

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

SIXTEEN PLUS CORPORATION,	)	CASE NO. SX-16-CV-065
	)	ACTION FOR:
Plaintiff,	)	DECLARATORY JUDGMENT
v.)	
MANAL MOHAMMAD YOUSEF,)	
)	
Defendant/ Counterclaimant.)	
)	
<hr/> HISHAM HAMED , on behalf of himself and derivatively on behalf of SIXTEEN PLUS CORP.,	)	NO. SX-16-CV-650
)	
Plaintiffs,	)	ACTION FOR: DERIVATIVE
	)	SHAREHOLDER SUIT,
v.	)	ACTION FOR DAMAGES
FATHI YUSUF, ISAM YOUSUF and JAMIL YOUSEF,	)	AND CICO RELIEF
)	
Defendants,)	
)	
and)	
)	
SIXTEEN PLUS CORPORATION,)	
)	
Nominal Defendant.)	
)	
<hr/> MANAL MOHAMMAD YOUSEF a/k/a MANAL MOHAMAD YOUSEF,	)	NO. SX-17-CV-342
)	
Plaintiff	)	ACTION FOR: DEBT AND
	)	FORECLOSURE OF REAL
	)	PROPERTY MORTGAGE
v.)	
)	
SIXTEEN PLUS CORPORATION,)	
)	
Defendant/ Counterclaimant / <u>Third-Party Plaintiff</u> ,)	
)	
v.)	
)	
FATHI YUSUF,)	
)	
Third-Party Defendant.)	
)	
)	

**BRIEF OF “HISHAM HAMED/SIXTEEN PLUS”
IN SUPPORT OF TRANSFER OF THREE RELATED CASES
TO THE COMPLEX LITIGATION DIVISION**

On August 23, 2019, this Court entered an Order setting a hearing for September 10, 2019, to determine whether the three above captioned cases should be transferred to the Complex Litigation Division. Each “party” was allowed to file one consolidated brief to address this issue. In this regard, Sixteen Plus Corporation (“Sixteen Plus”) and Hisham Hamed are both named parties who are aligned with one another, and are jointly filing this brief, with Mark Eckard representing them at the hearing on September 10, 2019.

For the reasons set forth herein, it is respectfully submitted that these three cases *should* all be transferred to the Complex Litigation Division of this Court and proceed as a “complex” case.

I. The Parties

A. *The Hisham Hamed/Sixteen Plus Parties*

Hisham Hamed is one of four sons of Mohammad Hamed, who is now deceased. From 1986 through 2014, all five Hameds were actively involved in the operation of the three Plaza Extra Supermarkets on St. Croix and St. Thomas. Until 2014, those stores were owned by a now dissolved partnership between Mohammad Hamed and Fathi Yusuf. Yusuf also has three sons who were actively involved in the operation of those three supermarkets.

While that partnership was active, the Hameds and the Yusufs would form corporations from time to time—to own certain properties purchased solely with the profits from the supermarkets. Sixteen Plus Corporation was one such entity. It was formed in 1997 to purchase the 300-acre property located on St. Croix known as Diamond Keturah. The stock in Sixteen Plus is, and always has been owned 50% by the Hameds (including Hisham Hamed) and 50% by the Yusufs.

B. The Yusuf/Yousef Parties

Manal Yousef is the niece of Fathi Yusuf. She holds a sham \$4.5 million mortgage against the real property owned by Sixteen Plus. Isam is her father and Jamil Yousef is her brother. They have aided Manal and Fathi in trying to foreclose this sham mortgage—in order to try to help Fathi Yusuf steal Hamed's 50% portion of the Plaza Extra Supermarkets partnership profits used to purchase the Diamond Keturah property.

II. Procedural History: The Three Related Cases

On February 12, 2016, Sixteen Plus Corporation filed an action (**SX-16-CV-065**) against Defendant Manal Yousef for a declaratory judgment, seeking a finding that the sham \$4.5 million mortgage (with a present value now in excess of \$15 million) in her name is null and void.

On October 31, 2016, Hisham Hamed, a shareholder of Sixteen Plus, filed a derivative lawsuit on behalf of Sixteen Plus Corporation (**SX-16-CV-650**) against Fathi Yusuf, Isam Yousuf and Jamil Yousef, for their tortious conduct, which includes a count pursuant to 14 V.I.C. §607 (CICO), seeking damages related to their quasi-criminal conduct in trying to enforce the sham mortgage.

A year later, on August 31, 2017, Manal Yousef filed an action (**SX-17-CV-342**) against Sixteen Plus Corporation seeking to foreclose the “sham” mortgage. In response, Sixteen Plus answered and filed a third-party complaint against Fathi Yusuf.

III. Current Status of the Three Related Cases

Cases #65 and #342 have been consolidated. Written discovery has been exchanged, but multiple fact depositions remain to be taken, with expert discovery then needed.

There is a motion pending to consolidate Case #650 with the other two cases. Written discovery has been exchanged, but multiple fact depositions also remain to be taken. Expert discovery is also needed. There is also a pending Rule 12 motion to dismiss this case, which has been fully briefed.

Pursuant to an Order by Judge Meade dated August 16, 2019, this Court was asked to “consider and determine whether this case should be treated as complex” under Rule 92. In response, this Court issued the Order leading to this brief.

IV. Argument

These cases certainly should be assigned to the Complex Litigation Division based upon the factors set forth in Rule 92, discussed herein. However, in order to understand why these cases should be assigned to the Complex Litigation Division based on the relevant Rule 92 criteria, it is necessary to first review the facts giving rise these cases, as alleged in the two complaints in Case #65 and #650.

A. Factual History

On February 10, 1997, Sixteen Plus was formed as a corporation specifically to purchase a 300 plus acre parcel of land on the South shore of St. Croix, often referred to as Diamond Keturah (hereinafter referred to as the “Land”) from the Bank of Nova Scotia (“BNS”), which had obtained ownership interest through a foreclosure sale conducted on February 13, 1996.

A contract to buy the Land, subject to the rights of redemption, was then entered into between Sixteen Plus and BNS on February 14, 1997. At the time it was formed, and at all times up to the present, all of Sixteen Plus’ stock has been owned 50% by family members of Fathi Yusuf and 50% by family members of Mohammad Hamed.

As discussed above, at the time Sixteen Plus was formed, Fathi Yusuf and Mohammad Hamed were 50/50 partners in a grocery business known as Plaza Extra Supermarkets. Fathi Yusuf and Mohammad Hamed decided to buy the Land in question by providing the necessary funds to Sixteen Plus, using only proceeds from the grocery store they owned. Yusuf, acting for the partners, then undertook the business arrangements regarding the purchase of the Land.¹

While all of the funds used to buy the Land came entirely from the Plaza Extra Supermarkets partnership – and thus from Yusuf and Hamed equally as the only two partners–Fathi Yusuf did not want either the Government of the Virgin Islands or BNS to know the source of the funds he was using to buy the Land, as he was secretly diverting

¹ Yusuf made these business arrangements as to the purchase of the Land on behalf of the partnership, rather than involving Hamed, because he was “in charge” of the business transactions for the partnership at that time. See, *Hamed v. Yusuf*, 2013 WL 1846506 (V.I.Super. April 25, 2013)(para. 19 at page *6).

unreported cash from the Plaza Extra Supermarket to Sixteen Plus as part of a criminal money laundering effort.

As such, Fathi Yusuf conspired with Isam Yousuf, his nephew who lived on St. Martin, to launder in excess of \$4,000,000 in unreported, untaxed partnership funds to St. Martin from the Plaza Extra Supermarket operations—so that they could then wire these funds back to a Sixteen Plus account at BNS in order for Sixteen Plus to use these ‘laundered’ funds to purchase the Land. To accomplish this task, Fathi Yusuf had large sums of “skimmed” cash delivered to Isam Yousuf in St. Martin, who thereafter deposited those funds into various accounts in St. Martin. Fathi Yusuf and Isam Yousuf then transferred the partnership’s funds by wire to an account in the name of Sixteen Plus at BNS on St. Croix. The transfers (which exceeded \$4,000,000) to Sixteen Plus’ account at BNS took place between February 13th and September 4th of 1997.

