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Harris County

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CAUSE NO. 2019-18855

PRINCETON CAPITAL CORPORATION,	§	IN THE DISTRICT COURT
Plaintiff,	§	
	§	
V.	§	
	§	
GREAT VALUE STORAGE LLC,	§	HARRIS COUNTY, TEXAS
WORLD CLASS CAPITAL GROUP LLC,	§	
AND NATIN PAUL	§	
Defendants.	§	165 th JUDICIAL DISTRICT

ORDER APPOINTING RECEIVER AND COMPELLING DISCOVERY

SEP CAME ON to be heard the Motion for Post-Judgment Receivership of Princeton Capital Corporation ("Applicant"); whereupon, the Court, after a review of the papers herein on file, became of the opinion that a Receiver should be appointed to take possession of and sell the leviable assets of Great Value Storage LLC and World Class Capital Group LLC ("Judgment Debtors").

Based on the pleadings, the evidence and the argument of counsel, the Court finds that the Judgment Debtors own non-exempt property and that there exists an unpaid final judgment against them. Notwithstanding any contrary language herein, this order does not compel turn over of Judgment Debtors' homestead, or checks for current wages or other exempt property.

IT IS THEREFORE, ORDERED, ADJUDGED, and DECREED by this Court that Mr. Seth Kretzer, 440 Louisiana Street, Suite 1440, Houston, Texas 770022, (713) 775-3050, is hereby appointed Receiver in this case pursuant to the Texas Turnover Statute with the power and authority to take possession of and sell all leviable property of Judgment Debtors, including, but not limited to the following non-exempt property: (1) all documents or records, including financial records, related to such property that is in the actual or constructive possession or control of the Judgment Debtors; (2) all financial accounts (bank account), certificates of deposit, money-market accounts, accounts held by any third party; (3) all securities; (4) all real property, equipment, vehicles, boats, and planes; (5) all safety deposit boxes or vaults; (6) all cash; (7) all negotiable instruments, including promissory notes, drafts, and checks; (8) causes of action or choses of action; (9) contract rights, whether present or future; and (10) accounts receivable; and that all such property shall be held in custodia legis of said Receiver as of the date of this Order.

Judgment Debtors are **ORDERED** to turnover to the Receiver within ten (10) days from the Judgment Debtors' receipt of a copy of this Order: 1) the documents listed below, together with all documents and financial records which may be requested by the Receiver; 2) all checks, cash, securities (stocks and bonds), promissory notes, documents of title, and contracts owned by or in the name of the Judgment Debtors:

Any and all records, as hereinafter described, concerning affairs of the Judgment Debtors; unless otherwise noted, for the period January 1, 2018 through the present:

- 1. Monthly statements for every financial institution account in which Great Value Storage LLC or World Class Capital Group LLC has been a signatory or owner since January 1, 2018;
- Cancelled checks and wire transfers for every financial institution account in which Great Value Storage LLC or World Class Capital Group LLC. has been a signatory or owner since January 1, 2018;
- 3. Copies of the articles of incorporation, Secretary of State charters, operating agreements, membership agreements, and all documents of creation and ownership of any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;

- 4. Federal income and state franchise tax returns for Great Value Storage LLC and World Class Capital Group LLC. and any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 5. All motor vehicle Certificates of Title owned or leased by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2019;
- 6. Stock certificates and bonds owned by Great Value Storage LLC or World Class Capital Group LLC., and any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 7. Promissory notes owned by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 8. Bills of sale owned by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 9. Real property deeds and deeds of trust (regardless of date), owned or interest held by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 10. Business journals, ledgers, accounts payable and receivable files belonging to Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional

- corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 11. Pledges, security agreements and copies of financial statements owned by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 12. State sales tax reports filed by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 13. Any other record or document evidencing any ownership to real or personal property or to any debt owed or personal property or to any debt owed or personal property or to any debt owed or personal creat Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 14. All personal property returns filed with any taxing authority, including but not limited to any Central Appraisal District, filed by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018;
- 15. All documents listing or summarizing property owned by or held by Great Value Storage LLC or World Class Capital Group LLC or any limited liability company, professional corporation, corporation, general partnership, limited partnership, trust or any other corporate entity in which Great Value Storage LLC or World Class Capital Group LLC currently holds or has held an interest since January 1, 2018; and

16. Credit applications and other documents stating Great Value Storage LLC or World Class Capital Group LLC's financial condition since January 1, 2018.

