supplementing responses
- Exhibit B - Plaintiff's Response to Defendant's **First Set of Requests for Admission** (12/19/2017)
- Exhibit C - Plaintiff's Response to Defendant's **First Set of Interrogatories** (12/19/2017)
- Exhibit D- Plaintiff's Responses to Defendant's **First Requests for Production of Documents** (12/19/2017)
- Exhibit E - Plaintiff's Responses to Defendants **Second Set of Requests for Admission** (2/15/17)
- Exhibit F- Plaintiff's Response to Defendant's **Second Set of Interrogatories** (2/15/17)
- Exhibit G- Plaintiff's Responses to Defendant's **Second Requests for Production of Documents** (2/15/17)
- Exhibit H- Plaintiff's Responses to Defendant's **Third Requests for Admission** (3/27/17)

EXHIBIT A

DUDLEY, TOPPER AND FEUERZEIG, LLP

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February 27, 2017

**Via Electronic Transmission and
U.S. First Class Mail**

Mark W. Eckard, Esq.
Hamm Eckard, LLP
5030 Anchor Way, Suite 13
Christiansted, VI 00820-4692

**Re: Yusuf Yusuf et al. v. Mohammed Hamed et al,
SX-13-CV-120
DTF File No. 6254-4**

Dear Attorney Eckard:

This is to follow up regarding your original Rule 37.1 letter and our meet and confer on February 3, 2017.

Since the time of our meet and confer, our clients were required to respond to a second set of discovery including requests to admit, interrogatories and requests for documents (the "Second Round of Discovery"). Upon filing responses to the Second Round of Discovery and forwarding copies to you, I called to discuss the information provided. During that call, I explained that our responses to the Second Round of Discovery addressed many of the issues originally raised in the Rule 37.1 letter as additional details were provided as requested in the Rule 37.1 letter.

Subsequent thereto, we have received information which is public record in another suit brought by your clients against the Bank of Nova Scotia as well as our clients relating to the same \$460,000.00 improper removal of funds from Plessen. *See Waleed Hamed et al. v. Bank of Nova Scotia et al.*, SX-16-CV-429 (the "Scotia Suit"). Setting aside for the moment, the fact that we are yet again, running into violations of the "first to file rule," it appears that the allegations set forth in the Scotia Suit as well as information produced by the Bank of Nova Scotia in its filings provide further detail as to the events which are the subject of this suit and, in particular, the improper removal of the \$460,000.00.

I note this to emphasize that there are allegations and questions being asked by your clients in this suit which are directly belied by the evidence in the Scotia Suit. Further, this is evidence which your clients had in their possession when the allegations and inquiries were being made in this case. We will address separately whether the allegations have been made in bad faith and whether the

DUDLEY, TOPPER AND FEUERZEIG, LLP

Mark W. Eckard, Esq.

Re: Yusuf Yusuf et al. v. Mohammed Hamed et al; SX-13-CV-120

February 27, 2017

discovery sought and positions taken in this matter, likewise, are in bad faith and unsupported by the evidence.

In further clarifying the responses to the initial discovery, Plaintiff provides the following responses:

1. As to Interrogatory 3, Plaintiff shows that clarification as to the documents received and provided are as set forth in the responses to the Second Round of Discovery. Specifically, Plaintiff shows that Response to Interrogatory 8 set forth below is responsive to clarify Interrogatory 3.

Subject to the above-stated objections and without waiving any objections, shortly after March 27, 2013, when the \$460,000.00 check was cashed by Waleed Hamed and Mufeed Hamed, Yusuf Yusuf went to the Sunny Isle Branch of Scotia Bank in person and asked to speak with someone regarding information on a commercial account. Ms. Yvette Clendenen from Scotia Bank was called to speak with Yusuf Yusuf. During that conversation, Yusuf Yusuf inquired about Plessen account and the monies that had been removed. Ms. Clendenen showed Yusuf Yusuf the balance in the Plessen account, the monies which had been taken out and provided him a photocopy of the \$460,000.00 check front and back. The next day, Yusuf Yusuf returned to the Sunny Isle Branch of Scotia Bank and asked for Ms. Clendenen. During this conversation, Yusuf Yusuf asked her for a copy documents in the bank's files as to the persons authorized to sign checks on behalf of Plessen. Ms. Clendenen provided a copy of the Intake Gathering Form from Scotia Bank's physical file. A true and correct copy of the documents received are attached hereto as Bates Stamped – 12-YY-0001-2;000273-281.

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Mark W. Eckard, Esq.

Re: Yusuf Yusuf et al. v. Mohammed Hamed et al; SX-13-CV-120

February 27, 2017

On May 17, 2013, Attorney Nizar DeWood and Maher Yusuf met with VIPD Officer Mark Corneiro. During that meeting they conveyed to him orally the events which Officer Corneiro chronicles in his Affidavit. At that time, the documents provided were those listed in Officer Corneiro's Affidavit at page 3. Based upon Officer Mark Corneiro's Affidavit, it appears that he conducted his own independent investigation into the matter and he appears to have secured additional information directly from Scotia Bank, including the signature cards, reflecting "One Hamed and One Yusuf". Mike Yusuf recalls that there were a few calls between himself and Sergeant Corneiro but does not recall the dates. Sergeant Corneiro inquired about the name "Galleria" in Smith Bay which had arisen as part of his investigation into the funds that were deposited into Wally's account. Mike Yusuf explained that he understood that this related to the real property upon which a supermarket was being constructed in Red Hook, St. Thomas formerly known as Marina Market.

The V.I.P.D. investigation was later turned over to Attorney Kippy Roberson of the Attorney General's office. Attorney Roberson contacted Attorney Nizar DeWood and requested any information available. The exact date of this communication is unknown but on March 30, 2016, in response to Attorney Roberson's request, Yusuf Yusuf provided to Attorney DeWood a copy of the Intake Gathering Form with signatures and requirement for one Hamed and one Yusuf. See Bates Stamps 12-YY-000273-281. Attorney DeWood forwarded the information to Attorney Roberson as requested the same day. No further communication occurred between Attorney DeWood or any of the Yusuf's regarding this matter and Attorney Roberson.

With regard to the V.I. Daily News, Mike Yusuf received a call from them and answered no questions and referred them to the V.I.P.D. The date of the contact is uncertain.

Further responding, Plaintiff incorporates the additional language of Response to Second Request to Produce No. 5 which provided in addition to the language above that:

It appears that the signature cards were not in possession of the Yusufs and were not provided to the VIPD or the Attorney General's office. Rather, the information provided to the VIPD is as listed in the Affidavit of Mark Affidavit at page 3. Subsequently, the Intake Gathering form was not provided until March of 2016 when requested by

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Attorney Roberson. The documents provided to Roberson were Bates Stamps 12-YY-000273-281.

Further responding, a copy of the Police Report dated May 17, 2013, which was produced with a brief filed by the Bank of Nova Scotia in its Motion to Dismiss in the Scotia Suit, demonstrates that Fathi Yusuf also may have been present during the May 17, 2013 meeting. It is Mike Yusuf's recollection after having reviewed the Police Report, that Fathi Yusuf may have been present for a short period but did not remain for the entire time. The Police Report further provides that both Fathi Yusuf and Mike Yusuf explained "that both families had a verbal agreement that any check signed against Plessen Enterprises, Inc. would need the signature of at least one member of each family." Further, according to the Police Report, Mike Yusuf explained that originally the signatures were to be one signature and that he, Fathi Yusuf and Waleed were authorized signors, that later this had been updated and he did not recall who was authorized but that they had a verbal agreement that one person from the Hamed and one person from the Yusuf would sign the check.

Further responding, Plaintiff clarifies that the signature card provided to the VIPD was as indicated in Officer Corneio's Affidavit at page 3, item #6, which is the the August 17, 2009 signature card from Bank of Nova Scotia.

2. As to Interrogatory No. 4: As a result of the additional investigation, it is Plaintiff's position that the Yusufs did not have possession of this document and believe that it was sourced directly from Bank of Nova Scotia pursuant to subpoena in the "370" case. This document appears to have been produced in the companion "370" case as it bears bates number FY004502 and was produced in that case on May 16, 2014. It also appears that the electronic signature page was provided by Bank of Nova Scotia (FY004504), the date along the side appears to indicate a screen shot on April 30, 2014 as well as an undated Intake Gathering Form (FY004494-004501) and a copy of the payment to Jeffrey Moorehead (FY004503) were all received from Bank of Nova Scotia on or about that same time in 2014 and produced in the "370" case in May, 2014.
3. As to Interrogatory No. 5: Upon further investigation, it is Plaintiff's position that the Yusufs did not have possession of this document and believe that it was sourced directly from the Bank of Nova Scotia. See Response to Interrogatory No. 3 as to the documents in Plaintiff's possession.
4. As to Interrogatory No. 7: Plaintiff incorporates by reference his response to Interrogatory No. 3 above as responsive to this request and providing further clarification as requested.

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5. As to Request to Produce 10, 13, 14, 17 and 20: As to RTP 13, 14 *see* FY10344. As to RTP 10, 17 and 20, such information was learned from bank records and other publically available information.
6. As to Request to Produce No. 5, 6, 7: Other additional information responsive is the Intake Gathering Form from the Bank of Nova Scotia which was signed by both Walleed Hamed as well as Mike Yusuf which reflects that Mike was a director as well as Mohammed Hamed's sworn interrogatory responses in which he too believed that Mike Yusuf was a director. These documents are already of record in this case. Further responding, Plaintiff shows that Response to Interrogatory No. 10, is responsive to this RTP:

Subject to the above-stated objections and without waiving any objections, Yusuf Yusuf shows that date of "March 27, 2017" is obviously incorrect. To the extent that the date is assumed to mean "March 27, 2013," Yusuf Yusuf shows that Mohammed Hamed, who previously served as President and was a director is now deceased. Fathi Yusuf has always served as the Secretary and Treasurer and has been a director. The Yusuf's were under the belief that Mike Yusuf was a director of United as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April, 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director. Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

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The powers and the duties of the President and the Vice President were limited by the Bylaws, including Article V, Section 5.1(c) which requires checks to be signed by either the President or Vice President and then countersigned by the Secretary or Treasurer. This would require that one Hamed and one Yusuf would ultimately be signing all checks. In addition, in mid-to-late 2011, all checks thereafter were signed by one Hamed and one Yusuf, with the exception of the \$460,000.00 check. No officer was allowed to remove funds from the account without the dual family signatures and this was the accepted restriction agreed to by the two families in addition to the other restrictions already imposed by Article V of the Bylaws.

7. As to Request to Produce No. 44: Plaintiff incorporates by reference his response to Interrogatory No. 3 above as if fully set forth herein verbatim. Specifically, Plaintiff shows that:

It appears that the signature cards were not in possession of the Yusufs and were not provided to the VIPD or the Attorney General's office. Rather, the information provided to the VIPD is as listed in the Affidavit of Mark Affidavit at page 3. Subsequently, the Intake Gathering form was not provided until March of 2016 when requested by Attorney Roberson. The documents provided to Roberson were Bates Stamps 12-YY-000273-281.

Further responding, a copy of the Police Report dated May 17, 2013, which was produced with a brief filed by the Bank of Nova Scotia in its Motion to Dismiss in the Scotia Suit, demonstrates that Fathi Yusuf also may have been present during the May 17, 2013 meeting. It is Mike Yusuf's recollection after having reviewed the Police Report, that Fathi Yusuf may have been present for a short period but did not remain for the entire time. The Police Report further provides that both Fathi Yusuf and Mike Yusuf explained "that both families had a verbal agreement that any check signed against Plessen Enterprises, Inc. would need the signature of at least one member of each family." Further, according to the Police Report, Mike Yusuf explained that originally the signatures were to be one signature and that he, Fathi Yusuf and Waleed were authorized signors, that later this had been updated and he did not recall who was authorized but that they had a verbal agreement that one person from the Hamed and one person from the Yusuf would sign the check.

Further responding, Plaintiff clarifies that the signature card provided to the VIPD was as indicated in Officer Corneio's Affidavit at page 3, item #6, which is the the August 17, 2009 signature card from Bank of Nova Scotia.

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8. As to Request to Produce No. 53: Plaintiff incorporates his response to the Second Set of Discovery, Request to Produce No. 9 as if fully set forth herein verbatim as his further response and clarification of Request to Product No. 53.

9. As to Requests to Admit No.'s 38-45: Each of these requests seek admission that a documented meeting of the Board of Directors did not take place to increase the size of the Board so as to include Mike Yusuf as a Director in addition to the original three members of the Board, Mohammed Hamed, Waleed Hamed and Fathi Yusuf. Plaintiff admits that apparently no such official meeting took place and that there exists no documentation evidencing such a meeting or resolution. However, further responding, Plaintiff denies that this means there is no evidence that Mike Yusuf was a director of Plessen. Rather, Plaintiff shows that his responses to the Second Set of Discovery, Request to Produce No. 10 is responsive and incorporates same herein by reference. Specifically, Plaintiff shows that:

...Yusuf Yusuf was under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflecting in the August 17, 2009 bank records.. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the Hamed v. Yusuf et al., sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

While Defendants attempt to contend that this information is unresponsive to the requests to admit, we respectfully disagree. This evidence demonstrates Mike Yusuf's role as a *de facto* director; i.e. a person who is in possession of an office or is exercising the functions thereof under color of authority. The legal theory of a *de facto* director or officer is widely acknowledged.

10. As to Request to Admit No. 46: Plaintiff maintained his same response of Deny. Further responding Plaintiff shows:

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Yusuf Yusuf was under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflecting in the August 17, 2009 bank records.. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the Hamed v. Yusuf et al., sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

While Defendants attempt to contend that this information is unresponsive to the requests to admit, we respectfully disagree. This evidence demonstrates Mike Yusuf's role as a *de facto* director; i.e. a person who is in possession of an office or is exercising the functions thereof under color of authority. The legal theory of a *de facto* director or officer is widely acknowledged.

11. As to Request to Admit No. 47: Plaintiff reasserts his original response. Further responding, Plaintiff incorporates his Response to Interrogatory No. 3 as set forth above. To be clear, Attorney DeWood provided those documents as listed in the affidavit of Mark Corneiro at p. 3 of his Affidavit.
12. As to Request to Admit No. 48 and 49: Plaintiff reasserts his original responses to these Requests to Admit and believes them to be accurate and sufficient responses.
13. As to Request to Admit No. 53: Plaintiff reasserts his original response to this Request to Admit. It was Yusuf Yusuf who requested information from Scotia Bank. Plaintiff incorporates his Response to Interrogatory No. 3 as set forth above as providing additional detail regarding the receipt of information from Scotia Bank.
14. As to Request to Admit No. 54: Plaintiff reasserts his original response to this Request to Admit. It was Yusuf Yusuf who requested information from Scotia Bank. Plaintiff incorporates his Response to Interrogatory No. 3 as set forth above as providing additional detail regarding the receipt of information from Scotia Bank.

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Mark W. Eckard, Esq.

Re: Yusuf Yusuf et al. v. Mohammed Hamed et al; SX-13-CV-120

February 27, 2017

15. As to Request to Admit No. 55: Plaintiff amends to incorporate his Response to Interrogatory No. 3 as his response to this Request to Admit as to what was provided to the VIPD. Again, Plaintiff admits that whatever documents were listed in Officer Corneio's Affidavit at page 3, were the documents provided.
16. As to Request to Admit No. 58: Plaintiff reasserts his original response to this Request to Admit.
17. As to Request to Admit No. 82: Plaintiff reasserts his original response to this Request to Admit.
18. As to Request to Admit No. 83: Plaintiff reasserts his original response to this Request to Admit.

As to Request to Admit No. 84, we continue our review of the documentation and will supplement. The same is true for Requests for Production of Documents No.s 23, 36, 37, 40 and 44.

The above responses and all other responses have been given based upon a thorough investigation and review of information in a good faith effort to properly provide the information requested. Please feel free to contact me if you have any questions.

Sincerely,



Charlotte K. Perrell

CKP:fst

R:\DOCS\6254\4\LTR\1739269.DOCX

EXHIBIT B

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS

DIVISION OF ST. CROIX

YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)

Plaintiffs,)

vs.)

MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)

Defendants,)

-and-)

PLESSEN ENTERPRISES, INC.,)

Nominal Defendant.)

CASE NO. SX-13-CV-120

ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF

JURY TRIAL DEMANDED

**PLAINTIFF YUSUF YUSUF'S RESPONSE TO DEFENDANT
MUFEED HAMED'S FIRST SET OF REQUESTS FOR ADMISSIONS**

Plaintiff, Yusuf Yusuf, through his attorneys, Dudley, Topper and Feuerzeig, LLP,
hereby provides its Responses to Defendant Mufeed Hamed's First Set of Requests for
Admissions:

DUDLEY, TOPPER
AND FEUERZEIG, LLP
1000 Frederiksborg Gade
P.O. Box 756
Thomas, U.S. V.I. 00804-0756
(340) 774-4422

GENERAL OBJECTIONS

Yusuf Yusuf makes the following general objections to the First Set of Requests for Admissions. These general objections apply to all or so many of the Requests for Admissions that, for convenience, they are set forth herein and are not necessarily repeated after each objectionable Requests for Admissions. The assertion of the same, similar, or additional objections in the individual responses to the Requests for Admissions, or the failure to assert any additional objections to a discovery request does not waive any of Yusuf Yusuf's objections as set forth below:

(1) Yusuf Yusuf objects to the Requests for Admissions to the extent they may impose obligations different from or in addition to those required under the Federal Rules of Civil Procedure.

(2) Yusuf Yusuf objects to each request for admission that uses the words "any" and "all" as being overly broad, unduly burdensome, immaterial, irrelevant, and not reasonably calculated to lead to the discovery of admissible evidence.

(3) Yusuf Yusuf objects to the Requests for Admissions to the extent they seek information which is protected by the attorney-client privilege or work-product doctrine, including information prepared in anticipation of litigation, or for trial, by or on behalf of Yusuf Yusuf or relating to mental impressions, conclusions, opinions, or legal theories of its attorneys or representatives, or any other applicable privilege or doctrine under federal or state statutory,

constitutional or common law. Yusuf Yusuf's answers shall not include any information protected by such privileges or doctrine, and documents or information inadvertently produced which includes such privileged information shall not be deemed a waiver by Yusuf Yusuf of such privilege or doctrine.

(4) Yusuf Yusuf objects to the Requests for Admissions to the extent that they seek information and documents concerning any matter that is irrelevant to the claims or defenses of any party to this action, and not reasonably calculated to lead to the discovery of admissible evidence.

(5) Yusuf Yusuf objects to the Requests for Admissions to the extent that they use terms or phrases that are vague, ambiguous, or undefined. Yusuf Yusuf's response to each such request will be based upon its understanding of the request.

(6) Yusuf Yusuf objects to the Requests for Admissions to the extent they seek documents or information not in the possession, custody or control of Yusuf Yusuf, on the ground that it would subject it to undue burden, oppression and expense, and impose obligations not required by the Federal Rules of Civil Procedure.

(7) Yusuf Yusuf has not completed either its discovery or its preparation for trial of this matter. Accordingly, Yusuf Yusuf's responses to the Requests for Admissions are made without prejudice to Yusuf Yusuf's right to make any use of, or proffer at any hearing or at trial, and are based only upon information presently available. If and as additional, non-privileged,

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responsive documents are discovered, these Requests for Admissions will be supplemented to the extent that supplementation may be required by the Federal Rules of Civil Procedure.

(8) Yusuf Yusuf objects to the Requests for Admissions to the extent that when all of the subparts are included they are in excess of the number permitted by Rule 33.

RESPONSES TO REQUESTS FOR ADMISSIONS

1. ADMIT or DENY that a Yusuf Family Member or members created the last page of Exhibit 1 attached hereto.

RESPONSE:

Deny. The document was provided by Scotiabank on or about February 3, 2012 (as indicated on last page 7 of 7).

2. ADMIT or DENY that a Yusuf Family Member or members gave Exhibit 1 to the VI Police Department or other VI government personnel.

RESPONSE:

Admit. It is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. Upon further inquiry, it is believed that the document was also later secured from Scotiabank pursuant to a subpoena issued in the Hamed v Yusuf, SX-12-CV-370 (the "370 Case").

3. ADMIT or DENY that a Yusuf attorney or attorneys gave Exhibit 1 to the VI Police Department or other VI government personnel.

RESPONSE:

Admit. It is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. Mike Yusuf's recollection is that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

4. ADMIT or DENY that a Yusuf Family Member or members gave Exhibit 1 to Scotiabank personnel.

RESPONSE:

Deny. The document was provided by Scotiabank and signed in the Sunny Isle Branch.

5. ADMIT or DENY that a Yusuf attorney or attorneys gave Exhibit 1 to Scotiabank personnel.

RESPONSE:

Deny.

6. ADMIT or DENY that Scotiabank personnel gave Exhibit 1 to a Yusuf Family Member or members.

RESPONSE:

Admit. The document was provided by Scotiabank and signed in the Sunny Isle Branch.

7. ADMIT or DENY that Scotiabank personnel gave Exhibit 1 to a Yusuf attorney or attorneys.

RESPONSE:

Deny except insofar as it may have been provided pursuant to a subpoena issued in the 370 case.

8. ADMIT or DENY that one or more members of the Yusuf Family created Exhibit 2 attached hereto.

RESPONSE:

Deny. The document was provided by Scotiabank.

9. ADMIT or DENY that a Yusuf Family Member or members gave Exhibit 2 to the VI Police Department or other VI government personnel.

RESPONSE:

Deny as written. As with Exhibit 1, it is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. Mike Yusuf's recollection is that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

10. ADMIT or DENY that a Yusuf attorney or attorneys gave Exhibit 2 to the VI Police Department or other VI government personnel.

RESPONSE:

Admit. As with Exhibit 1, it is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter as part of the documents the bank provided. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. Mike Yusuf's recollection is that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

11. ADMIT or DENY that a Yusuf Family Member or members gave Exhibit 2 to Scotiabank personnel.

RESPONSE:

Deny.

12. ADMIT or DENY that a Yusuf attorney or attorneys gave Exhibit 2 to Scotiabank personnel.

RESPONSE:

Deny.

13. ADMIT or DENY that Scotiabank personnel gave Exhibit 2 to a Yusuf Family Member or members.

RESPONSE:

Admit. The document was provided by Scotiabank.

14. ADMIT or DENY that Scotiabank personnel gave Exhibit 2 to a Yusuf attorney or attorneys.

RESPONSE:

Deny except insofar as it may have been provided pursuant to a subpoena issued in the 370 case.

15. After reviewing Exhibit 2, ADMIT or DENY that the card lists Maher Yusuf as President.

RESPONSE:

Admit.