To further cover up the partnership source of these funds, as well as to try to shelter Isam Yousuf from exposure to criminal consequences from the effort to launder and use the cash from the partnership’s supermarkets, Fathi Yusuf and Isam Yousuf agreed to create a “sham” note and mortgage for the transaction, naming Fathi Yusuf’s niece who then lived in St. Martin, Manal Mohammad Yousef (“Manal Yousef”), as the sham mortgagee. She appears to now live on the West Bank Territory adjacent to Israel.

Fathi Yusuf explained the note and mortgage to his partner, Mohammad Hamed, as well as the various Hamed shareholders of Sixteen Plus as being a business transaction to protect the property, but he confirmed that Manal Yousef could never actually enforce the mortgage, and that he could get it discharged at any time. Yusuf represented to the Hameds that the transaction would be fully and correctly reported on

tax filings and corporate filings as a “loan from shareholder” rather than a “mortgage” with no interest being claimed – and thus the sham transaction would not violate USVI laws.

In fact, **Sixteen Plus has never listed the source of these funds as a loan from Manal Yousef in more than 20 years of its corporate filings and tax filings in the Virgin Islands, as it has always listed these funds as being a loan from the shareholders – with no funds due and owing on a mortgage.**²

Thus, Fathi Yusuf caused a sham note and mortgage in the amount of \$4,500,000 to be drafted in favor of Manal Yousef, dated September 15, 1997, even though she had no such funds, and never advanced any such funds to Sixteen Plus.³ That sham note and mortgage were executed by Sixteen Plus in favor of Manal Yousef on September 15, 1997, even though the Land in question was not actually purchased until months later.

On December 24, 1997, BNS finally was entitled to a conveyance of the Land from the Marshal of the Territorial (now Superior) Court, as the rights of redemption in the foreclosure sale had expired. As per the contract between them, instead of taking title, BNS assigned its right to this conveyance from the Marshal to Sixteen Plus. Sixteen Plus paid for this assignment with the funds from the partnership. On February 22, 1998, Sixteen Plus finally received and recorded the deed to the Land. On that same day, Sixteen Plus also recorded the sham mortgage (dated September 15, 1997) in favor of Manal Yousef.

² Indeed, beginning with the 1999 tax filing in 2000, and lasting until 2012, Fathi Yusuf **personally signed and filed both the corporate filings and USVI tax returns showing the \$4.5 million used to buy the Land came from shareholder loans and there was no such mortgage -- under penalty of perjury.** See e.g., **Exhibits 1a, 1b & 1c.**

³ As noted, the funds used to purchase the property belonged 50/50 to the Hamed's and Yusuf's.

In 2003, the Federal Government filed felony money laundering and tax evasion criminal charges against a number of defendants, including Isam Yousuf and Fathi Yusuf. **The felony case included criminal charges regarding this laundering of funds by diversion from the partnership's Plaza Extra supermarkets to St. Martin to buy the Sixteen Plus Land.** Pursuant to those charges, the Federal Government placed a lien against various real property allegedly purchased with the laundered profits from the Plaza Extra Supermarkets-- including the Land owned by Sixteen Plus.

As part of its investigation and the charges, the FBI retrieved the bank records from St. Martin showing the diversion of the funds from the partnership's Plaza Extra supermarkets to St. Martin—and subsequent transfer of those laundered funds back to the bank account of Sixteen Plus in order to purchase this Land. This is set forth in contemporaneous FBI reports and analysis which list the specific transfers and accounts.

While the criminal case continued over the next years, various third parties attempted to buy the Land from Sixteen Plus at substantially higher prices than was paid for the property, with the highest offer exceeding \$22 million. Recognizing this substantial increase of 500% in value in less than 10 years, Fathi Yusuf tried to figure out how to pocket these funds for himself. In this regard, the Federal Government agreed that it would remove its lien and the Land could be sold – but **only** if the proceeds of any such sale were escrowed pending the outcome of the criminal case.

Contrary to the best interests of Sixteen Plus and its shareholders, Fathi Yusuf initiated a plan (the "Plan") to try to steal these proceeds and defraud Sixteen Plus of the value of the Land, rejecting the offers for the Land unless the sham Manal Yousef note

and mortgage were **paid to her** in full at any closing—so he could then get sole control of these funds.

The Federal Government refused to agree to the request that the Manal Yousef mortgage be paid first, confirming its own doubts about the validity of this mortgage. As such, Sixteen Plus lost the benefit of such sales because of Fathi Yusuf's insistence that the sham mortgage be paid upon the sale of the property—which payment the Federal Government refused to allow.

By mid-2010 it was clear that a settlement and plea would eventually be reached in the criminal action. Thus, in May of 2010, without the knowledge of the Hameds, Yusuf took an additional step to further the Plan to obtain the sale proceeds for himself **by having Manal Yousef execute a “Real Estate Power of Attorney” that gave Fathi Yusuf, personally, the power to do whatever he wished with the mortgage**, including releasing the mortgage or foreclosing on the Land **for his own benefit**, even though the Hamed family had actually paid 50% for the Land. See **Exhibit 2**. This power of attorney gave no rights or benefits to Sixteen Plus, even though Fathi Yusuf was an officer and director to the corporation, as well as a shareholder.

Additionally, this undisclosed power of attorney specifically stated that Fathi Yusuf was effectively given total power over what to do with the Land and foreclosure proceeds—as **he was also released and indemnified as to all actions he might take in regard to his broad, personal power of attorney**—which further demonstrated that the mortgage and note were a sham, as no bona fide lender gives a principal of the borrower a full power of attorney to discharge the debt without requiring payment.

The execution of the undisclosed, exclusive power of attorney in favor of Fathi Yusuf was orchestrated by Isam Yousuf in furtherance of the Plan with his uncle, Fathi Yusuf to steal half of the value of the Land, then in excess of \$25 million, from Sixteen Plus and the Hamed shareholders. In short, the Yusuf and Yousef Defendants planned to use the sham mortgage to allow Fathi Yusuf to foreclose on the Land *for his own personal benefit*, and to thus deny Sixteen Plus the value of the Land.

In 2013, the Federal Government reached a settlement in the criminal case, which included *inter alia* a lump sum \$10 million payment of taxes to the Government of the Virgin Islands for previously unreported income from the Plaza Extra Supermarkets. In addition to this large payment for back taxes, a fine in excess of \$1,000,000 was also paid to the Government. Finally, a plea of guilty to the pending felony charge of tax evasion was made by the entity that owned the Plaza Extra Supermarkets, now agreed to be the partnership, whose profits had been laundered to avoid the payment of said taxes. However, the criminal charges against Fathi Yusuf (and several other Yusuf and Hamed family members) were dropped.

As a result of the plea and settlement agreement, the Federal Government removed its lien against the Land, as the taxes owed on these previously laundered partnership profits used to buy the Land were now deemed to have been paid.

After the criminal case was dismissed, the Yusuf/Yousef Defendants, in furtherance of the Plan, retained counsel on St. Martin to send a demand to Sixteen Plus – for payment of the sham note and mortgage Sixteen Plus allegedly owed to Manal Yousef. See **Exhibit 3**. That St. Martin counsel did not disclose to Sixteen Plus or the Hameds that Fathi Yusuf was the person personally directing the demand.

A response was made to that demand by Hamed's counsel on behalf of Sixteen Plus, which was reduced to writing—pointing out that the mortgage was not valid for the reasons stated herein. That writing also specifically stated that St. Martin counsel was acting improperly in asserting he was representing Manal Yousef's interests rather than Fathi Yusuf's. See **Exhibit 4**. While counsel on St. Martin promised to get a response to that letter after discussing the matter with his real "client" (see **Exhibit 5**), he never did so, strongly indicating to the Hameds that he had never really been retained by Manal Yousef.

