

EXHIBIT C

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

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**SANDRA G. MANZELLA, both individually and
derivatively on behalf of KESTE GROUP, LLC,**

Index No.: 651484/13

Plaintiff,

-against-

ORDER

ROBERTO CAPORUSCIO and SANDRO PATTERNO,

Defendants,

and

KESTE GROUP, LLC,

Nominal Defendant.

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THIS MATTER having come before the Court upon motion of Defendants Roberto Caporuscio and Keste Group, LLC (“Keste”) (collectively “Defendants”) for an order holding Plaintiff Sandra Manzella (“Plaintiff”) in contempt of court in accordance with CPLR 5104 for violating the Consent Order dated November 22, 2013 (the “Consent Order”) previously entered in this matter, and requiring Plaintiff to return to Keste the sum of \$17,500; and the Court having reviewed the foregoing submissions and due deliberation having been had, and for good cause appearing:

It is now therefore on this 9th day of April 2015

ORDERED that Plaintiff be, and hereby is, held **CONDITIONALLY** in **CONTEMPT OF COURT** for assuming authority that is inconsistent with the allocation of authority set forth in the Consent Order and for making an unauthorized withdrawal of the sum of \$17,500 from Keste’s checking account with Chase Bank (the “Withdrawal”) and using those funds to pay certain personal legal expenses; and it is further

ORDERED that Plaintiff shall re-pay Keste the sum of \$17,500, which re-payment shall reimburse Keste for the full amount of the Withdrawal, such that Keste receives payment at its place of business at 271 Bleecker Street, New York, NY 10014 withing seven (7) days from the date of

entry of this Order; and it is further

ORDERED that upon re-payment in full of the sum of \$17,500 within seven (7) days from the date of entry of this Order, then this Order shall dissolve and the conditional contempt order shall be vacated; and it is further

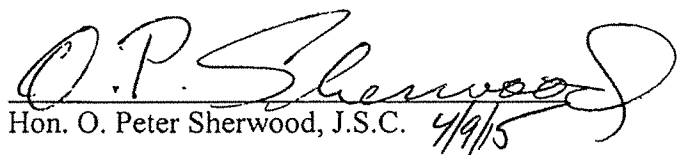
ORDERED that if Plaintiff fails to make such re-payment in full within the time provided herein, then the Court's conditional ruling shall ripen into a finding of **CONTEMPT** of the Consent Order; and it is further

ORDERED that upon further consideration the evidentiary hearing on the competing motions for contempt that is scheduled to commence on May 11, 2015 is hereby cancelled, the court having determined that the additional remedies being sought here are best addressed through motions for summary judgment as to Plaintiff's Eight Cause of Action and Defendant's Third Count of the counterclaim; and it is further

ORDERED that the motion and cross-motion are denied in all other respects; and it is further

ORDERED that a copy of this Order shall be served upon Plaintiff's counsel as required by the New York Civil Practice Law and Rules.

SO ORDERED


Hon. O. Peter Sherwood, J.S.C. 4/9/15