16. ADMIT or DENY that Maher Yusuf is not the President of Plessen.

RESPONSE:

Admit.

17. ADMIT or DENY that Maher Yusuf was the President of United Corporation.

RESPONSE:

Admit.

18. After reviewing Exhibit 2, ADMIT or DENY that the signature card lists Waleed Hamed as General Manager.

RESPONSE:

Admit.

19. ADMIT or DENY that Waleed Hamed was not the General Manager of Plessen, but rather is its Vice-President.

RESPONSE:

Admit.

20. After reviewing Exhibit 2, ADMIT or DENY that all of the positions listed for the signators are the positions they held with United Corporation as represented on other United signature cards at Scotiabank.

RESPONSE:

Admitted as to everyone except Fathi Yusuf. Denied as to Fathi Yusuf.

21. After reviewing Exhibit 2, ADMIT or DENY that you (the person responding to this Request) can see, as a non-expert, that the letter "O" in the phrase "One Hamed and One Yusuf" is in a different font than the letter "O" in the words "Sion" and "St. Croix" above that on the card.

RESPONSE:

Denied. Responder is without sufficient knowledge or information to determine what is requested in this Request.

22. After reviewing Exhibit 2, ADMIT or DENY that you can see, as a non-expert, that the phrase "One Hamed and One Yusuf" was written by a different typewriter than that used for the words "Sion" and "St. Croix."

RESPONSE:

Denied.

23. ADMIT or DENY that a Yusuf Family Member or members added the phrase "One Hamed and One Yusuf" was typed on this card either originally or at some later time after the original was created.

RESPONSE:

Denied. It was requested that this restriction be added to the account in early 2012. Both Mike Yusuf and Waleed Hamed signed the Information Gathering Form which showed this restriction in the instructions at page 4 of 7, ¶16(B).

24. ADMIT or DENY that a Yusuf Family Member or members was present when a Scotiabank employee typed the phrase "One Hamed and One Yusuf" to this card.

RESPONSE:

Denied. Mike Yusuf does not recall being present when the form was prepared but rather simply going in to sign the Information Gathering Form.

25. ADMIT or DENY that a Yusuf Family Member or members has knowledge of when, by whom or under what circumstances the phrase "One Hamed and One Yusuf" was typed on this card either originally or thereafter.

RESPONSE:

Denied. It was requested that this restriction be added to the account in early 2012. Both Mike Yusuf and Waleed Hamed signed the Information Gathering Form which showed this restriction in the instructions at page 4 of 7, ¶16(B). Mike Yusuf has no specific recollection as to this particular card but simply knows that the request was made and the bank prepared the documents.

26. ADMIT or DENY that a Yusuf Family Member or members created Exhibit 3 as attached hereto.

RESPONSE:

Deny.

27. ADMIT or DENY that a Yusuf Family Member or members gave Exhibit 3 to VI government personnel.

RESPONSE:

Admit. As with Exhibit 1, it is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter as part of the documents they provided. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. It is Mike Yusuf's recollection that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

28. ADMIT or DENY that a Yusuf Yusuf attorney or attorneys gave Exhibit 3 to VI government personnel.

RESPONSE:

Admit. As with Exhibit 1, it is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter as part of the documents they provided. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. It is Mike Yusuf's recollection that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

29. ADMIT or DENY that a Yusuf Family Member or members gave Exhibit 3 to Scotiabank personnel.

RESPONSE:

Deny.

30. ADMIT or DENY that a Yusuf attorney or attorneys gave Exhibit 3 to Scotiabank personnel.

RESPONSE:

Deny.

31. ADMIT or DENY that Scotiabank personnel gave Exhibit 3 to a Yusuf Family Member or members.

RESPONSE:

Admit. It was requested that this restriction be added to the account in early 2012. Both Mike Yusuf and Waleed Hamed signed the Information Gathering Form which showed this restriction in the instructions at page 4 of 7, ¶16(B). Mike Yusuf has no specific recollection as to this particular card but simply knows that the request was made and the bank prepared the documents.

32. ADMIT or DENY that Scotiabank personnel gave Exhibit 3 to a Yusuf attorney or attorneys.

RESPONSE:

Deny except insofar as it may have been provided pursuant to a subpoena issued in the 370 case.

33. After reviewing Exhibit 4, ADMIT or DENY that "on May 17, 2013, Mr. Maher Yusuf, Director of Plessen Enterprises, Inc. filed a report with the Virgin Islands Police Department of "Embezzlement by Fiduciaries."

RESPONSE:

Admit. Mike Yusuf was also a shareholder of Plessen at the time that he filed the report.

34. ADMIT or DENY that on April 21, 2016, the Court in this Action entered a Memorandum Order.

RESPONSE:

Admitted, to the extent that an Order was entered in this matter on April 21, 2016 which the docket and record would otherwise reflect.

35. ADMIT or DENY that in the Memorandum Order entered April 21, 2016, the Court stated:

According to Waleed's Declaration: there have been no resolutions of the Board or votes by the shareholders of Plessen Enterprises, Inc. that have ever changed these three Directors as provided for in the articles of incorporation over the last 26 years." Defendants' Opp. (Exhibit 2). Fathi's Declaration concurs: "Until the Special Meeting of the Board of Directors of Plessen was held on April 30, 2014, there had been no meeting of the directors or shareholders of Plessen since its formation in 1988.

RESPONSE:

Admit that the excerpt is a correct quotation from the April 21, 2016 Order.

36. ADMIT or DENY that in this Action, Fathi Yusuf filed a sworn declaration, upon his oath and under penalty of perjury that: "Until the Special Meeting of the Board of Directors of Plessen was held on April 30, 2014, there had been no meeting of the directors or shareholders of Plessen since its formation in 1988."

RESPONSE:

Admitted that the above excerpt is an accurate quotation from a declaration filed by Fathi Yusuf.

37. ADMIT or DENY that as of May 17, 2013, no meeting of the directors or shareholders of Plessen had voted Maher Yusuf in as a director of Plessen.

RESPONSE:

Deny. Mike Yusuf was listed on the Business License as a Director of Plessen in a filing that appears to have been made by Waleed Hamed.

38. ADMIT or DENY that as of May 17, 2013, Maher Yusuf did not have in his possession a consent of Directors increasing the size of the board of directors for Plessen above three.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen in a filing that appears to have been made by Waleed Hamed and as the business was set up to have equal governance by the two families. Furthermore, the Bylaws for Plessen provide as to signatories on checks and bank drafts that: "If the Board of Directors fails to designate persons by whom checks...may be signed...all checks...for payment of money shall be signed by the President or a Vice President and countersigned by the Secretary or Treasurer..." See Bylaws, Article V, Section 5.1(C).

39. ADMIT or DENY that as of May 17, 2013, Maher Yusuf did know of any person or entity which had in its possession a consent of Directors increasing the size of the board of directors for Plessen above three.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families. *See also*, Response to Request to Admit #38.

40. ADMIT or DENY that as of May 17, 2013, Maher Yusuf did not have in his possession a consent of Directors making him a director of Plessen.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families. *See also*, Response to Request to Admit #38.

41. ADMIT or DENY that as of May 17, 2013, Maher Yusuf did know of any person or entity which had in its possession a consent of Directors a consent of Directors making him a director of Plessen.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families. *See also*, Response to Request to Admit #38.

42. ADMIT or DENY that as of the date of the answers to these requests, Maher Yusuf does not have in his possession a consent of Directors increasing the size of the board of directors for Plessen above three.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families. *See also*, Response to Request to Admit #38.

43. ADMIT or DENY that as of the date of the answers to these requests, Maher Yusuf does not know of any person or entity which had in its possession a consent of Directors increasing the size of the board of directors for Plessen above three.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families. *See also*, Response to Request to Admit #38.

44. ADMIT or DENY that as of the date of the answers to these requests, Maher Yusuf does not have in his possession a consent of Directors making him a director of Plessen.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families. *See also*, Response to Request to Admit #38.

45. ADMIT or DENY that as of the date of the answers to these requests, Maher Yusuf does not know of any person or entity which had in its possession a consent of Directors a consent of Directors making him a director of Plessen.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families. *See also*, Response to Request to Admit #38. *See also*, Response to Request to Admit #38.

46. ADMIT or DENY that Maher Yusuf's representation, to the VI Police Department, of himself as a director of Plessen on May 17, 2013, was false.

RESPONSE:

Deny as Mike Yusuf was listed as a Director on the Business License for Plessen and as the business was set up to have equal governance by the two families.

47. After reviewing Exhibit 4, ADMIT or DENY that "Attorney Nizar DeWood, representing the Yusuf Family, provided the following documents" to the police investigator: (1) Department of Consumer Affairs print-out with a list of corporate officers and (2) Copy of Signature card for Plessen Enterprises, Inc. as of August 17, 2009.

RESPONSE:

Admitted in so far, as with Exhibit 1, it is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter as part of the documents they provided. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. It is Mike Yusuf's recollection that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro. Denied as to the reference to the date August 17, 2009.

48. ADMIT or DENY that the document provided by DeWood to the police, the "Department of Consumer Affairs print-out with a list of corporate officers" was created by filling out a form in a password protected, online DLCA website.

RESPONSE:

Denied. The document provided by Attorney DeWood was secured by Mike Yusuf who requested and received a physical copy from the Department of Licensing and Consumer Affairs.

49. ADMIT or DENY that a Yusuf Family Member or someone acting at the direction of a Yusuf Family Member supplied the information to the DLCA that Maher Yusuf was a director of Plessen.

RESPONSE:

Denied. The printout appears to indicate that Waleed Hamed undertook to file the information as the last page indicates: Payment Information, Billing Information, First Name: Waleed, Last Name: Hamed, Card Type: VISA, Credit Card Number ...BIR Information: First Name: Waleed, Last Name: Hamed, Relationship: Vice President. It further reflects a payment of \$130.00 for the period of 01/01/2013-01/31/2014. The bottom of the page indicates that it was printed on or about 2/14/2013. That date was before any issues had arisen relating to the \$460,000.00 or the Yusuf's learning of the check reported in May of 2014.

50. ADMIT or DENY that copy of the document referred to a being a "Copy of Signature card for Plessen Enterprises, Inc. as of August 17, 2009" was actually an undated document from Scotiabank titled "Information Gathering Form."

RESPONSE:

Unable to admit or deny as to information that Sergeant Mark A. Corneiro may have secured independently in his investigation. The Information Gathering Form appears on its face to be dated 2/3/12.

51. ADMIT or DENY that before May 17, 2016, Maher Yusuf went to Scotiabank and asked that a bank employee review the signature card on file for Plessen's account.

RESPONSE:

Denied.

52. ADMIT or DENY that before May 17, 2016, when Maher Yusuf went to Scotiabank and asked that a bank employee review the signature card on file for Plessen's account, he was told that the account signature card had three signatures.

RESPONSE:

Denied.

53. ADMIT or DENY that on Friday, May 10, 2013, Maher Yusuf went to Scotiabank and asked that a bank employee review the signature card on file for Plessen's account.

RESPONSE:

Denied as set forth. Yusuf Yusuf did request information from Scotiabank regarding the \$460,000 check and the signature instructions on file with the bank.

54. ADMIT or DENY that on Friday, May 10, 2013, when Maher Yusuf went to Scotiabank and asked that a bank employee review the signature card on file for Plessen's account, he was told that the account signature card had three signatures.

RESPONSE:

Denied regarding the contention as to what Mike Yusuf was told. Rather, Yusuf Yusuf did request information from Scotiabank regarding the \$460,000 check and the signature instructions on file with the bank.

55. After reviewing Exhibit 4, ADMIT or DENY that neither Maher Yusuf nor Nizar DeWood supplied the VIPD with a copy of a three-signature Scotiabank account signature card for Plessen.

RESPONSE:

Admit as Mike Yusuf was not provided any three signature card by Scotiabank when he inquired. Further responding, the Bylaws for Plessen provide as to signatories on checks and bank drafts that: "If the Board of Directors fails to designate persons by whom checks...may be signed...all checks...for payment of money shall be signed by the President or a Vice President and countersigned by the Secretary or Treasurer..." See Bylaws, Article V, Section 5.1(C). As two Hameds occupied the positions for President and Vice President and Fathi Yusuf occupied the position of Secretary and Treasure, this provision would have required one Hamed and one Yusuf.

56. ADMIT or DENY that the claims of criminal acts by Maher Yusuf, raised on May 17, 2014, resulted in criminal charges being brought against Waleed and Mufeed Hamed in Superior Court Case Nos. SX-15-CR-353 and SX-15-CR-352.

RESPONSE:

Admit.

57. ADMIT or DENY that both SX-15-CR-353 and SX-15-CR-352 were dismissed.

RESPONSE:

Admit.

58. ADMIT or DENY that the reason the Territory of the U.S. Virgin Islands gave in its May 25, 2016, motion to dismiss the criminal charges against Waleed and Mufeed Hamed was: "the People submit that, at this time, the people will be unable to sustain its burden of proving the charges against the Defendants to a reasonable doubt."

RESPONSE:

Admit that the criminal charges were dismissed. Declarant is without information to admit or deny whether the statement is an accurate quote of a statement made in a pleading.

59. ADMIT or DENY that Maher Yusuf falsified a version of Scotiabank's Information Gathering Form submitted to that bank by typing in a date on an undated document.

RESPONSE:

Denied.

60. ADMIT or DENY that Maher Yusuf sent one or more emails to grocery vendors (suppliers) alleging that Wally and Mafi Hamed had been charged with a crime.

RESPONSE:

Denied.

61. ADMIT or DENY that other members of the Yusuf Family sent one or more emails to grocery vendors (suppliers) alleging that Wally and Mafi Hamed had been charged with a crime.

RESPONSE:

Denied.

62. ADMIT or DENY that Maher Yusuf met with one or more employees of the *VI Daily News* to supply information for an article stating that Wally and Mafi Hamed had been charged with a crime.

RESPONSE:

Denied. Mike Yusuf received a call from the *Daily News* but did not answer questions and simply referred to the V.I.P.D.

63. ADMIT or DENY that members of the Yusuf Family other than Maher Yusuf met with one or more employees of the VI Daily News to supply information for an article stating that Wally and Mafi Hamed had been charged with a crime.

RESPONSE:

Denied. *See also*, Response to Request to Admit #62.

64. ADMIT or DENY that counsel for the Yusufs met with one or more employees of the VI Daily News to supply information for an article stating that Wally and Mafi Hamed had been charged with a crime.

RESPONSE:

Denied. *See also*, Response to Request to Admit #62.

65. ADMIT or DENY that Fathi Yusuf has been convicted of a federal misdemeanor.

RESPONSE:

Admit.

66. ADMIT or DENY that United Corporation has been convicted of a felony at a time when Maher Yusuf was its President.

RESPONSE:

Deny.

67. ADMIT or DENY that United Corporation has been convicted of a felony at a time when Fathi Yusuf was a director.

RESPONSE:

Deny.

68. ADMIT or DENY that Maher Yusuf has falsified documents that he submitted to the VIPD.

RESPONSE:

Deny.

69. ADMIT or DENY that Maher Yusuf has submitted falsified documents to the VIPD.

RESPONSE:

Deny.

70. ADMIT or DENY that Maher Yusuf has falsified documents that he submitted to Scotiabank.

RESPONSE:

Deny.

71. ADMIT or DENY that Maher Yusuf has submitted falsified documents to Scotiabank.

RESPONSE:

Deny.

72. ADMIT or DENY that Maher Yusuf has acted with the cooperation of a Scotiabank employee to insert or alter documents in Scotiabank's Plessen account records.

RESPONSE:

Deny.

73. ADMIT or DENY that A Yusuf Family Member other than Maher Yusuf has falsified documents that he submitted to the VIPD.

RESPONSE:

Deny.

74. ADMIT or DENY that A Yusuf Family Member other than Maher Yusuf has submitted falsified documents to the VIPD.

RESPONSE:

Deny.

75. ADMIT or DENY that A Yusuf Family Member other than Maher Yusuf has falsified documents that he submitted to Scotiabank.

RESPONSE:

Deny.

76. ADMIT or DENY that A Yusuf Family Member other than Maher Yusuf has submitted falsified documents to Scotiabank.

RESPONSE:

Deny.

77. ADMIT or DENY that a Yusuf Family Member other than Maher Yusuf has acted with the cooperation of a Scotiabank employee to insert or alter documents or information in Scotiabank's Plessen account records.

RESPONSE:

Deny.

78. ADMIT or DENY that Maher Yusuf has been charged with a criminal felony.

RESPONSE:

Deny.

79. ADMIT or DENY that Maher Yusuf has been charged with a criminal act in a jurisdiction other than the U.S. Virgin Islands.

RESPONSE:

Deny.

80. ADMIT or DENY that a Yusuf Family Member other than Maher Yusuf has been charged with a criminal act in a jurisdiction other than the U.S. Virgin Islands.

RESPONSE:

Deny.

81. ADMIT or DENY that on April 25, 2013, Superior Court Judge Douglas Brady found the following with regard to the testimony of Maher Yusuf under oath in CIVIL NO. SX-12-CV-370:

In the first hearing day, Maher Yusuf, President of United Corporation testified under oath that he used the \$2,784,706.25 withdrawn from the Plaza Extra operating account to buy three properties on St. Croix in the name of United. On the second hearing day, Maher Yusuf contradicted his

prior testimony and admitted that those withdrawn funds had actually been used to invest in businesses not owned by United. . . ."

RESPONSE:

Admit that the above statement is a quotation from an April 25, 2013 decision of the Court in CIVIL NO. SX-12-CV-370.

82. ADMIT or DENY that with regard to the testimony of Maher Yusuf under oath in CIVIL NO. SX-12-CV-370 "In the first hearing day, Maher Yusuf, President of United Corporation testified under oath that he used the \$2,784,706.25 withdrawn from the Plaza Extra operating account to buy three properties on St. Croix in the name of United."

RESPONSE:

Admit that a portion of Mike Yusuf's testimony related to the \$2,784,706.25 withdrawn from the Plaza Extra operating account. This excerpt is the Court's paraphrase of Mike Yusuf's testimony and is not a direct quote of his testimony. Denied to the extent that it is inaccurate or incomplete as to Mike Yusuf's testimony on the subject.

83. ADMIT or DENY that with regard to the testimony of Maher Yusuf under oath in CIVIL NO. SX-12-CV-370 "In the first hearing day, Maher Yusuf, President of United Corporation testified under oath that he used the \$2,784,706.25 withdrawn from the Plaza Extra operating account to buy three properties on St. Croix in the name of United."

RESPONSE:

Admit that a portion of Mike Yusuf's testimony related to the \$2,784,706.25 withdrawn from the Plaza Extra operating account. This excerpt is the Court's paraphrase of Mike Yusuf's testimony and is not a direct quote of his testimony. Denied to the extent that it is inaccurate or incomplete as to Mike Yusuf's testimony on the subject.

84. ADMIT or DENY that is was not true as stated by Maher Yusuf, on January 25, 2013, that United's President, Maher Yusuf, "used the \$2,784,706.25 withdrawn from the Plaza Extra operating account to buy three properties on St. Croix in the name of United."

RESPONSE:

Denied as written. The funds were deposited and properties were thereafter purchased using funds from the same account in which these funds were placed.

85. ADMIT or DENY that on January 25, 2013, Maher Yusuf made a statement that was not correct under oath.

RESPONSE:

Deny.

Yusuf Yusuf, et al. (v. Mohammad Hamed, et al.)
Case No. SX-13-CV-120
Plaintiff Yusuf Yusuf's Response to Defendant
Mufeed Hamed's First Set of Requests for Admissions
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DATED: December 19th, 2016

By:

DUDLEY, TOPPER AND FEUERZEIG, LLP


CHARLOTTE K. PERRELL

(V.I. Bar #1281)

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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

It is hereby certified that on this 19th day of December, 2016, I caused a true and exact copy of the foregoing **PLAINTIFF YUSUF YUSUF'S RESPONSE TO DEFENDANT MUFEED HAMED'S FIRST SET OF REQUESTS FOR ADMISSIONS** to be served upon the following via e-mail:

Mark W. Eckard, Esq.
HAMM & ECKARD, LLP
5030 Anchor Way – Suite 13
Christiansted, St. Croix
U.S. Virgin Islands 00820-4692
E-Mail: meckard@hammneckard.com

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**DUDLEY, TOPPER
AND FEUERZEIG, LLP**

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Thomas, U.S. V.I. 00804-0756

(340) 774-4422

EXHIBIT C

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS
DIVISION OF ST. CROIX

YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)
))
Plaintiffs,)
))
vs.)
))
MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)
))
Defendants,)
))
-and-)
))
PLESSEN ENTERPRISES, INC.,)
))
Nominal Defendant.)
_____)

CASE NO. SX-13-CV-120

**ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF**

JURY TRIAL DEMANDED

**PLAINTIFF YUSUF YUSUF'S RESPONSES TO
MUFEED HAMED'S FIRST INTERROGATORIES**

Plaintiff, Yusuf Yusuf, through his attorneys, Dudley, Topper and Feuerzeig, LLP, hereby provides his Responses to Defendant Mufeed Hamed's First Set of Interrogatories:

GENERAL OBJECTIONS

Yusuf Yusuf makes the following general objections to the Interrogatories. These general objections apply to all or so many of the Interrogatories that, for convenience, they are set forth herein and are not necessarily repeated after each objectionable Interrogatory. The

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assertion of the same, similar, or additional objections in the individual responses to the Interrogatories, or the failure to assert any additional objections to a discovery request does not waive any of Yusuf Yusuf's objections as set forth below:

(1) Yusuf Yusuf objects to the Interrogatories to the extent they may impose obligations different from or in addition to those required under the Federal Rules of Civil Procedure.

(2) Yusuf Yusuf objects to each interrogatory that uses the words "any" and "all" as being overly broad, unduly burdensome, immaterial, irrelevant, and not reasonably calculated to lead to the discovery of admissible evidence.

(3) Yusuf Yusuf objects to the Interrogatories to the extent they seek information which is protected by the attorney-client privilege or work-product doctrine, including information prepared in anticipation of litigation, or for trial, by or on behalf of Yusuf Yusuf or relating to mental impressions, conclusions, opinions, or legal theories of its attorneys or representatives, or any other applicable privilege or doctrine under federal or state statutory, constitutional or common law. Yusuf Yusuf's answers shall not include any information protected by such privileges or doctrine, and documents or information inadvertently produced which includes such privileged information shall not be deemed a waiver by Yusuf Yusuf of such privilege or doctrine.

(4) Yusuf Yusuf objects to the Interrogatories to the extent that they seek information and documents concerning any matter that is irrelevant to the claims or defenses of any party to this action, and not reasonably calculated to lead to the discovery of admissible evidence.