Judgment Debtors, Great Value Storage LLC and World Class Capital Group LLC are **ORDERED** to identify and turn over to the receiver all interests of the Judgment Debtors in any business or venture, including limited liability companies and limited partnerships, and all agreements, stock certificates and other documents pertaining to the Judgment Debtors' ownership in the business or venture. Judgment Debtors are **ORDERED** to continue, until the Judgment in this cause is fully paid, to turnover to the Receiver at the Receiver's address all checks, cash, securities, promissory notes, documents of title, and contracts within three (3) days from the Judgment Debtors' receipt and possession of such property, if, as and when Judgment Debtors becomes in receipt and possession of any such property. Paychecks for current wages are exempt from this order.

In light of the refusal of Judgment Debtors to pay the judgment, the Receiver is authorized to provide notice of this order, or any discovery requests, or any other document or motion, to Judgment Debtors, by delivering such notice and order and discovery requests in any of the following manner: (1) to the Judgment Debtors' home addresses by first-class U.S. Mail, without requiring signature or restricted delivery; (2) to Judgment Debtors' attorney, by fax, U.S. Mail or email, unless he or she indicates that he or she no longer represent the Judgment Debtors, or (3) by email to the Judgment Debtors' email address.

In addition to the powers of the Receiver set forth herein, the Receiver shall have the following rights, authority and powers with respect to the Judgment Debtors' property, to: 1) collect all accounts receivable of Judgment Debtors and all rents due to the Judgment Debtors from any tenant; 2) to change locks to all premises at which any property is

situated; 3) direct the delivery of the Judgment Debtors' mail and the mail of any business of the Judgment Debtors to the Receiver's address and open all mail directed to the Judgment Debtors and any business of the Judgment Debtors; 4) endorse and cash all checks and negotiable instruments payable to the Judgment Debtors, except paychecks for current wages; 5) hire a real estate broker to sell any real property and mineral interest belonging to the Judgment Debtors; 6) hire any person or company to move and store the property of the Judgment Debtors; 7) (but not the obligation) to insure any property belonging to the Judgment Debtors; 8) obtain from any financial institution, bank, credit union, credit bureau, savings and loan, title company, or any other third party, any financial records belonging to or pertaining to the Judgment Debtors; 9) obtain from any Texas state agency or official, Texas county agency or official, or Texas municipality or official, any government records belonging to or pertaining to the Judgment Debtors, including financial and personal identifying information; 10) obtain from any landlord, building owner or building manager where the Judgment Debtors or the Judgment Debtors' business is a tenant copies of the Judgment Debtors' lease, lease application, credit application, payment history and copies of the Judgment Debtors' checks for rent or other payments; 11) hire any person or company necessary to accomplish any right or power under this Order; 12) take all action necessary to gain access to all storage facilities, safety-deposit boxes, real property, and leased premises wherein any property of the Judgment Debtors may be situated, and to review and obtain copies of all documents related to same, and 13) file any lawsuit necessary to seize or recover any non-exempt assets from any third parties who have acquired possession or control.

In addition to the powers of the Receiver set forth herein, the Receiver shall have the right, authority and power to request and obtain from the Judgment Debtors' attorney all files, correspondence, emails, records, papers and documents, whether paper or electronic, pertaining to Great Value Storage LLC and World Class Capital Group LLC's ownership of any property or legal interest, or any negotiation of the purchase, sale, acquisition or creation of any property or legal interest. This order does not compel to provide any documents protected by the attorney-client privilege.