This litigation followed, first with the filing of the lawsuit to declare the mortgage to be a "sham." After discovery proceeded, it became clear that Fathi Yusuf as well as his nephews, Isam and Jamil Yousef, were engaged in additional acts to try to perpetrate the fraud on Sixteen Plus to deprive it (and the Hamed shareholders) of the value of its only asset—the Land. Thus, a second CICO complaint was filed against them. Finally, after 20 years of never doing anything, Manal Yousef filed "her own" action to try to foreclose this "sham" mortgage even though she never had any money, never advanced any funds and never even inquired about this alleged multi-million dollar debt owed to her!

B. Applicable Law

Rule 92(a) defines a complex case in part as follows:

"Complex case." A complex case is a civil action or proceeding that requires exceptional judicial management to avoid placing unnecessary burdens on the court or the litigants and to expedite the case, keep costs reasonable, and promote effective decision making by the court, the parties, and counsel. . . .

Rule 92(b) then defines "presumptively" complex cases, including ones where there have been investment losses by multiple parties, as set forth in Rule 92(b)(4). Finally, even

where a case is not “presumptively” a complex case under subsection (b), the Judge assigned to this Division can consider the following matters pursuant to Rule 92(c) in deciding whether to designate a case as “complex”:

(c) Complex Case Assignment; Factors for Consideration. The assignment of a case to the Complex Litigation Division shall be made by the Presiding Judge, who shall give appropriate consideration to the type of claims involved, the law governing the action or proceeding, and the following factors:

(1) whether the action involves a large number of parties; many claims with common, recurrent issues of law or fact associated with a single product, natural disaster, or complicated environmental or toxic tort; or a high degree of commonality of injury or damages among the claimants; and

(2) whether assignment to the Complex Litigation Division may unreasonably delay the case, increase expense, complicate the action, or unfairly prejudice a party; whether coordinated discovery would be advantageous; whether the cases require specialized expertise and case processing by the dedicated Complex Litigation Division judge and staff; whether assignment would result in the efficient utilization of judicial resources and the facilities and personnel of the court; whether issues of insurance, limits on assets and potential bankruptcy can be best addressed in coordinated proceedings; or whether there are related matters pending in federal court or in other state or Territorial courts that require coordination by the Complex Litigation Division judge.

It is respectfully submitted that this Court should transfer these three cases to this Division based on the foregoing factors for several reasons.

First, these cases appear to fit into the definition of being a “presumptive” matter pursuant to Rule 92(b)(4), as these cases certainly involve “investment losses involving multiple parties.”

However, more importantly, the factors set forth Rule 92(c)(1) make these cases a perfect fit for administration under the Complex Litigation Division, as they:

- (1) arise out of the same basic factual background;
- (2) have common issues of law, including complicated CICO and fraud issues;

- (3) involve multiple parties in multiple locations;
- (4) have a commonality between the corporate and shareholder claimants;
- (5) are cases where coordinated discovery would clearly be advantageous; and
- (6) would be less expensive for the parties if assigned as a group to this Division.

Moreover, judicial administration would be simplified if these case were to proceed in this Division due to the similarity of the issues and facts, avoiding multiple Judges having to deal with the same or similar rulings.

Finally, there certainly would not be any prejudice to any party, much less the fear of inordinate delays, if these cases are transferred to this Division.

In short, under the general definition of a complex case, this is "civil action. . .that requires exceptional judicial management to avoid placing unnecessary burdens on the court or the litigants and to expedite the case, keep costs reasonable, and promote effective decision making by the court, the parties, and counsel. . . ."

V. Conclusion

It is respectfully submitted that these three cases are one for which this Division provides the perfect forum.

**Co-Counsel for the
Sixteen Plus/Hamed Parties:**

Dated: September 3, 2019


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CERTIFICATE OF SERVICE AND COMPLIANCE WITH RULE 6-1(e)

I hereby certify that the above document meets the requirements of Rule 6-1(e) and was served this 3rd day of September, 2019. I served a copy of the foregoing by email and mail as agreed by the parties, on:

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EXHIBIT 1

3	Cost of labor	
4	Additional section 263A costs (attach schedule)	
5	Other costs (attach schedule)	
6	Total. Add lines 1 through 5	
7	Inventory at end of year.	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	NONE

9a Check all methods used for valuing closing inventory:

- (i) Cost as described in Regulations section 1.471-3
- (ii) Lower of cost or market as described in Regulations section 1.471-4
- (iii) Other (specify method used and attach explanation) ►

b Check if there was a writedown of "subnormal" goods as described in Regulations section 1.471-2(c). ►

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970). ►

d If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO

9d |

e Do the rules of section 263A (for property produced or acquired for resale) apply to the corporation? Yes No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? Yes No
If "Yes," attach explanation.

Schedule B Other Information

	Yes	No
1 Check method of accounting: (a) <input type="checkbox"/> Cash (b) <input checked="" type="checkbox"/> Accrual (c) <input type="checkbox"/> Other (specify) ►	X	
2 Refer to the list in the instructions and state the corporation's principal: (a) Business activity ► REAL ESTATE (b) Product or service ► SUBDIVIDERS/DEVELOPERS	X	
3 Did the corporation at the end of the tax year own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see section 267(c).) If "Yes," attach a schedule showing (a) name, address, and employer identification number and (b) percentage owned	X	
4 Was the corporation a member of a controlled group subject to the provisions of section 1561?	X	
5 At any time during calendar year 1999, did the corporation have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? (See instructions for exceptions and filing requirements for Form TD F 90-22.1.) If "Yes," enter the name of the foreign country ►	X	
6 During the tax year, did the corporation receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the corporation may have to file Form 3520. See instructions	X	
7 Check this box if the corporation has filed or is required to file Form 8264, Application for Registration of a Tax Shelter	X	
8 Check this box if the corporation issued publicly offered debt instruments with original issue discount. If so, the corporation may have to file Form 8281, Information Return for Publicly Offered Original Issue Discount Instruments	X	
9 If the corporation: (a) filed its election to be an S corporation after 1986, (b) was a C corporation before it elected to be an S corporation or the corporation acquired an asset with a basis determined by reference to its basis (or the basis of any other property) in the hands of a C corporation, and (c) has net unrealized built-in gain (defined in section 1374(d)(1)) in excess of the net recognized built-in gain from prior years, enter the net unrealized built-in gain reduced by net recognized built-in gain from prior years (see instructions). ► \$ 0	X	0
10 Check this box if the corporation had accumulated earnings and profits at the close of the tax year (see instructions)	X	

F 11/29/99

Form 1120S (1999)