(5) Yusuf Yusuf objects to the Interrogatories to the extent that they use terms or phrases that are vague, ambiguous, or undefined. Yusuf Yusuf's response to each such request will be based upon its understanding of the request.

(6) Yusuf Yusuf objects to the Interrogatories to the extent they seek documents or information not in the possession, custody or control of Yusuf Yusuf, on the ground that it would subject him to undue burden, oppression and expense, and impose obligations not required by the Federal Rules of Civil Procedure.

(7) Yusuf Yusuf has not completed either its discovery or its preparation for trial of this matter. Accordingly, Yusuf Yusuf's responses to the Interrogatories are made without prejudice to Yusuf Yusuf's right to make any use of, or proffer at any hearing or at trial, and are based only upon information presently available. If and as additional, non-privileged, responsive documents are discovered, these Interrogatories will be supplemented to the extent that supplementation may be required by the Federal Rules of Civil Procedure.

(8) Yusuf Yusuf objects to the Interrogatories to the extent that when all of the subparts are included they are in excess of the number permitted by Rule 33.

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Plaintiff Yusuf Yusuf's Responses to Defendant
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INTERROGATORIES AND RESPONSES

INTERROGATORY NO. 1

Please Identify all Scotiabank personnel that any Yusuf Family Member or any Yusuf attorney from 2013 to the present had contact with in connection with *People v Mufeed Hamed*, SX-15-CR-352 and/or *People v Waleed Hamed*, SX-15-CR-353.

RESPONSE:

Subject to the above stated objections, Plaintiff shows that there were no particular employees from Scotiabank that any Yusuf Family Member or Yusuf Attorney had contact with relating to the two cases referenced. Rather, Yusuf Yusuf requested information from whomever happened to be present at the bank when he inquired.

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Plaintiff Yusuf Yusuf's Responses to Defendant
Mufeed Hamed's First Interrogatories
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INTERROGATORY NO. 2

Please Identify any and all Scotiabank personnel that any Yusuf Family Member or Yusuf attorney from 2013 to the present had contact with regarding the March 27, 2013 withdrawal of \$460,000, check number 0376, from Plessen's Account.

RESPONSE:

Subject to the above stated objections, Plaintiff shows that there were no particular employees from Scotiabank that any Yusuf Family Member or Yusuf Attorney had contact with relating to the two cases referenced. Rather, Yusuf Yusuf requested information from whomever happened to be present at the bank when he inquired.

INTERROGATORY NO. 3

Please Identify the source of the document marked **Exhibit 1**, how it came into the possession of any Yusuf Family Member or Yusuf attorney, when it came into possession of any Yusuf Family Member or Yusuf attorney and the identity of who provided it to the Government of the Virgin Islands.

RESPONSE:

It is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. It is Mike Yusuf's recollection that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

Upon further inquiry, it is believed that the document was also later secured from Scotiabank pursuant to a subpoena issued in the *Hamed v Yusuf*, SX-12-CV-370 (the "370 Case").

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Plaintiff Yusuf Yusuf's Responses to Defendant
Mufeed Hamed's First Interrogatories
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INTERROGATORY NO. 4

Please Identify the source of the document marked **Exhibit 2**, how it came into the possession of any Yusuf Family Member or Yusuf attorney and when it came into possession of any Yusuf Family Member or Yusuf attorney.

RESPONSE:

It is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. It is Mike Yusuf's recollection that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

Upon further inquiry, it is believed that the document was also later secured from Scotiabank pursuant to a subpoena issued in the *Hamed v Yusuf*, SX-12-CV-370 (the "370 Case").

INTERROGATORY NO. 5

Please Identify the source of the document marked Exhibit 3, how it came into the possession of any Yusuf Family Member or Yusuf attorney and when it came into possession of any Yusuf Family Member or Yusuf attorney

RESPONSE:

It is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter. It is also possible that Sergeant Mark A. Corneiro received a copy of it directly from Scotiabank during his investigation as well. It is Mike Yusuf's recollection that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro.

Upon further inquiry, it is believed that the document was also later secured from Scotiabank pursuant to a subpoena issued in the *Hamed v Yusuf*, SX-12-CV-370 (the "370 Case").

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INTERROGATORY NO. 6

With regard to the Request To Admit that asks the following: "*ADMIT or DENY that a Yusuf Family Member or members has knowledge of when, by whom or under what circumstances the phrase "One Hamed and One Yusuf" to this card*" Describe with particularity and with reference to any related documents when, by whom and under what circumstances the phrase "One Hamed and One Yusuf" was typed on the Signature Card that is Exhibit 2 thereto.

RESPONSE:

It was requested that this restriction be added to the account in early 2012. Both Mike Yusuf and Waleed Hamed signed the Information Gathering Form which showed this restriction in the instructions at page 4 of 7, ¶16(B). Mike Yusuf has no specific recollection as to this particular card but simply knows that the request was made and the bank prepared the documents.

INTERROGATORY NO. 7

Describe, with particularity as to dates and persons or documents present, all meetings, conferences or communications between any member of the Yusuf Family and Scotiabank, the VI Daily News, the VIPD, any other VI Government official, regarding the alleged embezzlement from the Plessen Account.

RESPONSE:

As to any meetings with Scotiabank, there were no meetings *per se*, rather, it is Yusuf Yusuf's recollection that he obtained a physical copy directly from Scotiabank after the discovery of the check for \$460,000.00 in an effort to investigate the matter. Mike Yusuf had no particular contact with any specific individual but simply made the request to whomever was present at the bank at the time.

There was no meeting with the VI Daily News. Mike Yusuf received a call from them, answered no questions and referred them to the V.I.P.D.


Mike Yusuf did file a report and met with Sergeant Mark A. Corneiro. It is Mike Yusuf's recollection that Attorney DeWood was present when the information was provided to Sergeant Mark A. Corneiro. Mike Yusuf recalls that there were a few calls between himself and Sergeant Corneiro. Sergeant Corneiro undertook his own investigation as well.

The documents received were those set forth in Exhibits 1,2 and 3. Mike Yusuf also obtained a copy of the Department of Consumer Affairs Print-Out dated February 14, 2013 from that office directly.

VERIFICATION

I hereby certify under penalty of perjury that the facts contained in each of the foregoing responses to interrogatories are true and correct to the best of my knowledge, information and belief.

DATED: 12/16/2016

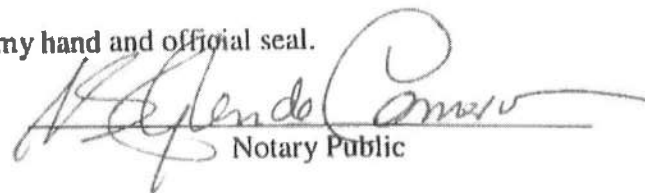


YUSUF YUSUF

TERRITORY OF THE U.S. VIRGIN ISLANDS)
DISTRICT OF St. Croix) ss.:

On this, the 12th day of December, before me, the undersigned officer, personally appeared Yusuf Yusuf, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within document and acknowledged that he/she executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public

K. Glenda Cameron
Commission Number LPN 013-14
Expiration Date: May 29, 2018

Yusuf Yusuf, et al. (v. Mohammad Hamed, et al.)
Case No. SX-13-CV-120
Plaintiff Yusuf Yusuf's Responses to Defendant
Mufeed Hamed's First Interrogatories
Page 12 of 12

DATED: December 17, 2016

By:

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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

It is hereby certified that on this 17th day of December, 2016, I caused a true and exact copy of the foregoing **PLAINTIFF YUSUF YUSUF'S RESPONSES TO DEFENDANT MUFEED HAMED'S FIRST INTERROGATORIES** to be served upon the following via e-mail:

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EXHIBIT D

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS

DIVISION OF ST. CROIX

YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)

Plaintiffs,)

vs.)

MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)

Defendants,)

-and-)

PLESSEN ENTERPRISES, INC.,)

Nominal Defendant.)

CASE NO. SX-13-CV-120

ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF

JURY TRIAL DEMANDED

**PLAINTIFF YUSUF YUSUF'S RULE 34
RESPONSE TO MUFEED HAMED'S FIRST
REQUEST FOR PRODUCTION OF DOCUMENTS**

Plaintiff, Yusuf Yusuf, through its attorneys, Dudley, Topper and Feuerzeig, LLP, hereby submits its Rule 34 Response to Defendant Mufeed Hamed's First Request for Production of Documents. This Response is being submitted pursuant to Fed. R. Civ. P. 34, as applied to this Court by Superior Court Rule 7.

GENERAL OBJECTIONS

1. Yusuf Yusuf objects to each demand that uses the words "any" and "all" as being overbroad, unduly burdensome, immaterial, irrelevant, and not reasonably calculated to lead to the discovery of admissible evidence.

2. Yusuf Yusuf objects to each demand that uses terms like "any," "all," "relate to," "regarding," and "pertaining to," with respect to general categories of documents on the grounds that the use of such terms makes the demand vague and overbroad.

3. Yusuf Yusuf objects to each demand to the extent it seeks the production of documents or information protected by the attorney-client, work product or other privileges. Only non-privileged documents, or portions thereof, will be produced.

4. Yusuf Yusuf objects to each demand to the extent that it uses terms or phrases that are vague, ambiguous, or undefined. Yusuf Yusuf's response to each such demand is based upon its understanding of the demand.

5. Yusuf Yusuf objects to each demand that asks for documents that fall outside the scope of this litigation. To the extent the demands seek production of such documents, the demands impose an undue burden and expense. Further, such documents are irrelevant, immaterial, and not reasonably calculated to lead to the discovery of admissible evidence.

6. Yusuf Yusuf objects to each demand to the extent it requires the production of documents outside of its possession, custody or control.

7. Yusuf Yusuf is continuing its efforts to identify non-privileged documents that are responsive to plaintiff's demand for production. Consequently, the documents produced may be supplemented.

8. Yusuf Yusuf objects to the production of any documents prior to the entry of a confidentiality agreement and order.

9. Each document Yusuf Yusuf produces is subject to all of the above general objections and all specific objections listed below. Inadvertent production of privileged documents shall not be deemed a waiver.

10. Yusuf Yusuf incorporates by reference its general and specific objections made to these document requests in its August 13, 2013 Objections to Plaintiff's Demand for Production of Documents.

**RESPONSE TO REQUESTS
FOR PRODUCTION OF DOCUMENTS**

1. Please provide all documents supporting your contention in the first paragraph of your amended complaint that *"the unauthorized withdrawal by Waleed and Mufeed of \$460,000 from Plessen's bank account, represent[s] approximately 99 percent (99%) of the monies on deposit in that account."*

RESPONSE:

See documents produced in *Hamed v. Yusuf* (SX-12-CV-370) bate-stamped FY 10263 -- 10402, and specifically FY 010328 - 010342. If additional copies need to be provided please advise and they will be produced.

2. Please provide all documents supporting your contention in the second paragraph of your amended complaint that *"[t]he Yusufs bring this action against Mohammad and Waleed for breach of their fiduciary duties as directors and officers of Plessen for . . . (2) approving a 30-year lease of Plessen's most valuable real estate to KAC357 (the "Lease") at below market rental rates and on other terms adverse to Plessen. . ."*

RESPONSE:

See 120-YY-00011 -- 00028, 00218 -- 00220, 00221 -- 00224, 00235 -- 00238, 00240 -- 00272.

3. Please provide all documents supporting your contention in the second paragraph of your amended complaint that *"[t]he Yusufs bring this action against Mohammad and Waleed for breach of their fiduciary duties as directors and officers of Plessen for. . . (3) failing to schedule or hold any meeting of shareholders for decades in order to avoid an election of directors and perpetuate control by the Hamed interests over the Board of Directors of Plessen."*

RESPONSE:

See 120-YY-00004 -- 000217, 00218 -- 00224, 00240 -- 00272.

4. Please provide all documents supporting your contention in the 12th paragraph of your amended complaint that *"[i]n the 25 years between January 31, 1989 and April 30, 2014, there were only two meetings of Plessen's Board of Directors and no meetings of its shareholders, annual or otherwise for the appointment of directors of Plessen."*

RESPONSE:

See 120-YY-00004 – 00024, 00029 – 00217, 00267 – 00272.

5. Please provide all documents supporting your contention in the 14th paragraph of your amended complaint that “[a]fter Plessen's formation, an additional seat on the Board was created. . .”.

RESPONSE:

See 120-YY-00025 – 00028.

6. Please provide all documents supporting your contention in the 14th paragraph of your amended complaint that “Maher was added as a director” [to the Plessen Board].”

RESPONSE:

See 120-YY-00025 – 00028.

7. Please provide all documents supporting your contention in the 14th paragraph of your amended complaint that “[t]he current members of Plessen's Board are Mohammad, Waleed, Fathi, and Maher.”

RESPONSE:

See 120-YY-00025 – 00028.

8. Please provide all documents supporting your contention in the 16th paragraph of your amended complaint that “Plessen is owned in equal shares by the Yusufs and Hameds, i.e., the Yusufs collectively own 50% of the outstanding shares of Plessen and the Hameds collectively own the other half.”

RESPONSE:

See 120-YY-00004 – 00024, 00029 – 00217.

9. Please provide all documents supporting your contention in the 17th paragraph of your amended complaint that *"The Yusufs are shareholders of Plessen, were shareholders of Plessen at the time of the wrongdoing alleged herein, have been shareholders of Plessen continuously since that time, and will continue to be shareholders of Plessen throughout the pendency of this action."*

RESPONSE:

See 120-YY-00004 – 00024, 00029 – 00217.

10. Please provide all documents supporting your contention in the 19th paragraph of your amended complaint that *"Upon information and belief, Waleed is the President of Five-H and one of its principal beneficial owners. Upon information and belief, Waheed, Mufeed, and Hisham are all officers and beneficial owners of Five-H."*

RESPONSE:

To be supplemented.

11. Please provide all documents supporting your contention in the 22nd paragraph of your amended complaint that *"After Plessen's incorporation and despite the failure to hold a formal shareholders' meeting to elect a Board of Directors for Plessen, Mohammad, Waleed and Fathi agreed to add Maher as a fourth director of Plessen."*

RESPONSE:

See 120-YY-00025 – 00028, 00225 – 00234, 000273 – 00284.

12. Please provide all documents supporting your contention in the 23rd paragraph of your amended complaint that *"This agreement was designed to allow both families to jointly manage Plessen, just as both families have done in their other jointly owned corporations."*

RESPONSE:

See 120-YY-00004 – 00024, 00025 – 00217, 00225 – 00234, 000273 – 00284.

13. Please provide all documents supporting your contention in the 24th paragraph of your amended complaint that "24. On or about March 27, 2013, Yusuf paid with his personal Banco Popular Visa credit card the 2011 real property taxes of Plessen."

RESPONSE:

To be supplemented.

14. Please provide all documents supporting your contention in the 25th paragraph of your amended complaint that "*Yusuf was reimbursed for such payment by way of a check drawn on Plessen's bank account with Scotiabank.*"

RESPONSE:

To be supplemented.

15. Please provide all documents supporting your contention in the 26th paragraph of your amended complaint that "*However, Yusuf was subsequently informed that an employee of Scotiabank called Fathi to inform him that the check made to pay Yusuf's Banco Popular Visa credit card account would not be honored, i.e., the check would bounce, because of insufficient funds in Plessen 's Scotiabank account.*"

RESPONSE:

See documents produced in *Hamed v. Yusuf* (SX-12-CV-370) bate-stamped FY 10263 -- 10402, and specifically FY 010328 -- 010342.

16. Please provide all documents supporting your contention in the 27th paragraph of your amended complaint that "*Yusuf then reviewed Plessen's bank statements. . .*"

RESPONSE:

See Response to Request No. 15 above.

17. Please provide all documents supporting your contention in the 28th paragraph of your amended complaint that "*Yusuf subsequently learned that Waleed used the misappropriated money to purchase commercial property on the East End of St. Thomas in the name of Five-H where a store named Moe's Fresh Market was later opened and is now operating.*"

RESPONSE:

To be supplemented.

18. Please provide all documents supporting your contention in the 29th paragraph of your amended complaint that "*On April 16, 2013, Yusuf, in response to Waleed having absconded with Plessen corporate funds, commenced this action on behalf of the corporation to recover the misappropriated sum of \$460,000 and for other relief. Three days later, after learning of the lawsuit, the individual defendants caused half of the amount misappropriated - i.e., \$230,000 - to be deposited into the registry of this Court. A notice to that effect was served on counsel for Yusuf in this case.*"

RESPONSE:

Defendants are already in possession of the documents responsive to this request.

19. Please provide all documents supporting your contention in the 30th paragraph of your amended complaint that "*On April 1, 2015, almost two years later, the individual defendants caused the remainder of the misappropriated funds - i.e., \$230,000 - to be deposited into the registry of this Court. A notice to the effect was served on counsel for Yusuf in this case.*"

RESPONSE:

See Response to Request No. 18 above.

20. Please provide all documents supporting your contention in the 33rd paragraph of your amended complaint that "*Further, the Hameds and Five-H, among other improper acts, have individually and collectively obtained the benefit, use and enjoyment of Plessen's misappropriated funds by using these funds, upon information and belief, to purchase real estate on which the Hameds now operate a new grocery store and market called Moe's Fresh Market, with the seed money provided by Waleed's unauthorized draw on Plessen's bank account.*"

RESPONSE:

To be supplemented.

21. Please provide all documents supporting your contention in the 38th paragraph of your amended complaint that *"Given the April 30, 2014 deadline to file a competing plan and the fact that the Plessen property occupied by Plaza Extra-West was not covered by any lease. Mohammad and Waleed realized that they needed to assert a long term leasehold interest in such property if they were going to be able to effectively control the disposition of the Plaza Extra-West store. Accordingly, in April of 2014, the Hameds conspired amongst themselves to engineer this bogus Special Meeting and misuse the corporate machinery of Plessen to give a newly formed, Hamed controlled corporation - KAC357 - the Lease covering the premises occupied by Plaza Extra West."*

RESPONSE:

See. 120-YY-00218 – 00224, 00235 – 00272.

22. Please provide all documents supporting your contention in the 39th paragraph of your amended complaint that *"To accomplish this improper purpose, the Hameds called what was only the second Board of Directors meeting in the 25-year history of Plessen on 2 days notice in order to approve the Lease that benefitted the personal interests of the Hamed directors, and that the Yusufs had not seen before and had absolutely no knowledge about. . ."*

RESPONSE:

See Response to Request No. 21 above.

23. Please provide all documents supporting your contention in the 39th paragraph of your amended complaint that *"even though Fathi was the officer of Plessen who had negotiated and signed all other Plessen leases."*

RESPONSE:

See 120-YY-00004 – 00024, 00029 – 00217.

24. Please provide all documents supporting your contention in the 40th paragraph of your amended complaint that *"Mohammad and Waleed quickly passed the resolution approving the Lease, without any discussion of any of its terms, which were extraordinarily one-sided in favor of KAC357 and detrimental to Plessen."*

RESPONSE:

See 120-YY-00011 – 00024, 00218 – 00224, 00235 – 00238, 00240 – 00272.

25. Please provide all documents supporting your contention in the 46th paragraph of your amended complaint that *"Because Mohammad and Waleed have already demonstrated the intent and capacity to usurp Plessen's corporate machinery for their personal benefit, having already approved the self-dealing Lease, and ratified Waleed's and Mufeed's theft of \$460,000 as purported dividends, Mohammad and Waleed have been rendered incapable of making independent, objective decisions regarding transactions they personally benefitted from, thus excusing the Yusufs' pre-suit demand on the Board to bring suit asserting the claims set forth in the Complaint."*

RESPONSE:

See 120-YY-00001 – 00238, 00240 – 00272.

26. Please provide all documents supporting your contention in the 47th paragraph of your amended complaint that *"Likewise, Waleed is incapable of making an independent and disinterested decision to institute and vigorously prosecute this action, as he faces a substantial likelihood of liability for the wrongdoings alleged herein, and his acts were not, and could not have been, the product of a good faith exercise of business judgment."*

RESPONSE:

See Response to Request No. 25 above.

27. Please provide all documents supporting your contention in the 51st paragraph of your amended complaint that *"Waleed and Mufeed wrongfully, and without the knowledge, consent or authorization of Plessen, misappropriated funds belonging to Plessen for their own use and/or benefit and/or for the use and/or benefit of the Hameds and Five-H."*

RESPONSE:

See Response to Request No. 25 above.

28. Please provide all documents supporting your contention in the 59th paragraph of your amended complaint that:

59. *Specifically, as alleged in detail herein, Mohammad and Waleed breached their fiduciary duties by:*

a. *Approving the Lease between Plessen and KAC357 that unfairly benefits the Hameds at the expense of Plessen and the Yusufs by tying up Plessen's most significant asset with a long term lease upon terms, including the amount of rent, that are not in the best interests of Plessen.*

b. *Improperly ratifying the theft of approximately \$460,000 of Plessen's funds.*

c. *Failing to schedule or hold a meeting of the shareholders of Plessen for decades, in order to avoid an election of directors and perpetuate the purported majority control by the Hamed interests over the Board of Directors.*

d. *Concealing from Plessen material information related to the theft of funds and approval of Lease, and otherwise knowingly failing to adhere to Plessen's corporate formalities, policies and procedures, including the holding of annual shareholders meetings in order to elect directors.*

RESPONSE:

See Response to Request No. 25 above.

29. Please provide all documents supporting your contention in the 60th paragraph of your amended complaint that "*Similarly, Mohammad and Waleed breached their fiduciary duties*

to Plessen by, among other things, conspiring with each other, to ratify the conversion of Plessen's funds as a dividend, which both knew to be against the interest of Plessen."

RESPONSE:

See Response to Request No. 25 above.

30. Please provide all documents supporting your contention in the 61st paragraph of your amended complaint that "*As a direct and proximate result of the foregoing breaches, Plessen has sustained damages including, but not limited to, the loss of market value of the premises leased to KAC357. . .*"

RESPONSE:

See 120-YY-00294 – 00375.

31. Please provide all documents supporting your contention in the 61st paragraph of your amended complaint that "*As a direct and proximate result of the foregoing breaches, Plessen has sustained damages including, but not limited to. . .damage to its reputation. . .*"

RESPONSE:

See 120-YY-00294 – 00375.

32. Please provide all documents supporting your contention in the 61st paragraph of your amended complaint that "*As a direct and proximate result of the foregoing breaches, Plessen has sustained damages including, but not limited to. . .the loss of the funds unlawfully obtained from Plessen's Scotiabank account . . .*"

RESPONSE:

See 120-YY-00001 – 00003. See also documents produced in *Hamed v. Yusuf* (SX-12-CV-370) bate-stamped FY 10263 -- 10402, and specifically FY 010328 – 010342.

