

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

MOHAMMAD HAMED, by his)
authorized agent **WALEED HAMED**,)

Plaintiff/Counterclaim Defendant,)

vs.)

FATHI YUSUF and)
UNITED CORPORATION,)

Defendants/Counterclaimants,)

vs.)

WALEED HAMED, WAHEED)
HAMED, MUFEED HAMED,)
HISHAM HAMED,)
and **PLESSEN ENTERPRISES, INC.**,)

Counterclaim Defendants.)

CIVIL NO. SX-12-CV-370

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

JURY TRIAL DEMANDED

**PLAINTIFF'S RESPONSE TO DEFENDANT FATHI YUSUF'S EMERGENCY
MOTION TO ENJOINING 4/30/14 SPECIAL MEETING OF
BOARD OF DIRECTORS OF COUNTERCLAIM DEFENDANT,
PLESSEN ENTERPRISES, INC.**

In response to the Defendant's "emergency motion" to enjoin the special meeting of the Board of Directors of Plessen Enterprises, Inc., the issue is moot as the meeting took place as noticed. See **Exhibit A**. It should be noted that all of the objections raised in the emergency motion are without merit and that no grounds for relief would have been appropriate even if the meeting had not taken place. In any event, this motion can be denied as moot since the meeting took place as duly noticed by the Board of Directors. An Order is attached.

Dated: April 30, 2014



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CERTIFICATE OF SERVICE

I hereby certify that on this 30th day of April, 2014, I served a copy of the foregoing in compliance with the parties consent, pursuant to Fed. R. Civ. P. 5(b)(2)(E), to electronic service of all documents in this action on the following persons:

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**PLESSEN ENTERPRISES, INC.
RESOLUTIONS OF THE BOARD OF DIRECTORS**

WHEREAS, Plessen Enterprises, Inc. ("Plessen"), did conduct a special meeting of the Board of Directors on April 30, 2014, at its offices and

WHEREAS, the Board did consider the following five RESOLUTIONS, and

WHEREAS, two Directors did vote for each of the RESOLUTIONS;

NOW, THEREFORE, the undersigned, being the President of the Corporation takes the following action as authorized under the Articles of Incorporation, the By-Laws and the laws of the Virgin Islands,

RESOLVED, that any and all actions of Waleed Hameed to remove and distribute funds in May of 2013 in the amount of \$460,000 as dividends is ratified and approved,

RESOLVED, that the President of the Corporation is hereby authorized to take any and all action necessary, proper or desirable to enter into a lease agreement with KAC357, Inc. for the Premises (the "Lease") of the building and adjoining improvements located at the corporation's property located at L4 Estate Plessen, St. Croix, where the current Plaza Extra Supermarket is located, and pursuant to such provisions as such officer or officers deem in the best interests of the Corporation;

NOTED, that Waleed Hamed, a director in Plessen Enterprises, Inc., has disclosed to the entire Board that he has a financial interest in KAC357, Inc. as a 33.33% shareholder in said company and may act as an officer and/or director in the company in the future;

RESOLVED, that Jeffrey Moorhead, be retained by the President to represent the corporation in the pending litigation filed against Plessen Enterprises, Inc. by (1) United Corporation and Fathi Yusuf, Case No. STX -L2-CV-370, and (2) the lawsuit naming Plessen Enterprises, Inc. as a party defendant in Yusuf Yusuf v. Waleed Hamed et al..

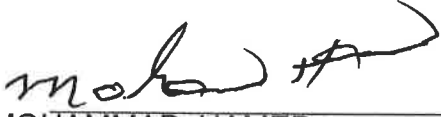
RESOLVED, that the President of the Corporation is hereby authorized to take any and all action necessary, proper or desirable to issue additional dividends up to \$200,000 from the company's bank account to the shareholders.



RESOLVED, That Fathi Yusuf is removed as the Registered Agent of the Corporation, and that the President shall report to the USVI Government that henceforth, Jeffrey Moorhead shall be the Rergistered Agent.

DATED this 30th day of April, 2014.

DIRECTORS VOTING AGREED:



MOHAMMAD HAMED

Director



WALEED HAMED

Director

FATHI YUSUF

Director

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ORDER

This matter is before the Court on the motion of Defendant, Fathi Yusuf, for a temporary restraining order. However, the subject sought to be enjoined – the special meeting of the Board of Directors of Plessen Enterprises, Inc. took place as noted and has been concluded. Thus, there is nothing for the Court to enjoin, therefore this matter is moot.

Dated:

DOUGLAS A. BRADY,
JUDGE OF THE SUPERIOR COURT

ATTEST: ESTRELLE GEORGE, ACTING
Clerk of the Court

BY: _____
Deputy Clerk

Dist: Joel H. Holt
Gregory Hodges
Nizar DeWood
Mark Eckard
Carl Hartmann