FBIX240463

449-3102

Income Losses	<p>2 Net income (loss) from rental real estate activities (attach Form 8825).</p> <p>3a Gross income from other rental activities.</p> <p>b Expenses from other rental activities (attach schedule).</p> <p>c Net income (loss) from other rental activities. Subtract line 3b from line 3a</p> <p>3</p>		
	<p>3a</p> <p>3b</p> <p>3c</p>		
Deductions	<p>4 Portfolio income (loss):</p> <p>a Interest income</p> <p>b Ordinary dividends</p> <p>c Royalty income</p> <p>d Net short-term capital gain (loss) (attach Schedule D (Form 1120S)).</p> <p>e Net long-term capital gain (loss) (attach Schedule D (Form 1120S)):</p> <p style="padding-left: 20px;">(1) 28% rate gain (loss) ►</p> <p style="padding-left: 20px;">(2) Total for year ►</p> <p>f Other portfolio income (loss) (attach schedule)</p> <p>4a</p> <p>4b</p> <p>4c</p> <p>4d</p> <p>4e(2)</p> <p>4f</p>		
	<p>4</p> <p>4a</p> <p>4b</p> <p>4c</p> <p>4d</p> <p>4e(2)</p> <p>4f</p> <p>5</p> <p>6</p>		
Rental Activities	<p>5 Net section 1231 gain (loss) (other than due to casualty or theft) (attach Form 4797).</p> <p>6 Other income (loss) (attach schedule)</p> <p>7 Charitable contributions (attach schedule).</p> <p>8 Section 179 expense deduction (attach Form 4562).</p> <p>9 Deductions related to portfolio income (loss) (itemize)</p> <p>10 Other deductions (attach schedule)</p> <p>7</p> <p>8</p> <p>9</p> <p>10</p> <p>11a</p> <p>b (1) Investment income included on lines 4a, 4b, 4c, and 4f above</p> <p>(2) Investment expenses included on line 9 above.</p> <p>11b(1)</p> <p>11b(2)</p> <p>12a</p> <p>b Low-income housing credit:</p> <p style="padding-left: 20px;">(1) From partnerships to which section 42(j)(5) applies for property placed in service before 1990</p> <p style="padding-left: 20px;">(2) Other than on line 12b(1) for property placed in service before 1990</p> <p style="padding-left: 20px;">(3) From partnerships to which section 42(j)(5) applies for property placed in service after 1989</p> <p style="padding-left: 20px;">(4) Other than on line 12b(3) for property placed in service after 1989</p> <p>c Qualified rehabilitation expenditures related to rental real estate activities (attach Form 3468)</p> <p>d Credits (other than credits shown on lines 12b and 12c) related to rental real estate activities.</p> <p>e Credits related to other rental activities.</p> <p>12b(1)</p> <p>12b(2)</p> <p>12b(3)</p> <p>12b(4)</p> <p>12c</p> <p>12d</p> <p>12e</p> <p>13</p> <p>14a</p> <p>b Adjusted gain or loss</p> <p>c Depletion (other than oil and gas)</p> <p>d (1) Gross income from oil, gas, or geothermal properties</p> <p>(2) Deductions allocable to oil, gas, or geothermal properties</p> <p>e Other adjustments and tax preference items (attach schedule)</p> <p>14b</p> <p>14c</p> <p>14d(1)</p> <p>14d(2)</p> <p>14e</p> <p>15a</p> <p>b Name of foreign country or U.S. possession</p> <p>c Total gross income from sources outside the United States (attach schedule)</p> <p>d Total applicable deductions and losses (attach schedule)</p> <p>e Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued</p> <p>f Reduction in taxes available for credit (attach schedule)</p> <p>g Other foreign tax information (attach schedule)</p> <p>15c</p> <p>15d</p> <p>15e</p> <p>15f</p> <p>15g</p> <p>16 Section 59(e)(2) expenditures: a Type ► b Amount ►</p> <p>17 Tax-exempt interest income</p> <p>18 Other tax-exempt income</p> <p>19 Nondeductible expenses</p> <p>20 Total property distributions (including cash) other than dividends reported on line 22 below.</p> <p>21 Other items and amounts required to be reported separately to shareholders (attach schedule)</p> <p>22 Total dividend distributions paid from accumulated earnings and profits</p> <p>23 Income (loss). (Required only if Schedule M-1 must be completed.) Combine lines 1 through 6 in column (b). From the result, subtract the sum of lines 7 through 11a, 15e, and 16b</p> <p>16b</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>22</p> <p>23</p>		
Foreign Taxes			
Other			

b	Less allowance for bad debts		
3	Inventories		
4	U.S. Government obligations		
5	Tax-exempt securities		
6	Other current assets (attach schedule)		
7	Loans to shareholders		
8	Mortgage and real estate loans		
9	Other investments (attach schedule)		
10a	Buildings and other depreciable assets		
b	Less accumulated depreciation		
11a	Depletable assets		
b	Less accumulated depletion		
12	Land (net of any amortization)	4,500,000	4,596,159
13a	Intangible assets (amortizable only)		
b	Less accumulated amortization		
14	Other assets (attach schedule)		
15	Total assets	4,523,261	4,709,261
Liabilities and Shareholders' Equity			
16	Accounts payable		
17	Mortgages, notes, bonds payable in less than 1 year		
18	Other current liabilities (attach schedule)		
19	Loans from shareholders	4,522,261	4,708,261
20	Mortgages, notes, bonds payable in 1 year or more		
21	Other liabilities (attach schedule)		
22	Capital stock	1,000	1,000
23	Additional paid-in capital		
24	Retained earnings		
25	Adjustments to shareholders' equity (attach schedule)		
26	Less cost of treasury stock	()	()
27	Total liabilities and shareholders' equity	4,523,261	4,709,261

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return (You are not required to complete this schedule if the total assets on line 15, column (d), of Schedule L are less than \$25,000.)

1	Net income (loss) per books		5	Income recorded on books this year not included on Schedule K, lines 1 through 6 (itemize):	
2	Income included on Schedule K, lines 1 through 6, not recorded on books this year (itemize):		a	Tax-exempt interest \$ _____	
3	Expenses recorded on books this year not included on Schedule K, lines 1 through 11a, 15e, and 16b (itemize):		6	Deductions included on Schedule K, lines 1 through 11a, 15e, and 16b, not charged against book income this year (itemize):	
a	Depreciation \$ _____		a	Depreciation \$ _____	
b	Travel and entertainment \$ _____		7	Add lines 5 and 6.	
4	Add lines 1 through 3		8	Income (loss) (Sch K, line 23), Line 4 less line 7	

Schedule M-2 Analysis of Accumulated Adjustments Account, Other Adjustments Account, and Shareholders' Undistributed Taxable Income Previously Taxed (see instructions)

	(a) Accumulated adjustments account	(b) Other adjustments account	(c) Shareholders' undistributed taxable income previously taxed
1	Balance at beginning of tax year		
2	Ordinary income from page 1, line 21		
3	Other additions		
4	Loss from page 1, line 21	()	()
5	Other reductions	()	()
6	Combine lines 1 through 5		
7	Distributions other than dividend distributions		
8	Balance at end of tax year. Subtract line 7 from line 6		

FBIX240465

449-3104

Form 1120S (1999)

Shareholder's identifying number ► 000-19-5941

Shareholder's name, address, and ZIP code
HISHAM M. HAMED
P.O.BOX 763, C'STED
ST. CROIX, VI 00821

00-0J40001

Shldr No. 11

Corporation's identifying number ► 00-0J40001

Corporation's name, address, and ZIP code
SIXTEEN PLUS CORPORATION
P.O.BOX 763, C'STED
ST.CROIX, VI 00821

- A Shareholder's percentage of stock ownership for tax year (see instructions for Schedule K-1) 10.000000 %
B Internal Revenue Service Center where corporation filed its return ► 9601 Estate Thomas St. Thomas, VI 00802
C Tax shelter registration number (see instructions for Schedule K-1)
D Check applicable boxes: (1) Final K-1 (2) Amended K-1

	(a) Pro rata share items	(b) Amount	(c) Form 1040 filers enter the amount in column (b) on:
Income Losses	1 Ordinary income (loss) from trade or business activities	1	See Shareholder's Instructions for Schedule K-1 (Form 1120S). Sch. B, Part I, line 1 Sch. B, Part II, line 5 Sch. E, Part I, line 4 Sch. D, line 5, col. (f) Sch. D, line 12, col. (g) Sch. D, line 12, col. (f)
	2 Net income (loss) from rental real estate activities	2	
	3 Net income (loss) from other rental activities	3	
	4 Portfolio income (loss):	4	
	a Interest	4a	
	b Ordinary dividends	4b	
	c Royalties	4c	
	d Net short-term capital gain (loss)	4d	
	e Net long-term capital gain (loss):	e(1)	
	(1) 28% rate gain (loss)	e(2)	
f Other portfolio income (loss) (attach schedule)	4f	(Enter on applicable line of your return.)	
5 Net section 1231 gain (loss) (other than due to casualty or theft)	5	See Shareholder's Instructions for Schedule K-1 (Form 1120S). (Enter on applicable line of your return.)	
6 Other income (loss) (attach schedule)	6		
7 Charitable contributions (attach schedule)	7		
8 Section 179 expense deduction	8		
9 Deductions related to portfolio income (loss) (attach schedule)	9		
10 Other deductions (attach schedule)	10	See Shareholder's Instructions for Schedule K-1 (Form 1120S). Sch. A, line 15 or 16	
11a Interest expense on investment debts	11a		
b (1) Investment income included on lines 4a, 4b, 4c, and 4f above	b(1)		
(2) Investment expenses included on line 9 above	b(2)		
12a Credit for alcohol used as fuel	12a		
b Low-income housing credit:	b(1)	Form 6478, line 10 Form 8586, line 5	
(1) From section 42(j)(5) partnerships for property placed in service before 1990	b(2)		
(2) Other than on line 12b(1) for property placed in service before 1990	b(3)		
(3) From section 42(j)(5) partnerships for property placed in service after 1989	b(4)		
(4) Other than on line 12b(3) for property placed in service after 1989	12c		
c Qualified rehabilitation expenditures related to rental real estate activities	12d		
d Credits (other than credits shown on lines 12b and 12c) related to rental real estate activities	12e	See Shareholder's Instructions for Schedule K-1 (Form 1120S).	
e Credits related to other rental activities	13		
13 Other credits			

For Paperwork Reduction Act Notice, see the Instructions for Form 1120S.