33. Please provide all documents supporting your contention in the 61st paragraph of your amended complaint that *"As a direct and proximate result of the foregoing breaches, Plessen has sustained damages including, but not limited to, . . .the loss of other corporate opportunities."*

RESPONSE:

See 120-YY-00294 – 00375.

34. Please provide all documents supporting your contention in the 67th paragraph of your amended complaint that *"As a direct proximate result of the foregoing waste of corporate assets and usurpation of corporate opportunity, Plessen has sustained damages including, but not limited to, loss of the market value of the premises covered by the Lease."*

RESPONSE:

See 120-YY-00294 – 00481.

35. Please provide all documents supporting your contention in the 69th paragraph of your amended complaint that *"The Hameds, Five-H and KAC357, individually and collectively, were unjustly enriched by their receipt, benefit, use, enjoyment and/or retention of Plessen's assets."*

RESPONSE:

See 120-YY-00001 – 00003, 00294 – 00481.

36. Please provide all documents supporting your contention in the 72nd paragraph of your amended complaint that *"As alleged in detail herein, the Hameds, Five-Hand KAC357 had a unity of purpose or a common design and understanding, or a meeting of minds in an unlawful arrangement to, among other things, unlawfully misappropriate funds of Plessen and approve the Lease that unfairly benefitted KAC357 and the Hameds at the expense of Plessen and the Yusufs."*

RESPONSE:

See Response to Request No. 25 above.

37. Please provide all documents supporting your contention in the 73rd paragraph of your amended complaint that *"The Hameds, Five-Hand KAC357 knowingly performed overt acts and took action to further or carry out the unlawful purposes of the subject conspiracy, including, but not limited to, Waleed's issuing and cashing of check number 0376 and KAC357's possession of the premises covered by the Lease to the conspirators' benefit and Plessen's detriment."*

RESPONSE:

See Response to Request No. 25 above.

38. Please provide all documents supporting your contention in the 74th paragraph of your amended complaint that *"As a direct and proximate result of the foregoing civil conspiracy, Plessen has sustained damages including, but not limited to, damage to its reputation, loss of the funds unlawfully obtained from its Scotiabank account, and loss of the fair market value of Plessen's improved property."*

RESPONSE:

See 120-YY-00001 – 00003, 00294 – 00481. See documents produced in *Hamed v. Yusuf* (SX-12-CV-370) date-stamped FY 10263 – 10402, and specifically FY 010328 - 010342.

39. Please provide all documents supporting your contention in the 78th paragraph of your amended complaint that *"At all times relevant, the Hameds, Five-H, and/or KAC357 held the exclusive possession and/or control over documentation that would establish the funds and assets unlawfully taken from Plessen."*

RESPONSE:

See Response to Request No. 25 above.

40. Please provide all documents supporting your contention in the 79th paragraph of your amended complaint that *"Absent such documentation, Plessen is without the means to determine, among other things, if funds or assets are owed to it and, if so, how much; and if it*

misappropriated funds and assets were used to purchase any real or personal property, in which case it has an ownership interest in such property."

RESPONSE:

See Response to Request No. 25 above.

41. Please provide all documents supporting your contention in the 90th paragraph of your amended complaint that "*In the 25-year history of Plessen, there has never been an annual meeting of the shareholders to elect directors of Plessen.*"

RESPONSE:

See 120-YY-00004 – 00024, 00029 – 00217.

42. Please provide all documents supporting your contention in the 94th paragraph of your amended complaint that "*There is a state of shareholder dissension and deadlock as to Plessen such that its business can no longer be conducted to the advantage of the shareholders.*"

RESPONSE:

See 120-YY-00235.

43. Please provide all documents supporting your contention in the 97th paragraph of your amended complaint that "*There exists a hopeless deadlock and irreconcilable animosity between the shareholders of Plessen.*"

RESPONSE:

See 120-YY-00235.

44. Please provide all Scotiabank signature cards for the Plessen Enterprises, Inc. account, number 05800045012 that any Yusuf Family Member or Yusuf attorney submitted to the Virgin Islands Police Department personnel in connection with *People v Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353.

RESPONSE:

See 120-YY-00285 – 00293, specifically 00290.

45. Please provide all Scotiabank signature cards for the Plessen Enterprises, Inc. account, number 05800045012, excluding those identified in RFPDs No. 43.

RESPONSE:

See 120-YY-00225 – 00234, 000273 – 00284.

46. Please provide all Information Gathering Form – Account for a Private Corporate Entity documents for the Plessen Enterprises, Inc. account, number 05800045012 that any Yusuf Family Member or Yusuf attorney submitted to the Virgin Islands Police Department personnel in connection with *People v Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353.

RESPONSE:

See Response to Request No. 45 above.

47. Please provide all Information Gathering Form – Account for a Private Corporate Entity documents for the Plessen Enterprises, Inc. account, number 05800045012, excluding those identified in RFPDs No. 45.

RESPONSE:

See Response to Request No. 45 above.

48. Please provide all of the documents any Yusuf Family Member or Yusuf attorney submitted to the Virgin Islands Police Department personnel in connection with *People v Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353, excluding those already provided in RFPDs Nos. 43 and 45.

RESPONSE:

See Response to Request No. 44 above.

49. Please provide all documents that any Yusuf Family Member or Yusuf attorney submitted to Scotiabank personnel from 2013 to the present in connection with the Plessen Enterprises, Inc. account, number 05800045012.

RESPONSE:

None.

50. Please provide all documents that Scotiabank personnel gave to any Yusuf Family Member or Yusuf attorney from 2013 to the present in connection with the Plessen Enterprises, Inc. account, number 05800045012.

RESPONSE:

See Response to Request No. 44 and 45 above. See also Plaintiff Yusuf Yusuf's Responses to Mufeed Hamed's First Interrogatories Nos. 3,4,5 and 7.

51. Please provide all documents in connection with *People v Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353 that the Virgin Islands Police Department personnel gave to any Yusuf Family Member or Yusuf attorney from 2013 to the present.

RESPONSE:

None.

52. Please provide all documents in connection with *People v Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353 that the Virgin Islands Department of Justice personnel gave to any Yusuf Family Member or Yusuf attorney from 2013 to the present.

RESPONSE:

See Response to Request No. 44 above.

53. Please provide all documents notifying commercial entities that Waleed and/or Mufeed Hamed had been arrested in connection with *People v Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353.

RESPONSE:

Upon information and belief, there are no documents responsive to this request.

54. With regard to the Request To Admit that asks the following: "*ADMIT or DENY that a Yusuf Family Member or members has knowledge of when, by whom or under what circumstances the phrase "One Hamed and One Yusuf" to this card,*" please provide all documents that relate to when, by whom and under what circumstances the phrase "One Hamed and One Yusuf" was typed on the Signature Card that is Exhibit 2 thereto.

RESPONSE:

See Response to Request No. 44 and 45 above.

55. Please provide all documents or communications present at or related to, all meetings, conferences or communications between any member of the Yusuf Family and Scotiabank, the VI Daily News, the VIPD, any other VI Government official, regarding the alleged embezzlement from the Plessen Account.

RESPONSE:

See Response to Request No. 44 and 45 above. There were no meetings between any member of the Yusuf Family and the VI Daily News.

Yusuf Yusuf, et al. (v. Mohammad Hamed, et al.)
Case No. SX-13-CV-120
Plaintiff Yusuf Yusuf's Rule 34 Response to Mufeed Hamed's
First Request for Production of Documents
Page 19 of 19

DUDLEY, TOPPER AND FEUERZEIG, LLP

DATED: December 19, 2016

By: 

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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

It is hereby certified that on this 19th day of December, 2016, I caused a true and exact copy of the foregoing **PLAINTIFF YUSUF YUSUF'S RULE 34 RESPONSE TO MUFEEED HAMED'S FIRST REQUEST FOR PRODUCTION OF DOCUMENTS** to be served upon the following via e-mail:

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EXHIBIT E

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS

DIVISION OF ST. CROIX

YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)

Plaintiffs,)

vs.)

MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)

Defendants,)

-and-)

PLESSEN ENTERPRISES, INC.,)

Nominal Defendant.)

CASE NO. SX-13-CV-120

ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF

JURY TRIAL DEMANDED

PLAINTIFF YUSUF YUSUF'S RESPONSE TO DEFENDANT
MUFEEED HAMED'S SECOND SET OF REQUESTS FOR ADMISSIONS

Plaintiff, Yusuf Yusuf, through his attorneys, Dudley, Topper and Feuerzeig, LLP,
hereby provides its Responses to Defendant Mufeed Hamed's Second Set of Requests for
Admissions:

GENERAL OBJECTIONS

Yusuf Yusuf makes the following general objections to the Second Set of Requests for Admissions. These general objections apply to all or so many of the Requests for Admissions that, for convenience, they are set forth herein and are not necessarily repeated after each objectionable Requests for Admissions. The assertion of the same, similar, or additional objections in the individual responses to the Requests for Admissions, or the failure to assert any additional objections to a discovery request does not waive any of Yusuf Yusuf's objections as set forth below:

(1) Yusuf Yusuf objects to the Requests for Admissions to the extent they may impose obligations different from or in addition to those required under the Federal Rules of Civil Procedure.

(2) Yusuf Yusuf objects to each request for admission that uses the words "any" and "all" as being overly broad, unduly burdensome, immaterial, irrelevant, and not reasonably calculated to lead to the discovery of admissible evidence.

(3) Yusuf Yusuf objects to the Requests for Admissions to the extent they seek information which is protected by the attorney-client privilege or work-product doctrine, including information prepared in anticipation of litigation, or for trial, by or on behalf of Yusuf Yusuf or relating to mental impressions, conclusions, opinions, or legal theories of its attorneys or representatives, or any other applicable privilege or doctrine under federal or state statutory,

constitutional or common law. Yusuf Yusuf's answers shall not include any information protected by such privileges or doctrine, and documents or information inadvertently produced which includes such privileged information shall not be deemed a waiver by Yusuf Yusuf of such privilege or doctrine.

(4) Yusuf Yusuf objects to the Requests for Admissions to the extent that they seek information and documents concerning any matter that is irrelevant to the claims or defenses of any party to this action, and not reasonably calculated to lead to the discovery of admissible evidence.

(5) Yusuf Yusuf objects to the Requests for Admissions to the extent that they use terms or phrases that are vague, ambiguous, or undefined. Yusuf Yusuf's response to each such request will be based upon its understanding of the request.

(6) Yusuf Yusuf objects to the Requests for Admissions to the extent they seek documents or information not in the possession, custody or control of Yusuf Yusuf, on the ground that it would subject it to undue burden, oppression and expense, and impose obligations not required by the Federal Rules of Civil Procedure.

(7) Yusuf Yusuf has not completed either its discovery or its preparation for trial of this matter. Accordingly, Yusuf Yusuf's responses to the Requests for Admissions are made without prejudice to Yusuf Yusuf's right to make any use of, or proffer at any hearing or at trial, and are based only upon information presently available. If and as additional, non-privileged,

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responsive documents are discovered, these Requests for Admissions will be supplemented to the extent that supplementation may be required by the Federal Rules of Civil Procedure.

(8) Yusuf Yusuf objects to the Requests for Admissions to the extent that when all of the subparts are included they are in excess of the number permitted by Rule 33.

RESPONSES TO SECOND REQUESTS FOR ADMISSIONS

86. After reviewing 13 V.I.C. § 69 Officers; selection, term, duties which states, in relevant part,

(a) Every corporation organized under this chapter shall have a president, secretary and treasurer, who shall be chosen by the directors. The president shall be chosen from among the directors. **The secretary shall record all the proceedings of the meetings of the corporation and directors in a book to be kept for that purpose**, and perform such other duties that shall be assigned to him. The treasurer may be required to give bond in such sum and with such surety or sureties as shall be provided by the bylaws for the faithful discharge of his duty.

ADMIT or **DENY** that Fathi Yusuf has been, since its inception, the Secretary of Plessen.

RESPONSE:

Admit.

87. **ADMIT** or **DENY** that Fathi Yusuf had in his possession at one time a “record all the proceedings of the meetings of the Plessen corporation and directors in a book to be kept for that purpose”.

RESPONSE:

Admit but further responding shows that the corporate records for Plessen were seized for a number of years and were not in Fathi Yusuf's possession, custody or control.

88. **ADMIT** or **DENY** that at the present time “Fathi Yusuf has in his possession a “record all the proceedings of the meetings of the Plessen corporation and directors in a book to be kept for that purpose”.

RESPONSE:

Admit that Fathi Yusuf has access to the corporate record book of Plessen but denies that it is in his physical possession as same is currently maintained pursuant to the parties agreement at a neutral location in St. Thomas along with other records originally seized by the FBI in 2001.

89. ADMIT or DENY that a Fathi Yusuf had in his possession a "record all the proceedings of the meetings of the Plessen corporation and directors in a book to be kept for that purpose" in 2001.

RESPONSE:

Deny that Fathi Yusuf had possession of the corporate records for Plessen for all of 2001 as the corporate record books for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

90. ADMIT or DENY that a Fathi Yusuf had in his possession a "record all the proceedings of the meetings of the Plessen corporation and directors in a book to be kept for that purpose" in 2003.

RESPONSE:

Deny as the corporate records for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

91. ADMIT or DENY that Fathi Yusuf had in his possession a "record all the proceedings of the meetings of the Plessen corporation and directors in a book to be kept for that purpose" in 2007.

RESPONSE:

Deny as the corporate records for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

92. ADMIT or DENY Fathi Yusuf had in his possession a "record all the proceedings of the meetings of the Plessen corporation and directors in a book to be kept for that purpose" in 2010.

RESPONSE:

Deny as the corporate records for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

93. ADMIT or DENY that Fathi Yusuf had in his possession a "record all the proceedings of the meetings of the Plessen corporation and directors in a book to be kept for that purpose" in 2012.

RESPONSE:

Deny as the corporate records for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

94. After Reviewing 13 V.I.C. § 73, Duty to maintain business and stock records, which states in relevant part:

Every corporation formed under this chapter shall maintain
(1) correct books of account of its business transactions; and
(2) a **stock ledger in the form prescribed in section 189 of this title, which ledger shall be kept in the principal office of the corporation** in the United States Virgin Islands and Which shall be open daily to any stockholder for inspection at reasonable times.

ADMIT or DENY that Fathi Yusuf had in his possession at one time a stock ledger for Plessen.

RESPONSE:

Admitted.

95. ADMIT or DENY that at the present time "Fathi Yusuf has in his possession a stock ledger.

RESPONSE:

Admit that Fathi Yusuf has access to the corporate record book of Plessen but denies that it is in his physical possession as same is currently maintained pursuant to the parties agreement at a neutral location in St. Thomas along with other records originally seized by the FBI in 2001.

96. ADMIT or DENY that Fathi Yusuf had in his possession a stock ledger in 2001.

RESPONSE:

Deny that Fathi Yusuf had possession of the corporate records for Plessen for all of 2001 as the corporate record books for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

97. ADMIT or DENY that a Fathi Yusuf had in his possession a stock ledger in 2003.

RESPONSE:

Deny as the corporate records for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

98. ADMIT or DENY that Fathi Yusuf had in his possession a stock ledger in 2007.

RESPONSE:

Deny as the corporate records for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

99. ADMIT or DENY that Fathi Yusuf had in his possession a stock ledger in 2010.

RESPONSE:

Deny as the corporate records for Plessen and other jointly owned businesses were seized in the FBI raid in the later part of 2001.

100. ADMIT or DENY that Fathi Yusuf had in his possession a stock ledger in 2013.

RESPONSE:

Yusuf Yusuf is unable to either admit or deny regarding access to the corporate records in 2013 as it is uncertain whether certain of the records seized in the FBI raid were available to the

parties at this time or whether the original corporate records were available to the parties at this time.

101. After reviewing 13 V.I.C. § 191, Election of directors; manner, time, place and notice, which states in relevant part,

All elections of directors shall be by ballot, unless otherwise provided in the articles of incorporation. The first meeting for the election of directors, at which meeting any business may be transacted, shall be held at any place either within or without the United States Virgin Islands fixed by a majority of the incorporators in a writing signed by them, and thereafter **meeting of the stockholders shall be held annually for the election of directors and the transaction of any other business at the time and place within or without the United States Virgin Islands named in the bylaws.**

ADMIT or DENY that Fathi Yusuf, in his capacity as Secretary, has never sent a notice of an annual meeting of the shareholders of Plessen.

RESPONSE:

Admit.

102. ADMIT or DENY that Fathi Yusuf, in any capacity other than a Secretary of Plessen has never sent a notice of an annual meeting of the shareholders of Plessen.

RESPONSE:

Admit.

103. ADMIT or DENY that Fathi Yusuf, has in his possession any past notice of an annual meeting of the shareholders of Plessen that he sent or had sent.

RESPONSE:

Denied.

104. ADMIT or DENY that Fathi Yusuf, in his capacity as Secretary, has never sent a notice of an annual meeting of the directors of Plessen.

RESPONSE:

Admit.

105. ADMIT or DENY that Fathi Yusuf, in any capacity other than as Secretary of Plessen, has never sent a notice of an annual meeting of the directors of Plessen.

RESPONSE:

Admit.

106. ADMIT or DENY that Fathi Yusuf, has in his possession any notice of an annual meeting of the directors of Plessen that he sent or had sent.

RESPONSE:

Deny.

107. After reviewing 13 V.I.C. § 195 Equally divided vote; receivership, which states in relevant part:

Whenever, by reason of an equally divided vote of the stockholders, there shall be a failure to elect directors, and such failure for such reason shall exist at two successive annual elections

ADMIT or DENY there has never been "an equally divided vote of the stockholders" of Plessen.

RESPONSE:

The above statement is a partial recitation of 13 V.I.C. § 195, there is nothing to either admit or deny. Clearly, the stockholders are equally divided.

108. ADMIT or DENY that "by reason of an equal divided vote of the stockholders" there has never been "a failure to elect directors" at a shareholder meeting.

RESPONSE:

The above statement is a partial recitation of 13 V.I.C. § 195, there is nothing to either admit or deny. Clearly, the stockholders are equally divided.

109. ADMIT or DENY that "a failure to elect directors" at "two successive annual election" at Plessen shareholder meeting has never occurred.

RESPONSE:

The above statement is a partial recitation of 13 V.I.C. § 195, there is nothing to either admit or deny. Clearly, the stockholders are equally divided.

110. After reviewing 13 V.I.C. § 196 Consent of stockholders in lieu of meeting, which states in relevant part,

Whenever the vote of stockholders at a meeting thereof is required or permitted to be taken in connection with any corporate action, by any section of this chapter, the meeting and vote of stockholders may be dispensed with, if all of the stockholders who would have been entitled to vote upon the action if such meeting were held, shall consent in writing to such corporate action being taken. Nothing herein contained shall be construed to alter or modify the provisions of section 281 of this chapter. In the event that the action which is consented to is such as would have required the filing of a certificate under any of the other sections of this chapter, if such action had been voted upon by the stockholders at a meeting thereof, the certificate filed under such other section shall state written consent has been given hereunder, in lieu of stating that the stockholders have voted upon the corporate action in question, if such last mentioned statement is required thereby.

ADMIT or DENY that prior to January 1, 2012 there were actions taken by the Plessen directors by written consent.

RESPONSE:

Admitted.

111. ADMIT or DENY in 2015 there were actions taken by the Plessen directors by written consent.

RESPONSE:

Deny. Insofar as the parties agreed with counsel for distribution of funds or other actions, the statement is admitted.

112. ADMIT or DENY in 2016 there were actions taken by the Plessen directors by written consent.

RESPONSE:

Deny. Insofar as the parties agreed with counsel for distribution of funds or other actions, the statement is admitted.

113. ADMIT or DENY that at all times until his death in 2016 Mohammad Hamed was the President of Plessen.

RESPONSE:

Admit.

114. After referring to page 6 of the By-Laws of Plessen, paragraph 3.2 (shown below:)

Section 3.2 Powers and Duties of the President. The President shall be the Chief Executive Officer of the Corporation and shall have general charge and control of all its business affairs and properties. The President shall preside at all meetings of the Stockholders. The President may be a member of the Board of Directors and, if a member, shall preside at all meeting of the Board of Directors unless the Board of Directors, by a majority vote of a quorum of the Board, elects a Chairman other than the President to preside at meetings of the Board of directors. The President may sign and execute all authorized bonds, contracts, or other obligations in the name of the Corporation. The President shall have the general powers and duties of supervision and management usually vested in the office of president and of corporation. The President shall be an ex-officio voting member of all standing committees. The President shall perform such other duties as from time to time are assigned to the President by the Board of Directors.

RESPONSE:

Admit that the President is vested with the recitation of power and authority listed above but denied that this recitation is a true and accurate reflection of the scope and limitations of the President's power and authority as other provisions of the Bylaws limit such authority including but not limited to Article V, Section 5 or as provided for in the bank records. Further responding, Yusuf Yusuf shows that the power and authority of the President is limited by other provisions of the Bylaws and therefore, this statement, in a vacuum is not a complete recitation of the authority and limitations of the President and Vice President..

115. ADMIT or DENY that with regard to Plessen, during 2013 Mohammad Hamed was the "chief executive officer" of Plessen.

RESPONSE:

Admit that the President is vested with the title "Chief Executive Officer" listed above but denied that this recitation is a true and accurate reflection of the scope and limitations of the President's power and authority as other provisions of the Bylaws limit such authority including but not limited to Article V, Section 5 or as provided for in the bank records. Further responding, Yusuf Yusuf shows that the power and authority of the President is limited by other provisions of the Bylaws and therefore, this statement, in a vacuum is not a complete recitation of the authority and limitations of the President and Vice President.

116. ADMIT or DENY that with regard to Plessen, during 2013, Mohammad Hamed had "the general powers and duties of supervision and management usually vested in the office of president" of a corporation with regard to Plessen.

RESPONSE:

Admit that the President is vested with the general powers usually vested in the office of the president but but denied that this recitation is a true and accurate reflection of the scope and limitations of the President's power and authority as other provisions of the Bylaws limit such authority including but not limited to Article V, Section 5 or as provided for in the bank records. Further responding, Yusuf Yusuf shows that the power and authority of the President is limited by other provisions of the Bylaws and therefore, this statement, in a vacuum is not a complete recitation of the authority and limitations of the President and Vice President..

117. ADMIT or DENY that with regard to Plessen, Mohammad Hamed had the authority to direct the Vice-President to remove funds from a corporation account that was subject to theft by other directors or shareholders.

RESPONSE:

Deny.

118. ADMIT or DENY that at all times until the present, Waleed Hamed has been the Vice-President of Plessen.

RESPONSE:

Admit.