In addition to the powers of the Receiver set forth herein, the Receiver shall have the right, authority and power to request and obtain from providers of utilities, telecommunications, telephone, cell phone, cable, internet, data services, internet website hosts, satellite television services, and all similar services, (including Time Warner, AT&T, Verizon, Sprint, Satellite TV, Direct TV, EV1, Google, Yahoo, and internet blogs and chat rooms) compelling the production of any information regarding the Judgment Debtors' payments, payment history and financial information, including account information, telephone numbers, names, service addresses, telephone numbers, IP addresses, call detail records, payment records, and bank and credit card information. This Order specifically serves as the court order required by 47 USC § 551, and satisfies all obligations of the responding party to obtain or receive a court order prior to disclosing material containing personally identifiable information of the subscriber and/or customer.

In addition, the Receiver shall have the authority to cooperate with and provide assistance to, as he deems best, to any law enforcement officer, official or grand jury to provide information or documents pertaining to any possible criminal act committed by Great Value Storage LLC or World Class Capital Group LLC.

Further, the Receiver is authorized to seize all assets of which Great Value Storage LLC or World Class Capital Group LLC is beneficiary of any trust for which no valid spendthrift provision applies. Any trustee holding money or property for the benefit of Great Value Storage LLC or World Class Capital Group LLC is ordered to turn such money or property over to the Receiver upon request by the Receiver or to deposit said funds into the Court's registry. Any financial institution holding money or property for any trustee for the benefit of Great Value Storage LLC or World Class Capital Group LLC is ordered to turn such money or property over to the Receiver upon request by the Receiver or to deposit said funds into the Court's registry.

In addition, the Receiver is authorized to seize the membership interest of any Limited Liability Company in which Great Value Storage LLC or World Class Capital Group LLC is a member, and to sell, manage, and operate the Limited Liability Company as the Receiver shall think appropriate. In addition, the Receiver is authorized to obtain all bank accounts and records and invest accounts and records held by Great Value Storage LLC or World Class Capital Group LLC from any financial institution.

Princeton is awarded judgment over and against Great Value Storage LLC or World Class Capital Group LLC for the amount of \$2,400.00 for reasonable and necessary legal fees for this motion, and shall pay \$1,000.00 of that amount to the Receiver for preparation.

Any Sheriff or Constable, and their deputies, and any other peace officer, are hereby directed and ordered to assist the Receiver in carrying out his duties and exercising his powers hereunder and prevent any person from interfering with the Receiver in taking control and possession of the property of the Judgment Debtors, without the necessity of a

Writ of Execution. The Receiver is authorized to direct any Constable or Sheriff to seize and sell property under a Writ of Execution.

The Court authorizes and orders any Sheriff or Constable, and their deputies, and any other peace officer, to break and open any locks or gates erected by the Debtor as necessary to assist the Receiver and carry out this order.

In light of the circumstances of this case, the Court sets the bond at \$50.00.

The Receiver's fee is twenty-five percent (25%) of all gross proceeds coming into his possession, not to exceed twenty-five percent of the balance due on the judgment, plus any out-of-pocket expenses incurred by the Receiver in his scope as a receiver in this case. The Court finds this a fair, reasonable and necessary fee for the Receiver and the Receiver if further directed and authorized to pay Creditors' attorney as Trustee for the Creditors the remaining seventy-five percent (75%) of all proceeds coming into Receiver's possession, with adjustment for Receiver's expenses as necessary. All Receiver's fees will be taxed as costs against the Debtor, which means that the Receiver is authorized to seek and recover 125% of the judgment plus expenses. All payments made by the Receiver to the Judgment Creditor shall be applied to the Judgment as a credit towards the balance of the Judgment.

The Receiver is further ordered to take the oath of his office.

SIGNED _____.

Signed: 9/8/2021

HON. JUDGE URSULA HALL

165th District Court Harris County, Texas

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