Schedule K-1 (Form 1120S) 1999

JXB

F 11/16/99

FBIX240466

449-3105

Form 1120S

Department of the Treasury
Internal Revenue Service (77)

U.S. Income Tax Return for an S Corporation

► Do not file this form unless the corporation has filed or is attaching Form 2553 to elect to be an S corporation.

OMB No. 1545-0130

2011

For calendar year 2011 or tax year beginning

, and ending

A S election effective date 10/28/1997	Name SIXTEEN PLUS CORPORATION	D Employer identification number 66-0540661
B Business activity code number (see instructions) 531390	Number, street, and room or suite no. If a P.O. box, see instructions. P. O. BOX 763, CHRISTIANSTED1	E Date incorporated 10/28/1997
C Check if Sch. M-3 attached <input type="checkbox"/>	City or town, state, and ZIP code ST. CROIX, VI 00821-0763	F Total assets (see instructions) \$ 4,828,625.

- G Is the corporation electing to be an S corporation beginning with this tax year? Yes No If "Yes," attach Form 2553 if not already filed
- H Check it: (1) Final return (2) Name change (3) Address change (4) Amended return (5) S election termination or revocation
- I Enter the number of shareholders who were shareholders during any part of the tax year ► **12**

Caution: Include only trade or business income and expenses on lines 1a through 21. See the instructions for more information.

Income	1 a Merchant card and third-party payment for 2011, enter -0- 0.	b Gross receipts or sales not reported on line 1a 	c Total Add lines 1a and 1b 	d Returns and allowances plus any other adjustments (see instrs.) 	e Subtract line 1d from line 1c 	1c 1e 2 3 4 5 6
	2 Cost of goods sold (attach Form 1125-A) 	 	 	 	 	7 8 9 10 11 12 13
	3 Gross profit. Subtract line 2 from line 1e 	 	 	 	 	14 15 16 17 18 19 20 21
	4 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797) 	 	 	 	 	2,150.
	5 Other income (loss) (attach statement) 	 	 	 	 	2,353.
	6 Total income (loss). Add lines 3 through 5 	 	 	 	 	-2,353.
Deductions (See instructions for limitations)	7 Compensation of officers 	 	 	 	 	STATEMENT 1 203.
	8 Salaries and wages (less employment credits) 	 	 	 	 	13 14 15 16 17 18 19 20 21
	9 Repairs and maintenance 	 	 	 	 	2,150.
	10 Bad debts 	 	 	 	 	2,353.
	11 Rents 	 	 	 	 	-2,353.
	12 Taxes and licenses 	 	 	 	 	
	13 Interest 	 	 	 	 	
	14 Depreciation not claimed on Form 1125-A or elsewhere on return (attach Form 4562) 	 	 	 	 	
	15 Depletion (Do not deduct oil and gas depletion.) 	 	 	 	 	
	16 Advertising 	 	 	 	 	
	17 Pension, profit-sharing, etc., plans 	 	 	 	 	
	18 Employee benefit programs 	 	 	 	 	
	19 Other deductions (attach statement) 	 	 	 	 	
	20 Total deductions. Add lines 7 through 19 	 	 	 	 	
	21 Ordinary business income (loss). Subtract line 20 from line 6 	 	 	 	 	
Tax and Payments	22 a Excess net passive income or LIFO recapture tax (see instructions) 	22a	 	 	 	
	b Tax from Schedule D (Form 1120S) 	22b	 	 	 	
	c Add lines 22a and 22b 	22c	 	 	 	
	23 a 2011 estimated tax payments and 2010 overpayment credited to 2011 	23a	 	 	 	
	b Tax deposited with Form 7004 	23b	 	 	 	
	c Credit for federal tax paid on fuels (attach Form 4136) 	23c	 	 	 	
	d Add lines 23a through 23c 	23d	 	 	 	
	24 Estimated tax penalty (see instructions). Check if Form 2220 is attached 	24	 	 	 	
	25 Amount owed. If line 23d is smaller than the total of lines 22c and 24, enter amount owed 	25	 	 	 	
	26 Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid 	26	 	 	 	
27 Enter amount from line 26 Overpaid in 2010 estimated tax 	27	 	 	 	 	

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					
Sign Here		Date 9-5-2012	Title Secretary/treasurer	May the IRS discuss this return with the preparer shown below (see Instr.)?	
Signature of officer Pablo O'Neill				<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Paid Preparer Use Only	Firm's name O'NEILL & ASSOCIATES, LLC	Date 06/19/12	Check if self-employed <input type="checkbox"/>	PTIN P01474673	Firm's EIN 66-0575500
	Firm's address P.O. BOX 24775 ST. CROIX, VI 00824		Phone no. (340)773-4305		

JWA For Paperwork Reduction Act Notice, see separate instructions.
111701
12-12-11

HAMD588585

EXHIBIT

Schedule B	Other Information (see instructions)	Yes	No
1 Check accounting method: (a) <input type="checkbox"/> Cash (b) <input checked="" type="checkbox"/> Accrual (c) <input type="checkbox"/> Other (specify) ►			
2 See the instructions and enter the:			
(a) Business activity ► REAL ESTATE (b) Product or service ► SUBDIVIDERS / DEVELOPE			
3 At the end of the tax year, did the corporation own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see section 267(c).) If "Yes," attach a statement showing: (a) name and employer identification number (EIN), (b) percentage owned, and (c) if 100% owned, was a qualified subchapter S subsidiary election made?		X	
4 Has this corporation filed, or is it required to file, Form 8910, Material Advisor Disclosure Statement, provide information on any reportable transaction?			X
5 Check this box if the corporation issued publicly offered debt instruments with original issue discount	► <input type="checkbox"/>		
If checked, the corporation may have to file Form 8281, Information Return for Publicly Offered Or ginal Issue Discount Instruments.			
6 If the corporation: (a) was a C corporation before it elected to be an S corporation or the corporation acquired an asset with a basis determined by reference to the basis of the asset (or the basis of any other property) in the hands of a C corporation and (b) has net unrealized built-in gain in excess of the net recognized built-in gain from prior years	► \$		
7 Enter the accumulated earnings and profits of the corporation at the end of the tax year	\$		
8 Are the corporation's total receipts (see instructions) for the tax year and its total assets at the end of the tax year less than \$250,000? If "Yes," the corporation is not required to complete Schedules L and M-1		X	
9 During the tax year, was a qualified subchapter S subsidiary election terminated or revoked? If "Yes," see instructions		X	
10 a Did the corporation make any payments in 2011 that would require it to file Form(s) 1099 (see instructions)?			X
b If "Yes," did the corporation file or will it file all required Forms 1099?			