119. After referring to page 6 of the By-Laws of Plessen, paragraph 3.3 (shown below:

Section 3.3 Powers and Duties of the Vice-President. The Board of Directors may appoint one or more Vice Presidents. Each Vice President (except as otherwise provided by resolution of the Board of Directors) Shall have the power to sign and execute all authorized bonds, contracts, or other obligations in the name of the Corporation. Each Vice President shall have such other powers and shall perform such other duties as from to time are assigned to that Vice President by the Board of Directors or by the President. In case of the absence or disability of the President, the duties of that office shall be performed by a Vice President; the taking of any action by any Vice President in place of the President shall be conclusive evidence of the absence or disability of the President.

ADMIT or DENY that in 2013, with regard to Plessen, Waleed Hamed had the power to "sign and execute all authorized bonds, contracts, or other obligations in the name of the corporation."

RESPONSE:

Admit that the Vice President is vested with the recitation of power and authority listed above but denied that this recitation is a true and accurate reflection of the scope and limitations of the Vice President's power and authority as other provisions of the Bylaws limit such authority including but not limited to Article V, Section 5 or as provided for in the bank records. Further responding, Yusuf Yusuf shows that the power and authority of the Vice President is

limited by other provisions of the Bylaws and therefore, this statement, in a vacuum is not a complete recitation of the authority and limitations of the President and Vice President.

120. ADMIT or DENY in 2013 Waleed Hamed had "such other powers and [could] perform such other duties as from time to time [were] assigned [to him] ... by the President.

RESPONSE:

Admit. However, further responding, this does not provide the Vice President with the authority to sign checks on behalf of Plessen without a counter signature from the Secretary/Treasurer as set forth in Article 5, Section 5.1(c) of the Bylaws or as provided for in the bank records. Further responding, Yusuf Yusuf shows that the power and authority of the Vice President is limited by other provisions of the Bylaws and therefore, this statement, in a vacuum is not a complete recitation of the authority and limitations of the President and Vice President.

121. ADMIT or DENY in 2013, if Mohammad Hamed was absent or disabled, Waleed Hamed had the power to perform "the duties of" the office of President.

RESPONSE:

Deny.

122. ADMIT or DENY that Yusuf Yusuf does not have any written consent, or written resolutions or minutes of any meeting, making Mike Yusuf a director of Plessen.

RESPONSE:

Admit as to corporate resolution or minutes but shows that the Yusufs were under the belief that Mike Yusuf was a director of United as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v.*

Yusuf et al, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 120-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director. Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

123. ADMIT or DENY that Mike Yusuf does not have any written consent, or written resolutions or minutes of any meeting, making Mike Yusuf a director of Plessen.

RESPONSE:

Admit as to written resolutions or minutes but shows that the Yusufs were under the belief that Mike Yusuf was a director of United as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 120-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director. Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

124. ADMIT or DENY that Fathi Yusuf does not have any written consent or written resolutions or minutes of any meeting, making Mike Yusuf a director of Plessen.

RESPONSE:

Admit as to written resolutions or minutes but shows that the Yusufs were under the belief that Mike Yusuf was a director of United as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 120-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director. Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

125. ADMIT or DENY that Yusuf Yusuf does not know of any written consent, or minutes of any meeting, in the possession of any third person or entity, making Mike Yusuf a director of Plessen.

RESPONSE:

Admit as to written resolutions or minutes but shows that the Yusufs were under the belief that Mike Yusuf was a director of United as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as

is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 120-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director. Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

126. ADMIT or DENY that Mike Yusuf does not know of any written consent, or minutes of any meeting, in the possession of any third person or entity, making Mike Yusuf a director of Plessen.

RESPONSE:

Admit as to written resolutions or minutes but shows that the Yusufs were under the belief that Mike Yusuf was a director of United as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 120-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director. Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

127. ADMIT or DENY that Fathi Yusuf does not know of any written consent, or minutes of any meeting, in the possession of any third person or entity, making Mike Yusuf a director of Plessen.

RESPONSE:

Admit as to written resolutions or minutes but shows that the Yusufs were under the belief that Mike Yusuf was a director of United as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 120-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director. Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

128. ADMIT or DENY that Yusuf Yusuf has had written or verbal communications including but not limited to emails and telephone conversations, with any vendor or supplier of grocery products or association of grocery vendors regarding criminal charges being brought against Waleed of [sic] Mafi Hamed regarding the embezzlement of Plessen funds at issue in this action.

RESPONSE:

Admit to the extent that such actions occurred after the matter was already made public and in response to inquiries, otherwise the statement is denied.

129. ADMIT or DENY that Mike Yusuf has had written or verbal communications, including but not limited to emails and telephone conversation, with any vendor or supplier of grocery products or association of grocery vendors regarding criminal charges being brought against Waleed of [sic] Mafi Hamed regarding the embezzlement of Plessen funds at issue in this action.

RESPONSE:

Admit to the extent that such actions occurred after the matter was already made public and in response to inquiries, otherwise the statement is denied.

130. ADMIT or DENY that Fathi Yusuf has had written or verbal communications, including but not limited to emails and telephone conversation, with any vendor or supplier of grocery products or association of grocery vendors regarding criminal charges being brought against Waleed of [sic] Mafi Hamed regarding the embezzlement of Plessen funds at issue in this action.

RESPONSE:

Admit to the extent that such actions occurred after the matter was already made public and in response to inquiries, otherwise the statement is denied.

131. ADMIT or DENY that Yusuf Yusuf forwarded a copy of a Daily News article to any vendor or supplier of grocery products or association of grocery vendors regarding criminal charges being brought against Waleed of [sic] Mafi Hamed regarding the embezzlement of Plessen funds at issue in this action.

RESPONSE:

Yusuf Yusuf is unable to recall whether he forwarded a copy of the Daily News article to anyone described in this RTA and therefore, it is Denied.

132. ADMIT or DENY that Mike Yusuf forwarded a copy of a Daily News article to any vendor or supplier of grocery products or association of grocery vendors regarding criminal charges being brought against Waleed of [sic] Mafi Hamed regarding the embezzlement of Plessen funds at issue in this action.

RESPONSE:

Deny.

133. ADMIT or DENY that Fathi Yusuf forwarded a copy of a Daily News article to any vendor or supplier of grocery products or association of grocery vendors regarding criminal charges being brought against Waleed of [sic] Mafi Hamed regarding the embezzlement of Plessen funds at issue in this action.

RESPONSE:

Deny.

134. ADMIT or DENY that Nizar DeWood's conversations and written communications on behalf of Plaintiff with members of the VIPD are not privileged.

RESPONSE:

Yusuf Yusuf is unable to admit or deny the allegations set forth in the RTA as they are not specific as to the conversations involved or the matters covered. Hence, they stand denied.

135. ADMIT or DENY that Plaintiff claims Nizar DeWood's conversations and written communications on behalf of Plaintiff with members of the VIPD are privileged.

RESPONSE:

Yusuf Yusuf is unable to admit or deny the allegations set forth in the RTA as they are not specific as to the conversations involved or the matters covered. Hence, they stand denied.

136. ADMIT or DENY that Nazir DeWood's conversations and written communications on behalf of Plaintiff with members of the VIPD are privileged.

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Yusuf Yusuf is unable to admit or deny the allegations set forth in the RTA as they are not specific as to the conversations involved or the matters covered. Hence, they stand denied.

137. ADMIT or DENY that Plaintiff claims Nizar DeWood's conversations and written communications on behalf of Plaintiff with employees of Scotiabank are privileged.

RESPONSE:

Yusuf Yusuf is unable to admit or deny the allegations set forth in the RTA as they are not specific as to the conversations involved or the matters covered. Hence, they stand denied.

VERIFICATION

I hereby certify under penalty of perjury that the facts contained in each of the foregoing responses to requests to admit are true and correct to the best of my knowledge, information and belief.

DATED: 2/15/2017

[Signature]
YUSUF YUSUF

TERRITORY OF THE U.S. VIRGIN ISLANDS)
DISTRICT OF St. Croix) ss.:

On this, the 15 day of February, 2017, before me, the undersigned officer, personally appeared Yusuf Yusuf, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within document and acknowledged that he/she executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

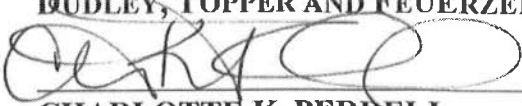
Christine M. Pauly
Notary Public

CHRISTINE M. PAULY
Notary Public
St. Croix, U.S. Virgin Islands
NP-80-13
My Commission Expires September 5, 2017



Yusuf Yusuf, et al. (v. Mohammad Hamed, et al.)
Case No. SX-13-CV-120
Plaintiff Yusuf Yusuf's Response to Defendant
Mufeed Hamed's Second Set of Requests for Admissions
Page 23 of 23

DATED: February 15th, 2017

BUDLEY, TOPPER AND FEUERZEIG, LLP
By: 
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(V.I. Bar #1281)
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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

It is hereby certified that on this ____ day of February, 2017, I caused a true and exact copy of the foregoing **PLAINTIFF YUSUF YUSUF'S RESPONSE TO DEFENDANT MUFEED HAMED'S SECOND SET OF REQUESTS FOR ADMISSIONS** to be served upon the following via e-mail:

Mark W. Eckard, Esq.
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EXHIBIT F

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS

DIVISION OF ST. CROIX

YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)

Plaintiffs,)

vs.)

MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)

Defendants,)

-and-)

PLESSEN ENTERPRISES, INC.,)

Nominal Defendant.)

CASE NO. SX-13-CV-120

ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF

JURY TRIAL DEMANDED

**PLAINTIFF YUSUF YUSUF'S RESPONSES TO
MUFEED HAMED'S SECOND SET INTERROGATORIES**

Plaintiff, Yusuf Yusuf, through his attorneys, Dudley, Topper and Feuerzeig, LLP,
hereby provides his Responses to Defendant Mufeed Hamed's Second Set of Interrogatories:

GENERAL OBJECTIONS

Yusuf Yusuf makes the following general objections to the Interrogatories. These
general objections apply to all or so many of the Interrogatories that, for convenience, they are
set forth herein and are not necessarily repeated after each objectionable Interrogatory. The
assertion of the same, similar, or additional objections in the individual responses to the

Interrogatories, or the failure to assert any additional objections to a discovery request does not waive any of Yusuf Yusuf's objections as set forth below:

(1) Yusuf Yusuf objects to the Interrogatories to the extent they may impose obligations different from or in addition to those required under the Federal Rules of Civil Procedure.

(2) Yusuf Yusuf objects to each interrogatory that uses the words "any" and "all" as being overly broad, unduly burdensome, immaterial, irrelevant, and not reasonably calculated to lead to the discovery of admissible evidence.

(3) Yusuf Yusuf objects to the Interrogatories to the extent they seek information which is protected by the attorney-client privilege or work-product doctrine, including information prepared in anticipation of litigation, or for trial, by or on behalf of Yusuf Yusuf or relating to mental impressions, conclusions, opinions, or legal theories of its attorneys or representatives, or any other applicable privilege or doctrine under federal or state statutory, constitutional or common law. Yusuf Yusuf's answers shall not include any information protected by such privileges or doctrine, and documents or information inadvertently produced which includes such privileged information shall not be deemed a waiver by Yusuf Yusuf of such privilege or doctrine.

(4) Yusuf Yusuf objects to the Interrogatories to the extent that they seek information and documents concerning any matter that is irrelevant to the claims or defenses of any party to this action, and not reasonably calculated to lead to the discovery of admissible evidence.

(5) Yusuf Yusuf objects to the Interrogatories to the extent that they use terms or phrases that are vague, ambiguous, or undefined. Yusuf Yusuf's response to each such request will be based upon its understanding of the request.

(6) Yusuf Yusuf objects to the Interrogatories to the extent they seek documents or information not in the possession, custody or control of Yusuf Yusuf, on the ground that it would subject him to undue burden, oppression and expense, and impose obligations not required by the Federal Rules of Civil Procedure.

(7) Yusuf Yusuf has not completed either its discovery or its preparation for trial of this matter. Accordingly, Yusuf Yusuf's responses to the Interrogatories are made without prejudice to Yusuf Yusuf's right to make any use of, or proffer at any hearing or at trial, and are based only upon information presently available. If and as additional, non-privileged, responsive documents are discovered, these Interrogatories will be supplemented to the extent that supplementation may be required by the Federal Rules of Civil Procedure.

(8) Yusuf Yusuf objects to the Interrogatories to the extent that when all of the subparts are included they are in excess of the number permitted by Rule 33.

INTERROGATORIES AND RESPONSES
Numbering continued from First Set

INTERROGATORY NO. 8

Describe, with particularity as to dates and persons or documents present, all meetings, conferences or communications between any attorney for Plaintiff or for any member of the Yusuf Family and: Scotiabank, the VI Daily News, the VIPD, Attorney General's Office or any other VI Government official, regarding the alleged embezzlement from the Plessen Account.

RESPONSE:

Subject to the above-stated objections and without waiving any objections, shortly after March 27, 2013, when the \$460,000.00 check was cashed by Waleed Hamed and Mufeed Hamed, Yusuf Yusuf went to the Sunny Isle Branch of Scotia Bank in person and asked to speak with someone regarding information on a commercial account. Ms. Yvette Clendenen from Scotia Bank was called to speak with Yusuf Yusuf. During that conversation, Yusuf Yusuf inquired about Plessen account and the monies that had been removed. Ms. Clendenen showed Yusuf Yusuf the balance in the Plessen account, the monies which had been taken out and provided him a photocopy of the \$460,000.00 check front and back. The next day, Yusuf Yusuf returned to the Sunny Isle Branch of Scotia Bank and asked for Ms. Clendenen. During this conversation, Yusuf Yusuf asked her for a copy documents in the bank's files as to the persons authorized to sign checks on behalf of Plessen. Ms. Clendenen provided a copy of the Intake Gathering Form from Scotia Bank's physical file. A true and correct copy of the documents received are attached hereto as Bates Stamped – 12-YY-0001-2;000273-281.

It is Mike Yusuf's recollection that in mid-to-late 2011 or early 2012, that it was determined that two signatures would be required, one Hamed and one Yusuf and that the Mike Yusuf and Waleed Hamed separately went into Scotia Bank and executed the documents with this requirement.

This change is also reflected in the signatures on the checks from the Plessen account. From September, 2011, all checks written bear one Hamed and on Yusuf signature. The exception to this is the \$460,000.00 check which bears two Hamed signatures. See Bates Stamped documents, 12-YY-00489-501, which are the checks written on the Plessen account each containing two signatures, one Hamed and one Yusuf after September of 2011.

On May 17, 2013, Attorney Nizar DeWood and Maher Yusuf met with VIPD Officer Mark Corneiro. During that meeting they conveyed to him orally the events which Officer Corneiro chronicles in his Affidavit. At that time, the documents provided were those listed in Officer Corneiro's Affidavit at page 3. Based upon Officer Mark Corneiro's Affidavit, it appears that he conducted his own independent investigation into the matter and he appears to have secured additional information directly from Scotia Bank, including the signature cards, reflecting "One Hamed and One Yusuf". Mike Yusuf recalls that there were a few calls between himself and Sergeant Corneiro but does not recall the dates. Sergeant Corneiro inquired about the name "Galleria" in Smith Bay which had arisen as part of his investigation into the funds that were deposited into Wally's account. Mike Yusuf explained that he understood that this related to the real property upon which a supermarket was being constructed in Red Hook, St. Thomas formerly known as Marina Market.

The V.I.P.D. investigation was later turned over to Attorney Kippy Roberson of the Attorney General's office. Attorney Roberson contacted Attorney Nizar DeWood and requested any information available. The exact date of this communication is unknown but on March 30, 2016, in response to Attorney Roberson's request, Yusuf Yusuf provided to Attorney DeWood a copy of the Intake Gathering Form with signatures and requirement for one Hamed and one Yusuf. See Bates Stamps 12-YY-000273-281. Attorney DeWood forwarded the information to Attorney Roberson as requested the same day. No further communication occurred between Attorney DeWood or any of the Yusuf's regarding this matter and Attorney Roberson.

With regard to the V.I. Daily News, Mike Yusuf received a call from them and answered no questions and referred them to the V.I.P.D. The date of the contact is uncertain.

INTERROGATORY NO. 9

Describe any privilege(s) asserted with regard to conversations and communications between any attorney for Plaintiff or for any member of the Yusuf Family and: Scotiabank, the VI Daily News, the VIPD, Attorney General's Office or any other VI Government official, regarding the alleged embezzlement from the Plessen Account. (If no such privilege(s) are asserted, state "None asserted.")

RESPONSE:

None asserted.

INTERROGATORY NO. 10

In the Amended Complaint, at page 5, paragraph 27. Plaintiff alleges:

27. Yusuf then reviewed Plessen's bank statements and learned that on March 27, 2013, Waleed and Mufeed, without authorization, issued check number 03 76 in the amount of \$460,000.00 from Plessen's Scotiabank account, made payable to Waleed in his personal capacity, with no business purpose.

For the date, March 27, 2017, [sic]

- a. state the officers and directors of Plessen, and when and how each had become a director.
- b. state what articles of incorporation and bylaws were in effect.
- c. state what you understand and contend were the powers and duties of the President and Vice-President.

RESPONSE:

Subject to the above-stated objections and without waiving any objections, Yusuf Yusuf shows that date of "March 27, 2017" is obviously incorrect. To the extent that the date is assumed to mean "March 27, 2013," Yusuf Yusuf shows that Mohammed Hamed, who previously served as President and was a director is now deceased. Fathi Yusuf has always served as the Secretary and Treasurer and has been a director. The Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

Yusuf Yusuf shows that the corporate records for Plessen were outside any of the parties' control for years following the FBI raid in which the corporate records were seized. In April, 2014, Carl Beckstedt prepared corporate documents to reflect Mike's position as a director.

Attorney Holt advised Carl Beckstedt to the contrary. However, Attorney Beckstedt did not comply but rather advised that he would need to confirm with the parties. Nonetheless, there is not an executed document in the official corporate record book reflecting Mike Yusuf's position as a director.

The powers and the duties of the President and the Vice President were limited by the Bylaws, including Article V, Section 5.1(c) which requires checks to be signed by either the President or Vice President and then countersigned by the Secretary or Treasurer. This would require that one Hamed and one Yusuf would ultimately be signing all checks. In addition, in mid-to-late 2011, all checks thereafter were signed by one Hamed and one Yusuf, with the exception of the \$460,000.00 check. No officer was allowed to remove funds from the account without the dual family signatures and this was the accepted restriction agreed to by the two families in addition to the other restrictions already imposed by Article V of the Bylaws.

INTERROGATORY NO. 11


Describe any privilege(s) asserted with regard to conversations and communications between any attorney for Plaintiff or for any member of the Yusuf Family and: Scotiabank, the VI Daily News, the VIPD, Attorney General's Office or any other VI Government official, regarding the alleged embezzlement from the Plessen Account. (If no such privilege(s) are asserted, state "none asserted.")

RESPONSE:

This Interrogatory is duplicative of Interrogatory No. 9.

Yusuf Yusuf, et al. (v. Mohammad Hamed, et al.)
Case No. SX-13-CV-120
Plaintiff Yusuf Yusuf's Responses to Defendant
Mufeed Hamed's Second Interrogatories
Page 11 of 11

DATED: February 15th, 2017

DUDLEY, TOPPER AND FEUERZEIG, LLP
By: 
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(V.I. Bar #1281)
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St. Thomas, VI 00804-0756
Telephone: (340) 715-4422
Facsimile: (340) 715-4400
E-Mail: cperrell@dtflaw.com

Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

It is hereby certified that on this 15th day of February, 2017, I caused a true and exact copy of the foregoing **PLAINTIFF YUSUF YUSUF'S RESPONSES TO DEFENDANT MUFEEED HAMED'S SECOND SET OF INTERROGATORIES** to be served upon the following via e-mail:

Mark W. Eckard, Esq.
HAMM & ECKARD, LLP
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EXHIBIT G

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS

DIVISION OF ST. CROIX

YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)

Plaintiffs,)

vs.)

MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)

Defendants,)

-and-)

PLESSEN ENTERPRISES, INC.,)

Nominal Defendant.)

CASE NO. SX-13-CV-120

ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF

JURY TRIAL DEMANDED

**PLAINTIFF YUSUF YUSUF'S RULE 34
RESPONSE TO MUFEED HAMED'S SECOND
REQUEST FOR PRODUCTION OF DOCUMENTS**

Plaintiff, Yusuf Yusuf, through its attorneys, Dudley, Topper and Feuerzeig, LLP, hereby submits its Rule 34 Response to Defendant Mufeed Hamed's Second Request for Production of Documents. This Response is being submitted pursuant to Fed. R. Civ. P. 34, as applied to this Court by Superior Court Rule 7.

GENERAL OBJECTIONS

1. Yusuf Yusuf objects to each demand that uses the words "any" and "all" as being overbroad, unduly burdensome, immaterial, irrelevant, and not reasonably calculated to lead to the discovery of admissible evidence.
2. Yusuf Yusuf objects to each demand that uses terms like "any," "all," "relate to," "regarding," and "pertaining to," with respect to general categories of documents on the grounds that the use of such terms makes the demand vague and overbroad.
3. Yusuf Yusuf objects to each demand to the extent it seeks the production of documents or information protected by the attorney-client, work product or other privileges. Only non-privileged documents, or portions thereof, will be produced.
4. Yusuf Yusuf objects to each demand to the extent that it uses terms or phrases that are vague, ambiguous, or undefined. Yusuf Yusuf's response to each such demand is based upon its understanding of the demand.
5. Yusuf Yusuf objects to each demand that asks for documents that fall outside the scope of this litigation. To the extent the demands seek production of such documents, the demands impose an undue burden and expense. Further, such documents are irrelevant, immaterial, and not reasonably calculated to lead to the discovery of admissible evidence.

6. Yusuf Yusuf objects to each demand to the extent it requires the production of documents outside of its possession, custody or control.

7. Yusuf Yusuf is continuing its efforts to identify non-privileged documents that are responsive to plaintiff's demand for production. Consequently, the documents produced may be supplemented.

8. Yusuf Yusuf objects to the production of any documents prior to the entry of a confidentiality agreement and order.

9. Each document Yusuf Yusuf produces is subject to all of the above general objections and all specific objections listed below. Inadvertent production of privileged documents shall not be deemed a waiver.

10. Yusuf Yusuf incorporates by reference its general and specific objections made to these document requests in its August 13, 2013 Objections to Plaintiff's Demand for Production of Documents.

