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

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YUSUF YUSUF, derivatively on behalf of **PLESSEN ENTERPRISES, INC.,** *Plaintiff,* **v.** **WALEED HAMED, WAHEED HAMED, MUFEED HAMED, HISHAM HAMED** and **FIVE-H HOLDINGS, INC.,** *Defendants,* and **PLESSEN ENTERPRISES, INC.,** *Nominal Defendant.*	**Case No. SX-13-CV-120** CIVIL ACTION FOR DAMAGES AND INJUCTIVE RELIEF JURY TRIAL DEMANDED

PLESSEN'S REPLY RE ITS MOTION TO STAY

I. INTRODUCTION

In their moving papers, Defendants noted, at 1:

> The contested amount has been placed in a Court registry, and the Yusufs have supplied with a stipulation that allows the funds to be withdrawn at their leisure. Instead, they continue this case. **Moreover they attempted to try the same issues of the legitimacy of the Plessen Board and the Board of Directors Meeting before Judge Brady** -- and having lost those issues there have appealed to the V.I. Supreme Court. (Emphasis added.)

Plaintiff has not disputed this, nor can he. Based on this undisputed fact, Defendants moved to stay pending discovery on **January 16, 2015.**

Two significant events then occurred after this stay motion was filed. First, on February 3rd this Court directed the Plaintiff to file the memorandum in support of his motion to set aside the Plessen Board meeting **within three days.** This filing was critical because it addresses the very issue upon which the motion to stay was based—that there is no need to do discovery

because the validity of the Plessen Board meeting has already been addressed and resolved by Judge Brady in a related case with the same parties. Of course, the Plaintiff failed to provide this document until yesterday, a month late, clearly hoping to avoid having this motion to stay addressed by the Court.[1]

Second, while the motion to stay was served on January 16th, the Plaintiff did not respond within 14 days, as provided by the Court rules. Instead, the Plaintiff filed a belated, out of time response **five weeks later** on February 24, 2015. Again, plaintiff's purpose is clear—he seeks to proceed with discovery without this motion, which will undermine his entire case, being addressed.[2]

As noted in the two opinions attached to Defendant's January 16th motion to stay discovery, Judge Brady has already made the following explicit determinations:

1. The Plessen Board meeting at issue here ***was*** proper under Plessen's governing documents;
2. The actions taken at that meeting that were relevant to the issues before him ***were*** all valid corporate acts; and
3. The Hameds ***do have*** a majority of the Board of Directors of Plessen based on the original articles of incorporation that are still in effect and have not been changed.

[1] Interestingly, Plaintiff did not seek to do any discovery before filing this motion last May, so he can hardly complain if this Court decides to address it before allowing discovery to proceed.

[2] Of course, the Plaintiff's failure to comply with this Court's February 3rd Order as well as his failure to timely respond to the motion to stay did not deter him from filing five deposition notices on February 6th, as noted by the Court's docket. These depositions are now set to proceed on March 10th despite the pendency of this motion.

These undisputed facts (based on both the record and Judge Brady's clear findings) completely refute the Plaintiff's claim before this Court -- that there was a non-functioning Board and a deadlock of directors.

Thus, it is respectfully submitted that all discovery, being improperly rushed by the Plaintiff in total disregard of this Court's Orders and rules, should be stayed until this Court has had time to review these issues in Plaintiff's May 20th motion (now on file with this court as of yesterday) to see if this case should be dismissed on this record.

Dated: March 4, 2015

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CERTIFICATE OF SERVICE

I hereby certify that on this 4th day of March, 2015, I served a copy of the foregoing answer by hand on:

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