Schedule K | Shareholders' Pro Rata Share Items		Total amount
Income (Loss)	1 Ordinary business income (loss) (page 1, line 21)	1 - 2 , 353 .
	2 Net rental real estate income (loss) (attach Form 8825)	2
	3a Other gross rental income (loss)	3a
	b Expenses from other rental activities (attach statement)	3b
	c Other net rental income (loss). Subtract line 3b from line 3a	
	4 Interest income	4
	5 Dividends: a Ordinary dividends	5a
	b Qualified dividends	5b
	6 Royalties	6
	7 Net short-term capital gain (loss) (attach Schedule D (Form 1120S))	7
8a Net long-term capital gain (loss) (attach Schedule D (Form 1120S))	8a	
b Collectibles (28%) gain (loss)	8b	
c Unrecaptured section 1250 gain (attach statement)	8c	
9 Net section 1231 gain (loss) (attach Form 4797)	9	
10 Other income (loss) (see instructions) ... Type ►	10	

JWA

Form 1120S (2011)

Schedule L	Balance Sheets per Books	Beginning of tax year		End of tax year	
		(a)	(b)	(c)	(d)
1 Cash			9,819.		7,466.
2 a Trade notes and accounts receivable					
b Less allowance for bad debts					
3 Inventories					
4 U.S. government obligations					
Tax-exempt securities					
6 Other current assets (att. stmt.)	STATEMENT 4		225,000.		225,000.
7 Liabilities to shareholders					
8 Mortgage and real estate loans					
9 Other investments (att. stmt.)					
10 a Buildings and other depreciable assets					
b Less accumulated depreciation					
11 a Depletable assets					
b Less accumulated depletion					
12 Land (net of any amortization)			4,596,159.		4,596,159.
13 a Intangible assets (amortizable only)					
b Less accumulated amortization					
14 Other assets (att. stmt.)					
15 Total assets			4,830,978.		4,828,625.
Liabilities and Shareholders' Equity					
16 Accounts payable					
17 Mortgages, notes, bonds payable in less than 1 year					
Other current liabilities (att. stmt.)					
18 Loans from shareholders			4,710,626.		4,710,626.
20 Mortgages, notes, bonds payable in 1 year or more					
21 Other liabilities (att. stmt.)					
22 Capital stock			1,000.		1,000.
23 Additional paid-in capital					
24 Retained earnings	STATEMENT 5		119,352.		116,999.
25 Adjustments to shareholders' equity (att. stmt.)					
26 Less cost of treasury stock			()		()
27 Total liabilities and shareholders' equity			4,830,978.		4,828,625.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note: Schedule M-3 required instead of Schedule M-1 if total assets are \$10 million or more - see instructions

1 Net income (loss) per books	- 2,353.	5 Income recorded on books this year not included on Schedule K, lines 1 through 10 (itemize): a Tax-exempt interest \$ _____	
2 Income included on Schedule K, lines 1, 2, 3c, 4, 5a, 6, 7, 8a, 9, and 10, not recorded on books this year (itemize): _____			
3 Expenses recorded on books this year not included on Schedule K, lines 1 through 12 and 14l (itemize): a Depreciation \$ _____ b Travel and entertainment \$ _____		6 Deductions included on Schedule K, lines 1 through 12 and 14l, not charged against book income this year (itemize): a Depreciation \$ _____	
4 Add lines 1 through 3	- 2,353.	7 Add lines 5 and 6	
		8 Income (loss) (Schedule K, line 18), Line 4 less line 7	- 2,353.

Schedule M-2 Analysis of Accumulated Adjustments Account, Other Adjustments Account, and Shareholders' Undistributed Taxable Income Previously Taxed (see instructions)

	(a) Accumulated adjustments account	(b) Other adjustments account	(c) Shareholders' undistributed taxable income previously taxed
1 Balance at beginning of tax year	119,352.		
2 Ordinary income from page 1, line 21			
3 Other additions			
4 Loss from page 1, line 21	(2,353.)		
5 Other reductions	()	()	
6 Combine lines 1 through 5	116,999.		
7 Distributions other than dividend distributions			
8 Balance at end of tax year. Subtract line 7 from line 6	116,999.		

HMD588588

EXHIBIT 1c

**ANNUAL REPORT
ON DOMESTIC OR FOREIGN CORPORATIONS
(DUE ON OR BEFORE JUNE 30 OF EACH YEAR)**

PURSUANT TO SECTIONS 371 AND 373, CHAPTER 1, TITLE 13, OF THE VIRGIN ISLANDS CODE.
REQUIRING THE FILING OF ANNUAL REPORTS BY DOMESTIC AND FOREIGN CORPORATIONS
THE FOLLOWING STATEMENT IS FILED WITH THE OFFICE OF THE LIEUTENANT GOVERNOR

NAME OF CORPORATION SIXTEEN PLUS CORPORATION

ADDRESS OF MAIN OFFICE P.O.BOX 763 C'STED, ST CROIX VI 00821

PRINCIPAL OFFICE IN THE VIRGIN ISLANDS SAME

RESIDENT OR AUTHORIZED AGENT IN THE VI FAHTI YUSUF

COUNTRY OR STATE IN WHICH INCORPORATED U S Virgin Islands

FISCAL YEAR COVERED BY LAST REPORT FILED 1 12/31/2010

FISCAL YEAR COVERED BY THIS REPORT 2 12/31/2011

AMOUNT OF AUTHORIZED CAPITAL STOCK AT CLOSE OF FISCAL YEAR 1000shs NPV

AMOUNT OF PAID-IN CAPITAL AT CLOSE OF FISCAL YEAR \$1,000

AMOUNT OF CAPITAL USED IN CONDUCTING BUSINESS WITHIN THE VIRGIN ISLANDS DURING THE FISCAL YEAR \$1,000

NAME AND ADDRESSES OF DIRECTORS AND OFFICERS OF THE COMPANY AT THE CLOSE OF FISCAL YEAR AND EXPIRATION DATES OF TERMS OF OFFICE

(D) MOHAMMED HAMED-PRESIDENT-6H CARLTON GARDENS, FSTED ST. CROIX VI 00840

(D) WALEED HAMED-VICE-PRESIDENT- SAME AS ABOVE

(D) FATHI YUSUF-SECRETARY/TREASURER-62A&B LA GRANDE PRINCESSE

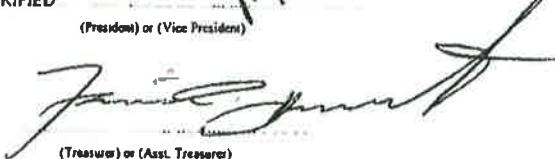
(D)= DIRECTOR

TERMS- UNTIL SUCCESSOR ELECTED

DATED: 9-5-2012

VERIFIED:


(President) or (Vice President)


(Treasurer) or (Asst. Treasurer)

1. If last report filed does not cover the period immediately preceding the period covered by this report, a supplementary report on the same form must be filed, bridging the gap, if any, between the two reports.

2. **THIS REPORT IS NOT COMPLETE NOR ACCEPTABLE UNLESS ACCOMPANIED BY A GENERAL BALANCE SHEET AND PROFIT AND LOSS STATEMENT FOR THE LAST FISCAL YEAR AS REQUIRED BY THE VIRGIN ISLANDS CODE**

Foreign Sales Corporation that are registered with the Security and Exchange Commission must furnish evidence of such registration and comply with the balance sheet and P & L Statements. FSC's that are not registered with the commission are exempted from filing the General Balance Sheet and the Profit and Loss Statement.