**RESPONSE TO REQUESTS
FOR PRODUCTION OF DOCUMENTS**

1. Please provide all documents showing Plessen shareholder meeting notices from January 31, 1998 to present.

RESPONSE:

See Bates Stamped Documents – 120-YY-0004-224

2. Please provide all documents showing Plessen shareholder meetings that took place from January 31, 1998

RESPONSE:

See Bates Stamped Documents – 120-YY-0004-224

3. Please provide signed Plessen Enterprises, Inc. stock certificates showing that the Yusuf family owns 50% of the outstanding shares in Plessen.

RESPONSE:

See Bates Stamped Documents – 120-YY-0004-224; 155; 162-217.

4. Please provide all of the documents any Yusuf family member or Yusuf attorney submitted to the Virgin Islands Police Department personnel in connection with *People v Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353.

RESPONSE:

Subject to the above-stated objections and without waiving any objections, shortly after March 27, 2013, when the \$460,000.00 check was cashed by Waleed Hamed and Mufeed Hamed, Yusuf Yusuf went to the Sunny Isle Branch of Scotia Bank in person and asked to speak with someone regarding information on a commercial account. Ms. Yvette Clendenen from Scotia Bank was called to speak with Yusuf Yusuf. During that conversation, Yusuf Yusuf inquired about Plessen account and the monies that had been removed. Ms. Clendenen showed Yusuf Yusuf the balance in the Plessen account, the monies which had been taken out and

provided him a photocopy of the \$460,000.00 check front and back. The next day, Yusuf Yusuf returned to the Sunny Isle Branch of Scotia Bank and asked for Ms. Clendenen. During this conversation, Yusuf Yusuf asked her for a copy documents in the bank's files as to the persons authorized to sign checks on behalf of Plessen. Ms. Clendenen provided a copy of the Intake Gathering Form from Scotia Bank's physical file. A true and correct copy of the documents received are attached hereto as Bates Stamped – 12-YY-0001-2;000273-281.

It is Mike Yusuf's recollection that in mid-to-late 2011 or early 2012, that it was determined that two signatures would be required, one Hamed and one Yusuf and that the Mike Yusuf and Waleed Hamed separately went into Scotia Bank and executed the documents with this requirement.

This change is also reflected in the signatures on the checks from the Plessen account. From September, 2011, all checks written bear one Hamed and on Yusuf signature. The exception to this is the \$460,000.00 check which bears two Hamed signatures. See Bates Stamped documents, 12-YY-00489-501, which are the checks written on the Plessen account each containing two signatures, one Hamed and one Yusuf after September of 2011.

On May 17, 2013, Attorney Nizar DeWood and Maher Yusuf met with VIPD Officer Mark Corneiro. During that meeting they conveyed to him orally the events which Officer Corneiro chronicles in his Affidavit. At that time, the documents provided were those listed in Officer Corneiro's Affidavit at page 3. Based upon Officer Mark Corneiro's Affidavit, it appears that he conducted his own independent investigation into the matter and he appears to have secured additional information directly from Scotia Bank, including the signature cards, reflecting "One Hamed and One Yusuf". Mike Yusuf recalls that there were a few calls between himself and Sergeant Corneiro but does not recall the dates. Sergeant Corneiro inquired about the name "Galleria" in Smith Bay which had arisen as part of his investigation into the funds that were deposited into Wally's account. Mike Yusuf explained that he understood that this related to the real property upon which a supermarket was being constructed in Red Hook, St. Thomas formerly known as Marina Market.

The V.I.P.D. investigation was later turned over to Attorney Kippy Roberson of the Attorney General's office. Attorney Roberson contacted Attorney Nizar DeWood and requested any information available. The exact date of this communication is unknown but on March 30, 2016, in response to Attorney Roberson's request, Yusuf Yusuf provided to Attorney DeWood a copy of the Intake Gathering Form with signatures and requirement for one Hamed and one Yusuf. See Bates Stamps 12-YY-000273-281. Attorney DeWood forwarded the information to Attorney Roberson as requested the same day. No further communication occurred between Attorney DeWood or any of the Yusuf's regarding this matter and Attorney Roberson.

It appears that the signature cards were not in possession of the Yusufs and were not provided to the VIPD or the Attorney General's office. Rather, the information provided to the VIPD is as listed in the Affidavit of Mark Affidavit at page 3. Subsequently, the Intake Gathering form was not provided until March of 2016 when requested by Attorney Roberson. The documents provided to Roberson were Bates Stamps 12-YY-000273-281.

5. Please provide all documents or communications present at or related to, all meetings, conferences or communications between any member of the Yusuf Family and the VI Daily News regarding the alleged embezzlement from the Plessen Account.

RESPONSE:

There are no documents responsive to this request.

6. Please provide all documents or communications present at or related to, all meetings, conferences or communications between any member of the Yusuf Family and the VIPD regarding the alleged embezzlement from the Plessen Account.

RESPONSE:

See response to RTP #4.

7. Please provide all documents or communications present at or related to, all meetings, conferences or communications between any member of the Yusuf Family and any VI Government official (excluding the VIPD) regarding the alleged embezzlement from the Plessen Account.

RESPONSE:

See response to RTP #4.

8. Please provide all documents or communications present at or related to, all meetings, conferences or communications between any member of the Yusuf Family and Scotiabank regarding the alleged embezzlement from the Pleassen Account.

RESPONSE:

See response to RTP #4.

9. Please provide all document or communications present at or related to, all meetings, conferences or communications between any member of the Yusuf Family and vendors selling to the Hamed family business regarding the alleged embezzlement from the Plessen Account.

RESPONSE:

Yusuf Yusuf is unaware of documents responsive to this request.

10. Please provide all documents evidencing a meeting of the Board of Directors for Plessen Enterprises, Inc. where the Board had voted to make Maher (Mike Yusuf a Plessen director.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf provides Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

11. Please provide all documents evidencing a meeting of the shareholders of Plessen Enterprises, Inc. where the shareholders had voted to make Maher (Mike) Yusuf a Plessen director.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf provides Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

12. Please provide all documents showing by a unanimous consent action of the Board of Directors for Plessen Enterprises, Inc. that Maher (Mike) Yusuf had been made a Plessen director.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf provides Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

13. Please provide all documents showing by a unanimous consent action of the Plessen Enterprises, Inc. shareholders and Maher (Mike) Yusuf had been made a Plessen director.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf shows that Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

14. Please provide all documents showing by a unanimous consent action of the Board of Directors for Plessen Enterprises Inc. that the size of the Plessen Board of Directors increased to more than three directors.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf shows that Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

15. Please provide all documents showing by a unanimous consent action of the shareholders for Plessen Enterprises Inc. that the size of the Plessen Board of Directors increased to more than three directors.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf shows that Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

16. Please provide all documents showing a vote by the Board of Directors for Plessen Enterprises, Inc. to increase the size of the Plessen Board of Directors to more than three directors.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf shows that Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.

17. Please provide all documents showing a vote by the shareholders of Plessen Enterprises, Inc. to increase the size of the Plessen Board of Directors to more than three directors.

RESPONSE:

There are no documents responsive to this request. However, Yusuf Yusuf shows that Yusuf's were under the belief that Mike Yusuf was a director of Plessen as a result of documents provided to the V.I. Government Department of Licensing and Consumer Affairs and because he originally was provided signature authority as to the Plessen account at Scotia Bank and reflected in the August 17, 2009 bank records. He was also listed on the Intake Gathering Form for Scotia as a "director." Furthermore, Mohammed Hamed in response to interrogatories in the *Hamed v. Yusuf et al*, sx-12-370 case, swore that "I [Mohammed] am one of the four directors of Plessen. To the best of my recollection, I have always been a director. The other three directors and shareholders of the complaint, including Fathi Yusuf and his sons were all aware of this fact, as is the Office of the Lieutenant Governor, Division of Corporations." See Bates Stamped documents 12-YY-00509-511.


18. Please provide all of the documents any attorney on behalf of a Yusuf family member submitted to any VI Government official (excluding the VIPD) in connection with *People v. Mufeed Hamed*, SX-15-CR-352 and *People v Waleed Hamed*, SX-15-CR-353.

RESPONSE:

See response to RTP #4.

Yusuf Yusuf, et al. (v. Mohammad Hamed, et al.)
Case No. SX-13-CV-120
Plaintiff Yusuf Yusuf's Rule 34 Response to Mufeed Hamed's
Second Request for Production of Documents
Page 12 of 12

DATED: February 15th, 2017

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CERTIFICATE OF SERVICE

It is hereby certified that on this _____ day of February, 2017, I caused a true and exact copy of the foregoing **PLAINTIFF YUSUF YUSUF'S RULE 34 RESPONSE TO MUFEED HAMED'S SECOND REQUEST FOR PRODUCTION OF DOCUMENTS** to be served upon the following via e-mail:

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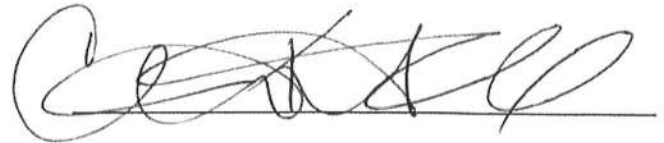


EXHIBIT H

**IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS
DIVISION OF ST. CROIX**

**YUSUF YUSUF, FATHI YUSUF, FAWZIA YUSUF,)
NEJEH YUSUF, and ZAYED YUSUF, in their)
individual capacities and derivatively on behalf of)
PLESSEN ENTERPRISES, INC.,)**

Plaintiffs,)

vs.)

**MOHAMMAD HAMED, WALEED HAMED,)
WAHEED HAMED, MUFEED HAMED,)
HISHAM HAMED, FIVE-H HOLDINGS, INC., and)
KAC357, INC.,)**

Defendants,)

-and-)

PLESSEN ENTERPRISES, INC.,)

Nominal Defendant.)

CASE NO. SX-13-CV-120

**ACTION FOR DAMAGES,
DECLARATORY AND
INJUNCTIVE RELIEF**

JURY TRIAL DEMANDED

**PLAINTIFF YUSUF YUSUF'S RESPONSE TO DEFENDANT
MUFEED HAMED'S THIRD SET OF REQUESTS FOR ADMISSIONS**

Plaintiff, Yusuf Yusuf, through his attorneys, Dudley, Topper and Feuerzeig, LLP, hereby provides its Responses to Defendant Mufeed Hamed's Third Set of Requests for Admissions:

GENERAL OBJECTIONS

Yusuf Yusuf makes the following general objections to the Second Set of Requests for Admissions. These general objections apply to all or so many of the Requests for Admissions that, for convenience, they are set forth herein and are not necessarily repeated after each objectionable Requests for Admissions. The assertion of the same, similar, or additional objections in the individual responses to the Requests for Admissions, or the failure to assert any additional objections to a discovery request does not waive any of Yusuf Yusuf's objections as set forth below:

(1) Yusuf Yusuf objects to the Requests for Admissions to the extent they may impose obligations different from or in addition to those required under the Federal Rules of Civil Procedure.

(2) Yusuf Yusuf objects to each request for admission that uses the words "any" and "all" as being overly broad, unduly burdensome, immaterial, irrelevant, and not reasonably calculated to lead to the discovery of admissible evidence.

(3) Yusuf Yusuf objects to the Requests for Admissions to the extent they seek information which is protected by the attorney-client privilege or work-product doctrine, including information prepared in anticipation of litigation, or for trial, by or on behalf of Yusuf Yusuf or relating to mental impressions, conclusions, opinions, or legal theories of its attorneys or representatives, or any other applicable privilege or doctrine under federal or state statutory, constitutional or common law. Yusuf Yusuf's answers shall not include any information protected by such privileges or doctrine, and documents or information inadvertently produced which includes such privileged information shall not be deemed a waiver by Yusuf Yusuf of such privilege or doctrine.

(4) Yusuf Yusuf objects to the Requests for Admissions to the extent that they seek information and documents concerning any matter that is irrelevant to the claims or defenses of any party to this action, and not reasonably calculated to lead to the discovery of admissible evidence.

(5) Yusuf Yusuf objects to the Requests for Admissions to the extent that they use terms or phrases that are vague, ambiguous, or undefined. Yusuf Yusuf's response to each such request will be based upon its understanding of the request.

(6) Yusuf Yusuf objects to the Requests for Admissions to the extent they seek documents or information not in the possession, custody or control of Yusuf Yusuf, on the ground that it would subject it to undue burden, oppression and expense, and impose obligations not required by the Federal Rules of Civil Procedure.

(7) Yusuf Yusuf has not completed either its discovery or its preparation for trial of this matter. Accordingly, Yusuf Yusuf's responses to the Requests for Admissions are made without prejudice to Yusuf Yusuf's right to make any use of, or proffer at any hearing or at trial, and are based only upon information presently available. If and as additional, non-privileged, responsive documents are discovered, these Requests for Admissions will be supplemented to the extent that supplementation may be required by the Federal Rules of Civil Procedure.

(8) Yusuf Yusuf objects to the Requests for Admissions to the extent that when all of the subparts are included they are in excess of the number permitted by Rule 33.

RESPONSES TO THIRD REQUESTS FOR ADMISSIONS

138. Defendant Mufeed Hamed's Second Set of Requests to admit Yusuf asked the following question numbered 107, and Yusuf provided the following response:

107. After reviewing 13 V.I.C. § 195 Equally divided vote; receivership, which states in relevant part:

Whenever, by reason of an equally divided vote of the stockholders, there shall be a failure to elect directors, and such failure for such reason shall exist at two successive annual elections

ADMIT or DENY there has never been "an equally divided vote of the stockholders" of Plessen.

RESPONSE: Without prejudice to Yusuf's position in this litigation as well as the *Hamed v. Yusuf*, SX-12-cv 370 (the "370 Case"), Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an "equally divided vote of the stockholders." In further support of Yusuf's position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hameds. *See Exhibit A.*

139. **ADMIT or DENY** that there never has been a vote, by meeting or written consent, of the shareholders of Plessen where the issue was the election of new directors.

RESPONSE: Admit. Further responding, without prejudice to Yusuf's position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an "equally divided vote of the stockholders." In further support of Yusuf's position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hameds. *See Exhibit A.*

140. **ADMIT or DENY** that there never has been a vote, by meeting or written consent, of the shareholders of Plessen for directors where the number of share voted was equally divided.

RESPONSE: Admit. Further responding, without prejudice to Yusuf's position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an "equally divided vote of the stockholders." In further support of Yusuf's position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hameds. *See Exhibit A.*

141. **ADMIT or DENY** that with regard to Request for Admission numbered 107, Yusuf or his counsel intentionally evaded a proper response, and therefore refused to answer the RFA.

RESPONSE: Denied. Further responding, Yusuf objects to this requests as it is an improper Request for Admission.

142. Defendant Mufeed Hamed's Second set of Request to Admit Yusuf was asked the following question numbered 108, and Yusuf provided the following response:

108. **ADMIT or DENY** that "by reason of an equal divided vote of the stockholders" there has never been "a failure to elect directors" at a shareholder meeting.

RESPONSE:

The above statement is a partial recitation of 13 V.I.C. §195, there is nothing to either admit or deny. Clearly, the stockholders are equally divided.

ADMIT or DENY that Plaintiff Yusuf knows of no vote, by meeting or written consent, or the shareholders of Plessen in which the number of shares voted was equally divided.

RESPONSE: Admit. Further responding, without prejudice to Yusuf's position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who

are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an “equally divided vote of the stockholders.” In further support of Yusuf’s position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hameds. *See Exhibit A.*

143. **ADMIT or DENY** that Plaintiff Yusuf knows of no vote, by meeting or written consent, or the shareholders of Plessen where the issue was the election of new directors.

RESPONSE: Admit. Further responding, without prejudice to Yusuf’s position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an “equally divided vote of the stockholders.” In further support of Yusuf’s position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hameds. *See Exhibit A.* Further responding, Yusuf incorporates by reference his earlier responses to discovery in this case which address the fact that even Mohammad Hamed believed that there were four (4) directors including Maher Yusuf. As the parties were all under the belief that Maher Yusuf was a director and as he was provided with the authority to act as a director making him a “de facto” director, there would have been no need to meet to elect new directors or to increase the number as the Hameds and Yusufs were under the belief that there were four (4) directors, two Hameds and two Yusufs.

144. **ADMIT or DENY** that Plaintiff Yusuf knows of no vote, by meeting or written consent, of the shareholders of Plessen for directors where the number of share voted was equally divided.

RESPONSE: Admit. Further responding, without prejudice to Yusuf’s position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an “equally divided vote of the stockholders.” In further support of Yusuf’s position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hamed’s. *See Exhibit A.*

145. **ADMIT or DENY** that with regard to Request for Admission number 108, Yusuf or his counsel intentionally evaded a proper response, and therefore refused to answer the RFA.

RESPONSE: Denied. Further responding, Yusuf objects to this requests as it is an improper Request for Admission.

146. Defendant Mufeed Hamed's Second Set of Request to Admit, Yusuf was asked the following questions numbered 109, and Yusuf provided the following response:

109. **ADMIT or DENY** that "a failure to elect directors" at "two successive annual Election[s]" at Plessen shareholder meeting has never occurred.

RESPONSE:

The above statement is a partial recitation of 13 V.I.C. §195, there is nothing to either admit or deny. Clearly, the stockholders are equally divided.

ADMIT or DENY that there have never been "two successive annual elections" of directors by the shareholders of Plessen – regardless of the outcome.

RESPONSE: Admit. Further responding, without prejudice to Yusuf's position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an "equally divided vote of the stockholders." In further support of Yusuf's position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hamed's. *See Exhibit A.* Further responding, Yusuf incorporates by reference his earlier responses to discovery in this case which address the fact that even Mohammad Hamed believed that there were four (4) directors including Maher Yusuf. As the parties were all under the belief that Maher Yusuf was a director and as he was provided with the authority to act as a director making him a "de facto" director, there would have been no need to meet to elect new directors or to increase the number as the Hameds and Yusufs were under the belief that there were four (4) directors, two Hameds and two Yusufs.

147. **ADMIT or DENY** that Plaintiff Yusuf knows of no two successive votes of any sort at meetings by the shareholders of Plessen.

RESPONSE: Admit. Further responding, without prejudice to Yusuf's position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the

shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an "equally divided vote of the stockholders." In further support of Yusuf's position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hamed's. *See Exhibit A.*

148. **ADMIT or DENY** that Plaintiff Yusuf knows of no two successive votes of any sort at meetings by the shareholders of Plessen for directors where number of share voted was equally divided.

RESPONSE: Admit. Further responding, without prejudice to Yusuf's position in this litigation as well as the 370 Case, Yusuf admits that there has never been a meeting of the shareholders of Plessen. Yusuf has maintained in the 370 Case that the meeting which occurred on April 30, 2014 without sufficient notice was a meeting that should have involved all of the shareholders and that it was improper for a meeting of the shareholders not to have occurred. Hence, the Hameds cannot create a circumstance that prevented a vote of the stockholders, who are clearly divided as between the Yusuf and Hamed families, for the purpose of later seeking an admission that there has never been an "equally divided vote of the stockholders." In further support of Yusuf's position, Yusuf incorporates by reference as if fully set forth herein verbatim, the positions and arguments set forth in the attached briefs relating to Plessen and the improper actions of the Hamed's. *See Exhibit A.*

149. **ADMIT or DENY** that with regard to Request for Admission numbered 109, Yusuf or his counsel intentionally evaded a proper response, and therefore refuse to answer the RFA.

RESPONSE: Denied. Further responding, Yusuf objects to this requests as it is an improper Request for Admission.

150. **ADMIT or DENY** that Yusuf is unable to specify all of the dates on which he or Mike Yusuf met with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Deny. Further responding, Yusuf shows that the approximate timeframes and sequence has been provided in earlier responses to discovery. Yusuf incorporates by reference his responses to earlier discovery outline the timing and sequence of events as to these meetings.

151. **ADMIT or DENY** that Yusuf is unable to specify all of the dates on which he or Mike Yusuf had telephone conversations with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Deny. Further responding, Yusuf shows that the approximate timeframes and sequence has been provided in earlier responses to discovery. Yusuf incorporates by reference his responses to earlier discovery outline the timing and sequence of events as to these meetings.

152. **ADMIT or DENY** that Yusuf is unable to specify all of the dates on which he or Mike Yusuf met with employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Deny. Further responding, Yusuf shows that the approximate timeframes and sequence has been provided in earlier responses to discovery. Yusuf incorporates by reference his responses to earlier discovery outline the timing and sequence of events as to these meetings.

153. **ADMIT or DENY** that Yusuf is unable to specify all of the dates on which he or Mike Yusuf had telephone conversations, met with employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Deny. Further responding, Yusuf shows that the approximate timeframes and sequence has been provided in earlier responses to discovery. Yusuf incorporates by reference his responses to earlier discovery outline the timing and sequence of events as to these meetings.

154. **ADMIT or DENY** that Yusuf Yusuf did not keep written notes of meetings or conversations with, or what documents were provided VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Admit because Yusuf Yusuf did not meet with the VIPD regarding the \$460,000 improperly removed by Waleed Hamed.

156. **ADMIT or DENY** that Nizar De Wood did not keep written notes of meetings or conversations with, or what document were provided VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Admit. Further responding, the documents provided to the VIPD are set forth in the Affidavit of Sergeant Corneiro as well as in the Police Report.

157. **ADMIT or DENY** that Nizar DeWood did bill the Yusufs for meetings, correspondence or conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Walled Hamed at issue here.

RESPONSE: Deny.

158. **ADMIT or DENY** that Yusuf Yusuf or his present counsel have requested from Nizar DeWood all notes of meetings, correspondence or conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Walled Hamed at issue here.

RESPONSE: Admit.

159. **ADMIT or DENY** that Yusuf Yusuf or his present counsel have provided to Defendants Nizar DeWood's notes of meetings, correspondence or notes/calendars of his conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Admit. All documents provided are those referenced in the Affidavit of Sargent Mark Cornirio. As to present Counsel, no such meetings took place and, therefore, no notes exist.

160. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had meetings with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

161. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had correspondence with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

162. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had telephone conversations with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

163. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel supplied documents to VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

164. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior to present counsel had meetings with employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

165. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf of their prior or present counsel had correspondence with the employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

166. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had telephone conversations with employees of the Attorney General's office with regard to the alleged embezzlement of \$460,000.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

167. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel supplied documents to employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

168. **ADMIT or DENY** that Nizar DeWood did bill the Yusufs for meetings, correspondence or conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Denied.

169. **ADMIT or DENY** that any of the Yusufs' present counsel did bill the Yusufs for meetings, correspondence or conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and November 19, 2015.

RESPONSE: Denied and further objection on the grounds that billing records as between counsel and client are subject to the attorney-client privilege as to the information contained therein.

170. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had meetings with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

171. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had correspondence with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Walled Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

172. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had telephone conversations with VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

173. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel supplied documents to VIPD police officers with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

174. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had meetings with employees of the Attorney General's Office with regard to the alleged

embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

175. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had correspondence with employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

176. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel had telephone conversation with employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

177. **ADMIT or DENY** that Yusuf Yusuf, Mike Yusuf or their prior or present counsel supplied documents to employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,000 Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017.

which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

178. **ADMIT or DENY** that Nizar DeWood did bill the Yusufs for meetings, correspondence or conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Denied.

179. **ADMIT or DENY** that any of the Yusuf's present counsel did bill the Yusufs for meetings, correspondence or conversations with, or what document were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2016 and December 31, 2016.

RESPONSE: Denied.

180. **ADMIT or DENY** that Nizare DeWood's billings with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here are in the possession of Yusuf or his present counsel.

RESPONSE: Denied. No such billing exist.

181. **ADMIT or DENY** that in bills provided to the Yusufs by any of the Yusuf's present or past counsel there is information that relates to meetings, correspondence or conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and December 31, 2016.

RESPONSE: Denied and further objection on the grounds that billing records as between counsel and client are subject to the attorney-client privilege as to the information contained therein.

182. **ADMIT or DENY** that Yusuf has not provided Defendants with information in discovery -- from counsels' billings -- that relates to meetings, correspondence or conversations with, or what documents were provided VIPD police officers or the Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here between January 1, 2015 and December 31, 2016.

RESPONSE: Admit and further objection on the grounds that billing records as between counsel and client are subject to the attorney-client privilege as to the information contained therein.

183. **ADMIT or DENY** that on or about June 19th of 2014, the Hamed's served a corrected interrogatory response on the Yusufs in the SX-12-CV-370 action (Hamed v. Yusuf) which Mohammad Hamed verified:

Corrected response:

Object to as irrelevant and not likely to lead to relevant testimony, as Plessen should not be a party to this litigation. Subject to that objection, I am the President of Plessen and one of the three directors of Plessen. I have always been President and a director. The other two directors are Fathi Yusuf and Waleed (Wally) Hamed, who have always been the other two directors. The shareholders of the company, including Fathi Yusuf and his sons, are all aware of this fact as is the Office of the Lieutenant Governor, Division of Corporations.

I make this correction after reviewing the Articles of Incorporation and By-Laws, as well as the annual filing made with the Lieutenant Governor, which make it clear that there were three original directors and support this corrected response. There have been no changes to these three directors since that time.

RESPONSE: Admit that Hamed attempted to make the foregoing change to his interrogatory responses. However, the "correction" was only made after the original interrogatory response was used against Hamed. Hence, the original response and his attempted correction are evidence which impeaches his credibility on the issue of who was on the Board of Directors for Plessen and who Hamed believed the Board of Directors of Plessen to be. It is further evidence of Maher Yusuf being a "*de facto*" member of the Board of Directors of Plessen.

184. **ADMIT or DENY** that at page 2, in footnote 2, of his July 25, 2014 decision in the SX-12-CV-370 action (Hamed v. Yusuf), Judge Douglas Brady wrote the following:

Defendant Yusuf claims that his son Maher ("Mike") is a director of Plessen, and that failure to notify him of the special meeting renders all actions therein null and void. Motion, at 6, n.3. As proof that Mike is a director, Yusuf cites a February 14, 2013 "List

of Corporate Officers for Plessen” from the electronic records of the Department of Licensing and Consumer Affairs. Motion, at 6, n.4 Exhibit D; and presents a Scotiabank account application information form wherein Mike is designated “Director/Authorized Signatory” on Plessen’s account. Plaintiff denies that Mike is a director, relying upon Plessen’s Articles of Incorporation which name Mohammad Hamed, Waleed Hamed, and Fathi Yusuf as the only three directors. Opposition, Exhibit A. Plessen’s By-Laws state that the number of directors can be changed only by majority vote of current directors. Opposition, Exhibit B. Section 2.2 Plessen director Waleed Hamed declared: “There have been no resolutions of the Board or votes by the shareholders of Plessen Enterprises, Inc. that have ever changed these three Directors as provided for in the articles of incorporation over the las 26 years.” Opposition, Exhibit 1, Declaration of Waleed Hamed, Defendant Yusuf concurs: “Until the Special Meeting of the Board of Directors of Plessen was held on April 30, 2014, there had no meeting of the directors or shareholders of Plessen since its formation in 1988.” Motion , Exhibit K¶15.

As such, and for the limited purpose of addressing this Motion, the Court finds that Plessen has three directors: Mohamman Hamed, Waleed Hamed, and Fathi Yusuf.

RESPONSE: Admit that this is an accurate quotation from Judge Brady’s Order.

185. **ADMIT or DENY** that the following statement in Judge Brady’s July 25, 2014 decision is a true statement of fact: “Plessen’s By-Laws state that the number of directors can be changed only by majority vote of current directors.”

RESPONSE: Admit that the By-Laws provide a mechanism for changing the number of directors. However, further responding, Yusuf shows that all relevant parties believed Maher Yusuf to have been a member of the Board of Directors and he as a “de factor” member of the Board of Directors of Plessen.

186. **ADMIT or DENY** that the following statement in Judge Brady’s July 25, 2014 decision is a true statement of fact: “There have been no resolutions of the Board or votes by the shareholders of Plessen Enterprises, Inc. that have ever changed these three Directors as provided for in the articles of incorporation over the last 26 years.” Opposition, Exhibit 1, Declaration of Waled Hamed. Defendant Yusuf concurs: “Until the Special Meeting of the

Board of Directors of Plessen was held on April 30, 2014, there had no meeting of the directors shareholders of Plessen since its formation of 1988.”

RESPONSE: Admit that this is the finding of Judge Brady but without prejudice to the right to appeal that decision. Further responding, Yusuf objects to this Request to Admit as improper discovery.

187. **ADMIT or DENY** that on July 25, 2014, Yusuf Yusuf and Mike Yusuf were on notice that under the bylaws of the corporation, Mike Yusuf could not be a fourth director of Plessen.

RESPONSE: Denied.

188. **ADMIT or DENY** that after July 25, 2014, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel supplied documents to or had conversation with employees of the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred. Specifically denied as to present Counsel.

189. **ADMIT or DENY** that after July 25, 2014, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel did not inform or supply the VIPD or Attorney General's Office with what Judge Brady had found with regard to Mike Yusuf's claims that he was a director of Plessen.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

190. **ADMIT or DENY** that after July 25, 2014, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel did not inform or supply VIPD or Attorney General's Office with what Judge Brady had found with regard to Mike Yusuf's claims that he was director of Plessen.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

191. **ADMIT or DENY** that after July 25, 2014, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel did not inform the VIPD or Attorney General's Office that the information gathering forms and other documents previously supplied by them had been before Judge Brady and that he had discussed them in his findings about the assertion there was a fourth Plessen director.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

192. **ADMIT or DENY** that after July 25, 2014, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel continued to assert that Mike Yusuf was a Director of Plessen to the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

193. **ADMIT or DENY** that at page 5-6 of his April 21, 2015 decision in the instant action, Judge Harold Willocks wrote the following:

The Articles of Incorporation list Mohammad, Waleed and Fathi as the only three directors. It is not in dispute that Mohammad, Waleed, and Fathi are Directors of the Plessen; but rather, it is Plaintiff Yusuf's contention that Maher is a fourth director of Plessen. Section 2.2 of the By-Laws provides that the number of directors can be changed only by "resolution of a majority of the entire board of Directors" and that "each Director shall serve until his or her successor is duly elected and qualifies." According to both Walled and Fathi, no such resolution was ever adopted and no meetings were called to elect successors. Thus for the limited purpose of addressing this Motion, the Court finds that Plessen has only three directors- Mohammad, Waleed and Fathi. Accordingly, the purpose of the notice provision of the By-Laws was indeed satisfied.

RESPONSE: Admit that the foregoing is an accurate quotation from Judge Willocks Order dated April 21, 2015.

194. **ADMIT or DENY** that the following statement in Judge Willock's April 21, 2015 decision is a true statement of fact: "Section 2.2 of the By-Laws provides that the number of directors can be changed only by "resolution of a majority of the entire Board of Directors" and that "each Director shall serve until his or her successor is duly elected and qualifies." According to both Waleed and Fathi, no such resolution was ever adopted and no meetings were called to elect successors."

RESPONSE: Admit that this is the finding of Judge Willocks but without prejudice to the right to appeal that decision. Further responding, Yusuf objects to this Request to Admit as improper discovery.

195. **ADMIT or DENY** that on April 21, 2015, Yusuf Yusuf and Mike Yusuf were on notice that under the bylaws of the corporation, Mike Yusuf could not be a fourth director of Plessen.

RESPONSE: Denied.

196. **ADMIT or DENY** that on April 21, 2015, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel supplied documents to or had conversation with employees of the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

197. **ADMIT or DENY** that after April 21, 2015, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel supplied documents to or had conversations with employees of the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

198. **ADMIT or DENY** that after April 21, 2015, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel did not inform or supply the VIPD or Attorney General's Office with what Judge Brady had found with regard to Make Yusuf's claims that he was a director of Plessen.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

199. **ADMIT or DENY** that after April 21, 2015, but before November 19, 2015 Mike or Yusuf Yusuf or their counsel did not inform or supply the VIPD or Attorney General's Office with what Judge Brady had found with regard to Mike Yusuf's claims that he was a director of Plessen.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

200. **ADMIT or DENY** that after April 21, 2015, but before November 19, 2015 Mike or Yusuf Yusuf or their counsel did not inform the VIPD or Attorney General's Office that the Information gathering forms and other documents previously supplied by them had been before Judge Brady and that he had discussed them in his findings about the assertion there was a fourth Plessen director.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

201. **ADMIT or DENY** that after April 21, 2015, but before November 19, 2015, Mike or Yusuf Yusuf or their counsel continued to assert that Mike Yusuf was a Director of Plessen to the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

202. **ADMIT or DENY** that after the Criminal Information against Waleed Hamed of November 19, 2015 but prior to the dismissal of the criminal charges on May 31, 2016, Mike and Yusuf Yusuf or their counsel had further communication with members of the VIPD with regard to the alleged embezzlement.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

203. **ADMIT or DENY** that after the Criminal Information against Waleed Hamed of November 19, 2015 but prior to the dismissal of the criminal charges on May 31, 2016, Mike and Yusuf Yusuf or their counsel had further communications with employees of the Attorney General's Office with regard to the alleged embezzlement of \$460,00 by Waleed Hamed at issue here.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

204. **ADMIT or DENY** that after the Criminal Information against Waleed Hamed of November 19, 2015 but prior to the dismissal of the criminal charges on May 31, 2016, Mike and Yusuf Yusuf or their counsel in their further communications with employees of the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here continued to represent that Mike Yusuf a Plessen Director.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

205. **ADMIT or DENY** that after the Criminal Information against Waleed Hamed of November 19, 2015 but prior to the dismissal of the criminal charges on May 31, 2016, Mike and Yusuf Yusuf or their counsel in their further communications with employees of the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed Hamed at issue here did not inform the VIPD or AG's Office of the decisions by Judge Willocks and Brady regarding the assertion of a fourth Plessen director.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

206. **ADMIT or DENY** that after the Criminal Information against Waleed Hamed of November 19, 2015 but prior to the dismissal of the criminal charges on May 31, 2016, Mike and Yusuf Yusuf or their counsel in their further communications with employees of the VIPD or Attorney General's Office with regard to the alleged embezzlement of \$460,000 by Waleed

Hamed at issue here did not inform the VIPD or AG's Office of the decisions by Judges Willocks and Brady regarding the assertion of a fourth Plessen director.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

207. **ADMIT or DENY** that in their communications with VIPD or AG after the Criminal Information against Waleed Hamed on November 19, 2015 but prior to the dismissal of the criminal charges on May 31, 2016, Mike and Yusuf Yusuf attempted to convince the AG that the criminal charges against Waleed Hamed should not be dismissed.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

208. **ADMIT or DENY** that in their communications with VIPD or AG after the Criminal Information against Waleed Hamed on November 19, 2015 but prior to the dismissal of the criminal charges on May 31, 2016, Mike and Yusuf Yusuf supplied additional documents to attempt to convince the AG that the criminal charges against Waleed Hamed should not be dismissed.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

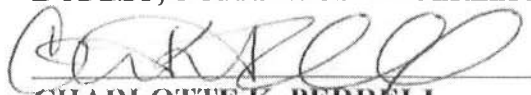
209. **ADMIT or DENY** that before the Criminal Information against Waleed Hamed on November 19, 2015, Mike and Yusuf Yusuf or their counsel had communications with an Assistant Attorney General (AAG) in which a "dated" BNS information gathering document was supplied.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

210. **ADMIT or DENY** that after the Criminal Information against Waleed Hamed of November 19, 2015, Mike and Yusuf Yusuf or their counsel had communications with an Assistant Attorney General (AAG) in which they represented to the AAG that the "dated" BNS information gathering document had been supplied by BNS from Plessen bank records.

RESPONSE: Yusuf incorporates by reference his prior discovery responses including by not limited to Response to Interrogatory No. 8 and supplementary responses to Interrogatory No. 3 and Request to Produce No. 5 as set forth in Counsel's letter dated February 27, 2017, which set forth all of the timeframes and dates of meetings which occurred.

DATED: March th 27, 2017

By: 

DUDLEY, TOPPER AND FEUERZEIG, LLP

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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

It is hereby certified that on this ^{27th} day of March, 2017, I caused a true and exact copy of the foregoing **PLAINTIFF YUSUF YUSUF'S RESPONSE TO DEFENDANT MUFEEED HAMED'S THIRD SET OF REQUESTS FOR ADMISSIONS** to be served upon the following via e-mail:

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EXHIBIT A

families who have an irreconcilable disagreement on how to continue the business operations of this company, it should be dissolved and its assets liquidated according to law.” (See Yusuf’s First Amended Counterclaim, p. 28, Count IV, ¶ 168). Yusuf also sought appointment of a Receiver to liquidate the assets of the Plaza Extra Stores and Plessen and, after satisfying creditors, to divide the net proceeds between Hamed and Yusuf according to their respective interests as determined by this Court. (Id., Count X, ¶ 171).

Moreover, at the behest of Hamed, a preliminary injunction has been entered, which was intended to preserve the status quo during the pendency of this litigation and to prevent either the Hamed or Yusuf family from taking “unilateral action . . . affecting the management, employees, methods, procedures and operations” of the three Plaza Extra stores. See Hamed v. Yusuf, 58 V.I. 117, 138 (Super. Ct. 2013).

The deadlock between these two families was well summed up in an early Virgin Islands case involving a close corporation and shareholder families that found themselves in *impasse*, Moran v. Edson, 493 F.2d 400 (3d Cir. 1974):

Thus, as can be seen, the two factions were in hopeless deadlock. The only matter upon which they did agree was that each would like to be released from the relationship, but they obviously could not agree upon the procedure or the price whereby it could be accomplished.

Id. at 404. In light of the hopeless deadlock between the Hamed and Yusuf families and the existence of the preliminary injunction, the attempt by Hamed and his son, Waleed Hamed (“Waleed”), to flout the injunction by unilaterally bringing on a putative Special Meeting of the Board of Directors of Plessen and approving actions for the exclusive benefit of the Hamed

family interests is not only violative of the preliminary injunction, but is also invalid as the kind of self-dealing by interested directors that is not permitted under recognized authorities.

In Moran, the Third Circuit quoted the lower court's opinion in summarizing the applicable principles as to when a transaction involving self-dealing by a director is voidable:

Directors and officers are not free to appropriate corporate assets in fraud of the stockholders, and any such asset taken for the exclusive benefit of favored principals are recoverable by the corporation, . . . Nothing less than a unanimous ratification by the shareholders can validate such personal use of the corporation's funds and property.

Id. at 406 (emphasis added). See also Model Business Corporation Act Sections 8.30 and 8.31 as to Standards of Conduct and Standards of Liability for Directors, including reference to challenging conduct of a director which was the result of an action not taken in good faith or "a lack of objectivity due to the director's familial, financial or business relationship with, or a lack of independence due to the director's domination or control by, another person having a material interest in the challenged conduct . . . which relationship . . . could reasonably be expected to have affected the director's judgment respecting the challenged conduct in a manner adverse to the corporation."

In light of these principles, the preliminary injunction restrained the parties in such a way as to ensure that all managerial decisions would require the approval of a member from both families. While only a temporary fix, it was intended to prevent either family from making unilateral decisions that might dissipate or squander assets while their disputes were being litigated.

The Hameds have tried to circumvent orderly judicial resolution of the dispute with the Yusufs by holding a meeting of the Board of Directors on one business day's notice to Yusuf to,

among other things, ratify a past misappropriation of \$460,000 of Plessen monies by Waleed, and to approve a lease of the Plaza Extra - West store, which is located on Plessen land, to a company owned in part by Waleed, both instances of self-dealing. The lessee company, KAC357, Inc. (the "New Hamed Company") was incorporated on April 22, 2014 and is wholly owned by Hamed family members – Waleed and two of his brothers. As discussed in more detail below, under the law applicable to this case, these interested director approvals cannot stand, and the approvals and any actions taken pursuant to them must be nullified and voided. Moreover, the very fact that Hamed and Waleed attempted such brazen acts of self-dealing establishes the hopeless deadlock amongst the shareholders of Plessen and evidences the need for the appointment of a Receiver to dissolve Plessen, liquidate its assets, and divide the net proceeds between the Hameds and Yusufs.

STATEMENT OF FACTS

A. Unauthorized Board Meeting Called by Hamed to Ratify His and his Son's Misdeeds.

On Monday, April 28, 2014, at approximately 4 p.m., a document entitled Notice of Special Meeting of Board of Directors of Plessen Enterprises, Inc. (the "Notice") was hand delivered to Yusuf, a director, shareholder and secretary of the Board of Directors, announcing an intent to hold such a meeting on April 30, at 10:00 a.m. at the Plaza Extra - East store in St. Croix. (See **Exhibit A**, Notice of Special Meeting of Board of Directors of Plessen (without the unsigned lease that was attached to the Notice)). The Notice was issued by Hamed, who is one of the directors of Plessen, instead of by Yusuf in his capacity as Secretary of the Board, as the Bylaws require (in sections 3.4 and 7.2 thereof). The fact that the Notice was served on Yusuf on one business day's notice was an obvious attempt to avoid judicial scrutiny of an action that,

as discussed below, was unlawful and an end-run around pending litigation between the Hamed and Yusuf families. It also was, at the very least, a violation of the spirit of the preliminary injunction entered in this case.

The stated purpose of the Special Meeting was to approve or ratify five actions of Plessen, namely:

- (1) a lease of the Plaza Extra - West premises, owned by Plessen, to the New Hamed Company² (the "Hamed Lease"), a blatant conflict of interest;
- (2) to ratify Waleed's unilateral, unauthorized, surreptitious and unlawful withdrawal of \$460,000.00 from a Plessen bank account on March 27, 2013 as the payment of a corporate "dividend";
- (3) to authorize the payment of up to another \$200,000 in corporate dividends;
- (4) to approve the retention of Attorney Jeffrey Moorehead to represent the corporation and to pay him a retainer of \$20,000; and
- (5) to remove Yusuf as registered agent for Plessen and replace him with Jeffrey Moorhead. (Exhibit A).

Waleed's unlawful withdrawal of \$460,000 in corporate monies is the subject of a related derivative action pending in this Court before the Honorable Harold W. L. Willocks. (See generally Complaint in Yusuf v. Hamed, et al., Case No. SX-13-CV-129 (the "Derivative Action")). The fortuitous circumstances of the discovery of this misappropriation of corporate funds is described in paragraphs 25-28 of the Verified Complaint in the Derivative Action.

²In the "Hamed Plan For Winding Up Partnership" (the "Hamed Plan"), attached as Exhibit 2 to Hamed's "Response To Defendants' Motion to Appoint Master For Judicial Supervision Of Partnership Winding Up Or, In The Alternative, To Appoint Receiver To Wind Up Partnership" filed on April 30, 2014 (the "Response"), it is stated that the New Hamed Company is owned by Waleed and his brothers, Waheed and Mufeed. See Hamed Plan at § 1.31.

B. Yusuf's Formal Response to the Notice Pointing Out its Procedural and Substantive Infirmities.

The very next day, on April 29, 2014, Yusuf, as Secretary of Plessen, issued a Response to Request for Special Meeting of Board of Directors, which pointed out the deficiencies with the Notice, and explained why a Special Meeting of the Board was improper and should not take place. (See **Exhibit B** –Response to Notice of Board Meeting.) Yusuf's Response explained that the Notice was procedurally defective as it was not issued by him as the Secretary, the only party authorized to provide notice of such meetings. (See **Exhibit C**, Plessen Bylaws, ¶¶ 3.4 and 7.2.B). Further, the Notice was not served upon Maher ("Mike") Yusuf,³ who also was a director of Plessen.⁴ The Response also explained that the five items on the agenda were "prejudicial to the [Yusuf family] shareholders and a subterfuge to accomplish through invalid Board of Directors action approval of items . . . that should more properly be submitted to a Special Meeting of the Shareholders of the Corporation, if at all." (Exhibit B).

³See Kings Wharf Island Enterprises, Inc. v. Rehlaender, 34 V.I. 23, 30-31 (V.I. Terr. Ct. 1996) (failure to notify minority shareholder of shareholder meeting was fatally defective to actions taken at meeting, and because resolutions did not germinate from a properly notified meeting, they are null and void).

⁴The parties agree that Hamed, Waleed, and Yusuf are directors of Plessen. Although Waleed and Hamed dispute Mike's position as a director, there is ample evidence to the contrary. Mike is reflected as a director of Plessen by the Department of Licensing and Consumer Affairs. See **Exhibit D** – Printout from February 14, 2013 List of Corporate Officers for Plessen, also attached as Exhibit C to the Complaint in the Derivative Action. Further, the records from Scotiabank, which demonstrate who is authorized to sign on Plessen's account, show Mike as a "Director/Authorized Signatory" and his signature is listed next to Waleed's, who is likewise listed as a "Director/Authorized Signatory". See **Exhibit E** – Scotiabank Records Regarding Authorized Signatory. The Court need not, however, resolve the issue of whether Mike is a director in order to grant the relief sought by Yusuf in this motion. Even assuming arguendo that the only directors of Plessen are the two Hameds and Yusuf, the transactions the Hamed family sought to have ratified at the Board meeting should be rendered null and void for the reasons discussed below.

C. Yusuf Filed in Court to Enjoin the Meeting But the Hamed Directors Acted Without Waiting for a Court Ruling.

On April 30, 2014, at 9:08 a.m., in advance of the Special Meeting, counsel for Yusuf filed his Emergency Motion to Enjoin 4/30/14 Special Meeting of Board of Directors of Counterclaim Defendant Plessen (“Yusuf’s Emergency Motion”) in this litigation. Notwithstanding Yusuf’s Emergency Motion, the Hamed directors elected to go forward with the meeting without first obtaining direction from the Court. Yusuf’s motion set forth all of the grounds for enjoining the Special Meeting and why it was improper. However, given the timing, and this Court’s schedule, a review or ruling could not be secured in advance of the meeting. Clearly, the Notice was intended to create an artificially compressed timeframe for the very purpose of evading judicial scrutiny.

D. The Meeting Results In A Shouting Match.

At 10:00 a.m. the same day, Yusuf and his counsel appeared at the Special Meeting and voiced objections on the grounds set forth in Exhibit C. Unfortunately, the decorum of the meeting deteriorated quickly, further demonstrating the deadlock between the parties. The meeting was to be transcribed, but as the parties began speaking (and then shouting) over each other at the same time, creating a transcript proved to be impossible. However, an audio visual recording is attached to provide the Court with the benefit of what actually transpired during the meeting as well as the tone, tenor and demeanor of the events as they occurred. See Exhibit F - DVD of the audio visual recording of the April 30, 2014 meeting.

E. Waleed Ratifies His Misdeeds and Engages In Blatant Self-Dealing.

At the Special Meeting, Waleed, over the objection of Yusuf, simply moved to ratify his earlier unauthorized withdrawal of \$460,000 in funds from Plessen as a “dividend,” to approve

an additional withdrawal of \$200,000 as a further dividend to shareholders, and then to approve a lease between Plessen and his own company. No discussion was had, as the meeting was a sham. Further, Hamed and Waleed failed to recognize Mike as a director or allow him to vote on the proposals. This insured that the two Hamed directors, Waleed and Hamed, were able to out-vote Yusuf, thereby allowing the Hameds to “approve” their own misdeeds by majority vote.

See Exhibit F.

F. The Actions Taken By Hamed and Waleed Were Calculated and Deliberate Efforts To Further Their Scheme and Were Unbeknownst to Yusuf.

By 10:55 a.m., Waleed and Hamed had not only ratified their misdeeds and engaged in self-dealing but they had already attempted to complete the sham to make it “official” by signing the purported Resolutions of the Board of Directors (“Purported Resolutions”), again a function of the Secretary of the Board of Directors. See Exhibit G – Email from Joel H. Holt attaching April 30, 2014 Resolutions of the Board of Directors as Exhibit A to his Response to Yusuf’s Emergency Motion. Such Response argued that the motion was now “moot as the meeting took place” albeit less than an hour earlier.

The Purported Resolutions provide as follows:

RESOLVED, that any and all actions of Waleed Hamed to remove and distribute funds in May of 2013 in the amount of \$460,000.00 as dividends is ratified and approved,

RESOLVED, that the President of the Corporation is hereby authorized to take any and all action necessary, proper and desirable to enter into a lease agreement with KAC357, Inc. [Waleed’s company]...where the current Plaza Extra Supermarket is located...

RESOLVED, that Jeffrey Moorehead, be retained by the President to represent the corporation in ... [this case and the Derivative Action].⁵

RESOLVED, that the President of the Corporation is hereby authorized to take any and all action necessary, proper and desirable to issue additional dividends up to \$200,000.00 from the company's bank account to the shareholders.

RESOLVED, That Fathi Yusuf is removed as the Registered Agent of the Corporation...

See Exhibit G.

It further appears that the approval of the Hamed Lease and thus, the Special Meeting, was calculated to coincide with Hamed's Response, see footnote 2, supra, to Yusuf's Motion To Appoint Master For Judicial Supervision Of Partnership Winding Up, Or In The Alternative, To Appoint Receiver To Wind Up Partnership ("Motion to Appoint Master/Receiver"), which was also served at the same time, 10:55 a.m. on April 30, 2014. The Hamed Plan, attached as Exhibit 2 to the Response, made the Hamed Lease, which had been "approved" less than an hour earlier, a linchpin to the success of Hamed's Plan for the winding up of his now dissolved partnership with Yusuf. The Hamed Lease was executed on April 25, 2014 by the New Hamed Company and on April 30, 2014 by Plessen. See Exhibit I - Hamed Lease at p. 20. A memorandum of the Hamed Lease was recorded against Plessen's property by Hamed's attorney, Joel H. Holt, on April 30, 2014. See Exhibit J - Memorandum of Commercial Lease.

Hence, it is clear that the Special Meeting and approval of the Hamed Lease were all part of a concerted, and synchronized plan to respond, outside the confines of this litigation, to

⁵To further underscore that the meeting was a sham, it is revealing that Attorney Moorhead was purportedly authorized to be retained on April 30, 2014, but he was given a check dated April 25, 2014 in the amount of \$20,000 signed by Waleed and his brother, Mufeed. See copy of check attached as **Exhibit H**, which reflects that it was presented for payment on April 29, 2014, but ultimately not honored.

Motion To Appoint Master/Receiver and the Plan For Winding Up Partnership attached as Exhibit A to that motion (the “Yusuf Plan”).

ARGUMENT

It is a longstanding principle of the common law of corporations “that the fiduciary relationship between directors and the corporation imposes fundamental limitations on the extent to which a director may benefit from dealings with the corporation he serves.” Marciano v. Nakash, 535 A.2d 400, 403 (Del. 1987). The early common law rule was that interested director transactions – i.e., transactions between a corporation and a director or an entity in which the director has an interest – were *per se* voidable, and subject to rescission in a lawsuit by any shareholder, regardless of their fairness. See 3 William M. Fletcher, Cyclopedia of the Law of Private Corporations §917 (perm. ed. rev. vol. 1994); Potter v. Sanitary Co., 194 A. 87, 91 (Del. Ch. 1937). The modern common law rule has replaced the rule of *per se* voidability of interested director transactions with a rebuttable presumption of voidability. That presumption of voidability can only be rebutted by the interested director showing that the transaction was intrinsically fair to the corporation. See In re Cox Communications, Inc. Shareholders Litigation, 879 A.2d 604, 615 (Del. Ch. 2005).

The modern common law also provides two other ways in which the interested party could be relieved of the “burden to show that the transaction was entirely fair to the corporation” – namely, approval of the transaction by a majority of disinterested directors, or approval by a majority of disinterested shareholders. See id. at 615. In the event of disinterested director or shareholder approval of that kind of transaction, the interested party would only be required to show that the transaction satisfied the business judgment rule. See id. at 615. See also Sterling

v. Mayflower Hotel Corporation, 89 A.2d 862, 866 (Del. Ch. 1952) (where interested directors voted to approve a transaction, and a majority of shareholders, interested and disinterested, also voted to approve it, the interested parties had the burden of showing “their good faith and the fairness of the transaction” in order for court to permit it to go forward); Fliegler v. Lawrence, 361 A.2d 218, 222 (Del. 1976) (shareholder ratification of an “interested transaction” only relieves the interested parties of their burden of proof if a majority of “disinterested” shareholders vote to approve it).⁶ Where, as here, an interested director transaction is not approved by a majority of disinterested directors, and “shareholder deadlock prevents ratification,” the law is clear that the interested directors must meet the “intrinsic fairness test” in order to avoid rescission of the transaction. See Marciano, supra, 535 A.2d at 404 and at 405, n.3.

A. The Hamed Lease is Unfair and Should be Nullified.

Applying these common law principles to this case establishes that the Plessen board approval of the Hamed Lease (Exhibit I) should be rescinded. The approval at the director level occurred only because the votes of the Hameds, who are interested parties, were counted.

⁶In Delaware, as in other states, these common law principles have essentially been codified by a 1967 statute, the Delaware General Corporation Law, including section 144(a)(3), which requires that it be demonstrated that “[t]he contract or transaction is fair to the corporation as of the time it is authorized. . .” 8 Del. C. § 144 (a)(3). See In re: Cox Communications, Inc., supra, 879 A.2d at 615 (noting substantial similarity between the “common law of corporations . . . and its approach to interested director transactions” and § 144). The Model Business Corporation Act, § 8.61-8.63, also substantially codifies the modern common law rule regarding interested director transactions. Section 144 appears to depart from the common law rule only insofar as it allows for shareholder ratification without regard to the interests of the shareholders. Even so, just because a majority of all shareholders, interested and disinterested, vote to approve an interested director transaction does not shield it from attack on fairness grounds under section 144. The transaction is still subject to judicial scrutiny for fairness, and may be rescinded if a court determines it to be unfair to the corporation. See Fliegler, supra, 361 A.2d at 222; Fletcher, supra, at § 917.

Plessen is, as described above, owned 50-50 by each of the two families, and shareholder deadlock would prevent ratification by the shareholders. Under these circumstances, the Hameds must prove that the sweetheart lease is intrinsically fair in order to overcome the presumption of voidability. This, they cannot do.

As a threshold matter, the Hamed Lease is on its face premature, and for that reason alone is not in the interests of Plessen and is unfair to Plessen. Section 2.3.4 of the Hamed Lease makes it clear that the Hamed Lease cannot become effective until some unspecified date in the future, and only if and when the Plaza Extra – West store ceases to occupy those premises:

The Parties recognize that there is currently a partnership between Fathi Yusuf and Mohammad Hamed operating a grocery business in the Demised Premises. The Tenant shall not be granted possession of the Premises so long as this partnership is in possession of the Premises. Likewise, rent shall not be due until the Tenant has possession of the Premise.

Exhibit I, § 2.3.4.

Since the Hamed Lease is only a contingent lease, the only reason it was approved and executed – and why a Memorandum of Commercial Lease⁷ was recorded against Plessen’s property – is to give the Hameds an inside track on ultimate purchase of the assets of Plessen, when the corporation is dissolved and its assets sold by Receiver, something that they know is inevitable in light of the deadlock between the parties. The existence of the Hamed Lease is a kind of “poison pill,” which is designed to dissuade any outside investor from bidding to acquire the Plessen property that is subject to the Hamed Lease, and to that extent devalues the assets of Plessen, which is further indicia of the unfairness of the Lease.

⁷ The recorded Memorandum of Commercial Lease states that the Hamed Lease is “effective April 29, 2014” and has an initial ten-year term. (Exhibit J). This statement to third parties is false, because it omits any mention of the contingency set forth in section 2.3.4 of the Hamed Lease. Thus, the recorded memorandum falsely communicates to any member of the public who reviews this record at the Records’ Office or on its website, that the ten-year term commenced on April 29, 2014.

This self-dealing lease transaction is unfair to Plessen because of a number of its terms. For example, while the lease term is a ten-year initial term with two options to renew (which, if exercised, would result in a thirty-year lease period), there are no personal guaranties of the Hameds to back up the obligations of the lessee, the New Hamed Company. As discussed above, the New Hamed Company is a start-up company that was formed only eight days before the Special Meeting of the Plessen Board called by Hamed. Without a personal guaranty, the practical reality is that the Hameds can simply walk away from this lease, without any financial penalty, and at Plessen's expense. In the event of such a breach, Plessen would be left with the worthless remedy of suing an uncollectible entity for payment of rent due for the unexpired portion of the ten-year lease term. In addition, the absence of a personal guaranty renders the indemnity provisions of the Hamed Lease in section 10.3 worthless. See Exhibit I, § 10.3.

Personal guaranties are standard in long-term commercial leases. Plessen is the landlord on a thirty-year lease⁸ with Dockside Convenience, LLC ("Dockside"), which operates a convenience store and gas station on Plessen land near Mandela Circle in St. Thomas under the dba "Giant Gas." Dockside's principals have given personal guaranties to back up Dockside's rent obligation to Plessen in the lease (the "Giant Gas Lease"). See Exhibit K, Yusuf Declaration, ¶ 9. In addition, Yusuf himself has personally guaranteed the corporate rent obligations of Defendant United Corporation, which is the named lessee under the lease with Tutu Park, Ltd. covering Plaza Extra -- Tutu Park. Id. at ¶ 9. The absence of a personal

⁸The fact that the Hamed Lease is structured as a ten-year lease with two ten-year options to renew, rather than a thirty-year lease, is also detrimental to Plessen. Plessen has followed a policy of not giving options to renew in long-term commercial leases, because placing the decision to either extend a term or not solely with the lessee, instead of making it a matter of mutual agreement at the end of the initial term, is not in Plessen's interests. See Exhibit K, Yusuf Declaration, ¶ 14. In contrast to the Hamed Lease, Plessen has a thirty-year term in the Dockside lease. Id.

guaranty of the Hameds to back up the New Hamed Company's long-term rent obligations under the Hamed Lease is prejudicial to Plessen.

The assignment clause in the Hamed Lease is also detrimental to Plessen's interests. The lease is freely assignable, pursuant to section 4.0, see Exhibit I, § 4, and not subject to the consent of Plessen. This means that Plessen has no right to reject a proposed assignee for creditworthiness or any other reason it deems appropriate, which is customary in commercial leases. Exhibit K, ¶ 10. Although the New Hamed Company would remain a guarantor for the rent obligations of any assignee, the free assignability of the Hamed Lease coupled with the absence of personal guarantees makes the continuing guaranty by the New Hamed Company, a start-up, worthless.

The rent structure in the Hamed Lease is also problematic. The rent in the Hamed Lease does not go up in defined, pre-established dollar amounts or percentages periodically, as do most long-term commercial leases. Instead, any increases in the Hamed Lease are tied only to the consumer price index (CPI) for future years, which means that rent amounts over the course of three ten-year terms are uncertain and unknowable, and, most alarmingly, not subject to negotiation upon exercise of any of the ten-year options to renew. See Exhibit I, § 2.3.2. In the Giant Gas lease, by contrast, there are substantial rent increases over the course of the thirty-year term, some of which are 25% or more, and there is no tie to the CPI. See Exhibit K, ¶ 11.

The insurance provisions in the Hamed Lease also favor the Hameds at Plessen's expense. The Hamed Lease requires that the lessee obtain hazard insurance at \$5,000,000, which is well below the replacement cost of the leased premises. In addition, the Hamed Lease

excludes windstorm (hurricane) coverage from the lessee's requirement to obtain insurance, while the Giant Gas lease contains no such exclusion. See Exhibit K, ¶ 13.

In short, the Hamed Lease favors the lessee in unusual and significant ways, to the clear detriment of Plessen. The Hameds, who have the burden of showing the intrinsic fairness to Plessen of the lease in order to overcome the presumption of voidability, cannot do so. The Court should accordingly nullify the Board Resolution approving the Hamed Lease and void the lease.

B. The Ratification of the \$460,000 Misappropriation Should Be Rescinded.

The Verified Complaint commencing the Derivative Action alleges that on March 27, 2013, Waleed, along with his brother, Mufeed, issued a Plessen check in the amount of \$460,000 payable to Waleed, which was deposited into Waleed's personal account. It is further alleged that this withdrawal was not in any way authorized. See Exhibit L – Verified Complaint in Derivative Action, ¶¶ 25-29. Waleed has never come forward with any evidence that he sought or obtained any authorization from the Board of Directors or shareholders of Plessen before he took \$460,000 of Plessen's money.⁹ The Board resolution which treats Waleed's theft of \$460,000 from Plessen as authorized, and characterizes it as a "dividend" is obviously an interested director transaction. The Hameds cannot show the intrinsic fairness of their attempt to whitewash this misappropriation of corporate funds, and the Resolution approving it should be nullified.

⁹Indeed, Waleed has as a practical matter admitted his wrongdoing by causing \$230,000 (half of the \$460,000) to be deposited into the registry of the Court after the filing of the Derivative Action. This *post hoc* transaction does not of course alter the illegality of his taking the \$460,000.

C. The Board's Retention of Jeffrey Moorhead Violates the Bylaws and Should be Rescinded.

As noted above at footnote 5, Attorney Moorhead was given and negotiated a \$20,000 retainer check drawn on Plessen's bank account before he was even purportedly authorized to be engaged by Plessen at the April 30 Board Meeting. This shows a complete disregard for even the appearance of compliance with the norms and requirements of corporate governance by both Attorney Moorhead and the Hameds. Moreover, since there was absolutely no discussion at the sham meeting regarding any of the proposed resolutions, Yusuf has no clue what qualifications Moorhead has to serve as counsel for Plessen, what the terms of his proposed engagement are, whether other candidates were considered, and what conflicts, if any, Moorhead may have. The Bylaws of Plessen provide that the Board of Directors may appoint a General Counsel who is "to have dominion over all matters of legal import concerning the Corporation." Exhibit C, Plessen Bylaws, ¶ 7.3. The retention of Attorney Moorhead flies in the face of that Bylaw.

Suffice it to say that Attorney Moorhead has never bothered to contact Yusuf or any member of his family to discuss his engagement or proposed course of action, which causes Yusuf to seriously doubt that Attorney Moorhead will be evenhanded in his representation of the corporation, or instead will act only to advance the interests of the Hamed shareholders, at the expense of the Yusuf shareholders. See Exhibit K, ¶ 17. Since the Hameds selected Attorney Moorhead in the face of the General Counsel Bylaw and without any input from Yusuf, and caused a retainer to be paid to him even before they voted to approve his retention, the resolution approving his retention, besides running afoul of the Bylaws, is an interested director act that is presumptively voidable. The Hameds did not even attempt to show at the board meeting – and cannot show – that the Moorhead resolution is intrinsically fair to Plessen, and Attorney

Moorhead has not even communicated with Yusuf, let alone tried to give assurances that he will not represent Plessen as if it were wholly owned by Hamed. The Court should accordingly void the resolution and Attorney Moorhead's engagement.

D. The Court Should Enjoin Payments of Future Dividends, Except by Vote of the Shareholders.

In an effort to carry out the resolution authorizing an additional dividend of up to \$200,000 that was purportedly approved at the sham meeting, Waleed and his brother, Mufeed, issued two checks of May 12, 2014 each in the amount of \$100,000, drawn on Plessen's account at Scotiabank and made payable to Hamed and Yusuf as "dividend distribution." See Exhibit M—Copies of Checks. These checks were issued even though in 2010, Waleed Hamed and Mike Yusuf signed a document at Scotiabank which required drawer signatures of both Waleed and either Yusuf or Mike on any check. See Exhibit E. Yusuf did not present his \$100,000 check for payment and Hamed's check was not honored on presentment. While the two-signature requirement offers some protection to Yusuf, it is not absolute, as Waleed's successful negotiation of the \$460,000 check with only his and his brother's signature demonstrates. For all of the same reasons that this Court has previously ordered that "no funds will be disbursed from supermarket operating accounts without the mutual consent of Hamed and Yusuf (or designated representative(s))," Hamed v. Yusuf, 58 V.I. at 138, this Court should similarly enjoin anybody from writing checks from Plessen's bank accounts without the mutual written consent of Hamed and Yusuf, or designated representatives. The Court's analysis of the need for a preliminary injunction as to disbursements from supermarket operating accounts applies equally to the Plessen bank accounts, and the unauthorized taking of \$460,000 and the recent attempts to take

out \$200,000 demonstrate the urgent necessity of extending the preliminary injunction to cover Plessen monies.

E. The Statutory Procedures for Replacing Yusuf as Resident Agent Have not Been Observed, and this Action of the Board Should also be Rescinded.

As indicated above, retention of Attorney Moorhead must be nullified as an unauthorized transaction and because it is a violation of the Bylaws. The Hamed directors also passed a resolution appointing Attorney Moorhead as “Registered Agent” (resident agent) of Plessen. Yusuf was appointed Resident Agent in the Articles of Incorporation of Plessen. The procedures under 13 V.I.C. §§ 52-55 as to change of Resident Agent have not been followed, including, inter alia, the requirement of obtaining the signoff of the Secretary of Plessen – Yusuf – and the requirement to obtain, file and certify the resignation of the current Resident Agent – also Yusuf. Because these procedural steps have not been undertaken, the resolution authorizing the change of Resident Agent should be nullified.

F. A Receiver Should Be Appointed To Dissolve Plessen And Liquidate Its Assets.

Until the hastily called Special Meeting of the Board of Directors on April 30, 2014, there have been no actual meetings of Plessen’s shareholder or directors since the corporation’s formation in 1988. See Exhibit K, ¶ 15. The very fact that Hamed called this meeting to purportedly approve the Hamed Lease, among other self-dealing actions, shows he understood that there was a hopeless deadlock in Plessen’s business affairs. The sham meeting and the corrupted byproducts of that meeting, including the Hamed Lease that serves as a linchpin of the Hamed Plan, simply reveal the misguided lengths to which Hamed will go to circumvent the deadlock.

While it may be argued that before a Receiver can be appointed for Plessen, this Court should first summarily order an election of directors, pursuant to V.I. Code Ann. tit. 13, § 193, and then appoint a Receiver, pursuant to V.I. Code Ann. tit. 13, § 195, only if the vote is equally divided at such election, Yusuf respectfully submits that such an election would be a complete waste of time because it is forgone conclusion that the shareholder vote would be equally divided along family lines.

As pointed out at page 2 of this Brief, forty years ago, Circuit Judge Maris penned the opinion in Moran v. Edson, 493 F. 2d 400, 11 V.I. 166 (3d Cir 1974), which provides timeless lessons regarding hopelessly deadlocked corporations. As the Moran Court explained:

13 V.I.C. § 195 implements the general rule that a court of equity may appoint a receiver when there are such dissensions in the board of directors of a corporation or between two groups of its stockholders, each holding an equal number of shares, that it is impossible to carry on the business with advantage to the parties interested, even though the corporation is solvent. And in such a case the court may direct the sale of the corporate property for the protection of the creditors and benefit of the stockholders and order a dissolution of the corporation.

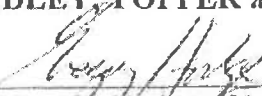
Id. at 407-408 (citations omitted).

Yusuf respectfully submits that this is just “such a case” and that the Court should, after nullifying the actions putatively taken by Plessen’s board of directors on April 30, 2014, “direct the sale of the corporate property for the protection of the creditors and benefit of the stockholders and order dissolution of” Plessen. Given that the shareholders, officers, and directors of Plessen have demonstrated that they cannot agree on how to accomplish such dissolution and liquidation, the Court should appoint a Receiver to perform these acts.

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Dated: May 19, 2014

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CERTIFICATE OF SERVICE

I hereby certify that on this 19th day of May, 2014, I caused the foregoing Fathi Yusuf's **Brief In Support Of Motion To Nullify Plessen Enterprises, Inc.'s Board Resolutions, To Void Acts Taken Pursuant To Those Resolutions, And To Appoint Receiver** of to be served upon the following via e-mail:

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