RECEIVED
LT. GOV. OFFICE
2012 SEP 21 AM 10 02
CORPORATIONS-STX

EXHIBIT

4 - FathiDepo

HAMD588628

GOVERNMENT OF THE VIRGIN ISLANDS OF THE UNITED STATES

REPORT

OF CORPORATION FRANCHISE TAX DUE
PURSUANT TO TITLE 13, SECTION 531, VIRGIN ISLANDS CODE

DOMESTIC CORPORATION

(THIS REPORT DUE ON OR BEFORE JUNE 30 OF EACH YEAR)

Employer I.D. No. 66-0540661

Date of Report June 19, 2012

Date of Last Previous Report: June 30, 2011

This Report is for the Period Ending June 30, 2012

1.) NAME OF CORPORATION: SIXTEEN PLUS CORPORATION

- (a) Address: P.O.BOX 763, C'STED. ST CROIX VI 00821
- (b) Date of Incorporation: OCTOBER 28 1997
- (c) Kind of Business: REAL ESTATE DEVELOPMENT

2.) AMOUNT OF CAPITAL STOCK AUTHORIZED:

- | | |
|-------------------------------------|----------------|
| (a) When last previous report filed | \$ 1000shs NPV |
| (b) On date of this report ... | \$ 1000shs NPV |

3.) AMOUNT OF PAID-IN CAPITAL STOCK USED IN CONDUCTING BUSINESS:

- | | |
|---|----------|
| (a) As shown on last report filed | \$ 1,000 |
| (b) Additional capital paid in since last report | \$ |
| (c) Sum of (a) and (b) | \$ 1,000 |
| (d) Paid-in Capital withdrawn since last report | \$ |
| (e) Paid-in Capital Stock at date of this report | \$ 1,000 |
| (f) HIGHEST TOTAL PAID-IN CAPITAL STOCK DURING REPORT PERIOD (as shown on attached sheet) | \$ 1,000 |

4.) COMPUTATION OF TAX:

- | | |
|---|-----------|
| (a) At rate of \$1.50 per M (fractions of a thousand disregarded) on highest total paid-in capital stock as reported on line 3(f) above | \$ 150.00 |
| (b) TAX DUE: (Above figure, or \$150 whichever figure is greater) | \$ |

5.) PENALTY FOR LATE PAYMENT:

- | | |
|---|--------|
| (a) 20% or 50.00 which ever is more, penalty for failure to pay by June 30th. | \$ 50 |
| (b) 1% interest compounded annually for each month or part thereof by which payment is delayed beyond June 30th | \$ 4.5 |
| (c) Total Penalty and Interest | \$ |

6.) TOTAL TAX DUE AND FORWARDED HEREIN (Sum of (4) and (5))

(Attach check payable to The Government of VI)

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2012 SEP 21 AM 10 02

CORPORATIONS - SCA

Certified Correct



Treasurer



President

HAMD588629

SIXTEEN PLUS CORPORATION
Unaudited Balance Sheet
DECEMBER 31, 2011

ASSETS

Cash in bank	\$ 7,466
Deposit - trust account	225,000
Land	4,596,159

Total Assets	\$ 4,828,625
	=====

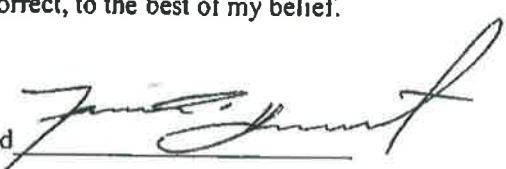
LIABILITIES AND STOCKHOLDERS' EQUITY

Shareholder loans	\$ 4,710,626
Total Liabilities	4,710,626
Stockholders' Equity	
Capital Stock	1,000
Retained Earnings	116,999

	\$ 4,828,625
	=====

I hereby certify this statement true
and correct, to the best of my belief.

Signed


Title Secretary & treasurer

I hereby certify this statement true
and correct, to the best of my belief.

Signed


Title W. V. President

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CORPORATIONS - STX

HAMD588630

SIXTEEN PLUS CORPORATION
 Unaudited Income Statement
 Year ending DECEMBER 31, 2011

Total Revenues	\$	0
<hr/>		
Expenses		
Home owner Assoc		800
Professionl fees		1,350
Franchise tax		203
<hr/>		
Total Expenses		2,353
<hr/>		
Net Income		(2,353)
Retained earnings, JANUARY 1		119,352
<hr/>		
Retained earnings, DECEMBER 31,	\$	116,999
<hr/>		

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 2012 SEP 21 AM 10 02
 CORPORATIONS - STX

HAMD588631

EXHIBIT 2

EXHIBIT 2

REAL ESTATE POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that I, Manal Mohamad Yousef, of 25 Gold Finch Road, Pointe Blanche, St. Martin, N.A., have made, constituted and appointed and by these presents do make, constitute and appoint Fathi Yusuf, of P. O. Box 503358, St. Thomas, VI 00804, my true and lawful attorney ("Attorney"), for me and in my name, place and stead, and on my behalf, and for my use and benefit:

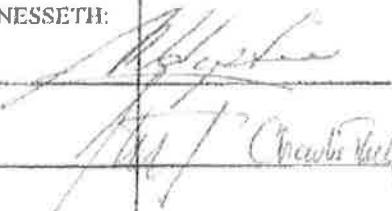
To do and perform all and every act and thing whatsoever requisite and necessary to be done in relation to my interest as a Mortgagee/Lender in the real property located on St. Croix, U.S. Virgin Islands, the legal description of which is attached hereto as Exhibit A.

Said acts and things include, but are not limited to all of those powers enumerated in Title 15 Virgin Islands Code, Uniform Power of Attorney Act § 5-604, the execution and delivery of any and all documents such as a Release, Ratification, Assignment, Closing Statement, contracts, affidavits, and any other documents necessary to do all acts related to my interest in said property, including prosecuting foreclosure in my name, as I might or could do if personally present, with full power of substitution and revocation, hereby ratifying all that my said attorney shall lawfully do or cause to be done by virtue thereof.

The rights, powers and authority of said attorney-in-fact granted in this instrument shall commence upon the date of execution of this instrument and shall be in and remain in full force and effect until terminated by me in writing and filed in the Recorder of Deeds office wherein said property is situated. I hereby agree to release, indemnify, defend and hold my attorney-in-fact harmless for all claims arising by reason of his acts he so performs in accordance with this instrument and the law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____ day
of _____, 2010.

WITNESSETH:

 
MANAL MOHAMAD YOUSEF





EXHIBIT

Bloomberg No. 5209

2

Manal Mohamad Yousef to Fathi Yusuf
 Real Estate Power of attorney
 Page 2

ACKNOWLEDGMENT

Phillipsburg _____)
) ss:
 Sint Maarten _____)

On this 18th day of May, 2010, before me, the undersigned officer, personally appeared Manal Mohamad Yousef, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and she acknowledged to me that the same was executed for the uses and purposes therein contained.

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



Signature, Notary Public at Law
 Francis Edgar Gijssbertha
 My Commission Expires: is for life

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: Sint Maarten, Netherlands Antilles
 This public document
2. has been signed by F.E. Gijssbertha
3. acts in the capacity of Civil Commissioner
 of Sint Maarten
4. bears the stamp of the aforementioned
F.E. Gijssbertha

APRIL 2010

5. at this office on the 20-5-10
6. before the Ministry of Justice and
 Police of the Government of Sint Maarten
7. No. - 464 - 10. Signature



EXHIBIT A

1. Parcel No. 8, Estate Cane Garden, of approximately 2.6171 U.S. Acres.
 2. Remainder No. 46A, Estate Cane Garden, of approximately 7.5460 U.S. Acres.
 3. Parcel No. 10, Estate Cane Garden, of approximately 2.0987 U.S. Acres.
 4. Road Plot No. 11, Estate Cane Garden, of approximately 0.0868 U.S. Acres.
 5. Parcel No. 11, Estate Retired, Mstr. No. 37B of Company Quarter and Peter's Ninde, Mstr. No. 37A and 37BA, Company Quarter, and No. 54 Queen's Quarter all of approximately 42.3095 U.S. Acres.
 6. Remainder Mstr. 32B, Estate Cane Garden of approximately 48.5173 U.S. Acres.
 7. Parcel No. 9 Estate Cane Garden, of approximately 11.3965 U.S. Acres.
 8. Remainder Mstr. 31A, Estate Granard, of approximately 41.0736, U.S. Acres.
 9. Parcel No. 40, Estate Granard of approximately 14.9507 U.S. Acres.
 10. Remainder Mstr. No. 31, Estate Diamond, of approximately 74.4220 U.S. Acres.
 11. Parcel No. 4, Estate Diamond, of approximately 5.8661 U.S. Acres.
 12. Parcel No. 1, Estate Diamond, of approximately 51.2358 U.S. Acres.
 13. Parcel No. 3, Estate Diamond, of approximately 6.9353 U.S. Acres.
 14. Parcel No. 2, Estate Diamond, of approximately 6.3494 U.S. Acres.
 15. Road Plot No. 12, Estate Cane Garden, of approximately 0.4132 U.S. Acres.
 16. Road Plot No. 41, Estate Granard, of approximately 0.4235 U.S. Acres.
 17. Road Plot No. 5, Estate Diamond, of approximately 0.0510 U.S. Acres.



28nd Feb
Recorded and Entered In Recorder's Book for the
District of St. Croix, Virgin Islands of the U.S.A.
Photocopy Page _____
Mr. MAXWELL and noted in Real Property Record
11:52 AM Jan 27, 1986 304, 305 & 306

George F. Lubin





Non Medicable Readable

جی ۳۲۰

Passport	P	Type:	Country Code/Region:	Passport No. / ID No.:	Issue Date:	Expiry Date:	Holder's Name:
JM					1998	AMMAN Q.	MASSOUDI F.
MANAL MOHAMMAD YOUSEF MOHAMMAD							
20	MAY/01	2008	AMMAN Q.	MASSOUDI F.	2013	Holland 124	Dates of Issue / Expiry / Birth / Death /
21	MAY/01	2008	AMMAN Q.	MASSOUDI F.	2013	Holland 124	Dates of Issue / Expiry / Birth / Death /
Draegerwerk AG, D-2200 Hamburg 1, Germany Hannover, Niedersachsen, Germany							
RENEWALS							
جی ۳۲۰							

In the presence of the undersigned or his/her representative

Signature of Holder

Signature of Notary

Date:

EXHIBIT 3



EXHIBIT 3

Sixteen Plus Corporation
4 C & D Sion Farm
Christiansted
St. Croix 00820, U.S.V.I.

Par Courier

St. Maarten, December 12, 2012

Ref.: Manal Mohamad Yousef / Collection loan

Dear Sir, Madame,

My client Manal Mohamad Yousef requested me to inform you of the following.

As it appears from documents in my possession your company owes client an amount of no less than US\$ 14,612,662.23 (Fourteen Million Six Hundred Twelve Thousand Six Hundred Sixty Two United States Dollars and Twenty Three Dollar Cent), for both principle and interest, based on a promissory note between client and your company dated September 15, 1007 and a First Priority Mortgage dated February 22, 1999. Apart from this your company owes client at least an amount of US\$ 3,000,000.00 for late penalties.

Client is no longer willing to accept your negligent payment behavior and hereby summons you to pay off the entire debt mentioned, to the total of US\$ 17,612,662.23, to client within two (2) weeks from the postdating of this letter. Failure to comply therewith shall result in legal measures taken against your company forthwith, the costs of which will be for your account only.

Sincerely yours,

Jelmer G. Snow



EXHIBIT 4

JOEL H. HOLT, ESQ. P.C.

EXHIBIT 4

2132 Company Street, Suite 2
Christiansted, St. Croix
U.S. Virgin Islands 00820

Tele. (340) 773-8709
Fax (340) 773-8677
E-mail: holtvi@aol.com

December 24, 2012

Jelmar G. Snow, Esq.
BZSE
Kudu Driver #2, Bel Air
P.O. Box 373, Philipsburg
Sint Maarten

Via fax 599-542-7551 and mail

Re: Manal Mohamad Yousef/Sixteen Plus, Inc.

Dear Mr. Snow:

I understand why you rudely hung up on me on Friday, as you now obviously realize that you should have never sent the letter in question to Sixteen Plus, Inc. Aside from the fact that you are effectively practicing law in a jurisdiction where you are not admitted, you sent a letter on behalf of a person, Manal Mohamad Yousef, whom you have apparently never met or spoken with--and who appears to never have authorized you to send that letter.

Indeed, I do not understand why a lawyer in Sint Maarten would not question the propriety of being asked by someone from the Virgin Islands to send a demand letter to someone in the Virgin Islands involving real property located in the Virgin Islands. It is hard to believe that this scenario did not make you suspicious when you were retained by Mr. Yusuf to send this letter.

I suspect Mr. Yusuf assured you it was proper, but in my view you have an independent duty to verify certain basic facts about the matter before sending such a letter under the questionable circumstances in question. Had you inquired further, you would have found that Mr. Yusuf's family owns one-half of Sixteen Plus, Inc. Obviously he appears to be using your services to try to obtain the other 50% shareholder's interest. Of course, if the mortgage were valid, your alleged client, Manal Mohamed Yousef, would be adverse to your actual client, Mr. Yusuf.

If you had inquired further you would also have discovered that Mr. Yusuf, along with the United Corporation and others, was indicted by the taxing authorities in the Virgin Islands in 2003. While the case against Mr. Yusuf (and others) was finally dropped in



2010, the United Corporation, whom I suspect actually paid for your services, remains under indictment.

Finally, if you had inquired further, you would have discovered that Mr. Yusuf is involved in civil litigation with his partner here, which indirectly involves the asset owned by Sixteen Plus, Inc. Had you known this, you might have thought to ask him why he did not use any of the multiple lawyers he has already retained (who are admitted here) to send the letter you sent.

In due course, the mortgage will be proven to be invalid in my opinion, but I question whether you should remain involved any further in this matter in this jurisdiction unless (1) you can produce something in writing demonstrating that you have authorization to represent Manal Mohamed Yousef which (2) also waives any conflict you appear to have in representing Mr. Yusuf at the same time. I would be very interested in seeing such a document. If you do decide to become involved further here, you might also look into the law in the Virgin Islands regarding what should be included in a demand letter.

You also commented on the timing of my call, as the holidays are here, but you are the one who dictated the timing by requesting a response by December 26, 2012. I had called twice earlier in the week, as I had hoped a phone call would resolve this matter, but since you requested a written response when we finally spoke on Friday, please consider this letter as that response.

Finally, as for your comment about "American" lawyers, if you take the time to check me out, you will find I have an excellent reputation as well, despite what Mr. Yusuf might say. Indeed, Mr. Yusuf would do far better trying to amicably resolve these matters with his partner than resorting to such tactics like having a Sint Maarten Lawyer send a demand letter to a company in which his family has a 50% interest. In any event, while I do not like sending letters like this one, neither you nor Mr. Yusuf has left me any other alternative.

Please let me know if you have any questions or if you think there is additional information I should know. I am always glad to discuss anything you think I may have misunderstood or overlooked. However, if you wish to communicate with Sixteen Plus, Inc., please do so in writing sent to my attention at the above address.

Enjoy the rest of the holidays.

Yours,

JH/JFH
Joel H. Holt
JHH/jf

EXHIBIT 5

Subj: Your letter of today
Date: 12/24/2012 11:55:30 A.M. Atlantic Standard Time
From: jsnow@bzselaw.com
To: Holtvi@aol.com
Dear Mr. Holt,

EXHIBIT 5

Apart from not being aware of any 'rude hang up' on your unannounced interrogative phone call of last Friday, please be notified that I am not accustomed to interrogations being conducted by opposing (American) lawyers through phone calls and see no reason to cooperate therewith. In case you find it necessary to interrogate me for whatever reason, you are strongly advised to follow the proper procedure(s).

I will discuss the relevant parts of your letter with client and will get back to you in due time.

Sincerely,

mr. Jelmer G. Snow
Attorney at Law



Attorneys at Law | Tax Lawyers

Kudu Drive 2, Belair
P.O. Box 737
St. Maarten
Tel: +1 (721) 542.3832 / +1 (721) 542.7550
Fax: +1 (721) 542.7551
Mobile: +1 (721) 554.4757
jsnow@bzselaw.com
www.bzselaw.com

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EXCLUSIVE CONTRACTING PARTY:

BergmanZwanikkenSnowEssed Attorneys at Law is the trade name of a partnership of limited liability companies, registered with the trade register on the Country of Sint Maarten. BergmanZwanikkenSnowEssed is the exclusive contracting party in respect of all commissioned work.

LIMITED LIABILITY NOTICE:

All our services as well as all relations with third parties are governed by the General Terms & Conditions of BergmanZwanikkenSnowEssed, which include a limitation of liability. These terms have been filed with the Court of First Instance, seat Sint Maarten and will be sent to you – free of charge – upon request.

