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STATE OF NEW YORK  
SUPREME COURT

SIXTH JUDICIAL DISTRICT  
COUNTY OF BROOME

STEPHEN RICHARDS

Plaintiff,

-against-

INDEX 2010-1095

SUPPLIER DISTRIBUTION CONCEPTS, INC.  
AND MDR CUSTOM COMPONENTS, LLC.

MOTION

Defendants.

Broome County Courthouse  
Binghamton, New York 13902  
June 8, 2010

BEFORE: HON. FERRIS D. LEBOUS,  
Justice

APPEARANCES:

For the Plaintiff: JOSEPH J. STEFLIK, JR., ESQ.

For the Defendant: WARREN B. ROSENBAUM, ESQ.

Reported by: CATHERINE A. ANDREWS  
Senior Court Reporter

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THE COURT: Good afternoon everyone. All right. This is in the matter of the application of Richards versus Supplier Distribution Concepts and MDR Custom Components, LLC.

Let me get counsel's appearances on the record, please, starting first with the petitioner.

MR. STEFLIK: Joseph J. Steflik, Jr.; Coughlin & Gerhart, Binghamton, New York for the petitioner.

MR. ROSENBAUM: Warren Rosenbaum; Woods, Oviatt, Gillman from Rochester, New York for the respondents.

THE COURT: As I understand it, we've got three matters. One petition seeking the involuntary dissolution of both of the defendants, the respondents cross-moving for a change of venue to Monroe County, and the petitioner cross-moving for a discretionary retention here in Broome.

MR. STEFLIK: That's correct, your Honor.

THE COURT: Obviously there is a lot going on here.

Can somebody explain to me what is really

1 driving all of this?

2 MR. ROSENBAUM: Your Honor, all of this,  
3 of course, is outside the record. So, if you  
4 permit me I will --

5 THE COURT: Sure.

6 MR. ROSENBAUM: Your Honor, it's my  
7 understanding that there has been a  
8 long-standing dispute between one of the  
9 principals of the respondent whom I represent  
10 Charles Decarr --

11 THE COURT: Okay.

12 MR. ROSENBAUM: And Mr. Steflik's  
13 petitioner Mr. Richards.

14 THE COURT: Right.

15 MR. ROSENBAUM: There is a concern, there  
16 has been a concern for quite some time by the  
17 other shareholders of the corporation and the  
18 other two members of the limited liability  
19 company that Mr. Richards simply is not carrying  
20 his weight, if you will.

21 Mr. Richards as a result has felt that he  
22 has not been correctly remunerated. And I think  
23 there is an effort here on the part of  
24 Mr. Richards to see if he can get some money out  
25 of this thing.

1                   And I believe and, again, I am reading  
2                   between the lines and I've handled enough of  
3                   these to sort of be able to read between the  
4                   lines --

5                   THE COURT:    As I am sure Mr. Steflik has,  
6                   as well.

7                   What I am trying to do here, counsel, both  
8                   of you just cut to the chase.  I want to get to  
9                   a bottom line and see how we can get this thing  
10                  on track and resolve it as painlessly as  
11                  possible.  That's why I am asking for the  
12                  background.

13                  MR. ROSENBAUM:    Okay.

14                  THE COURT:    But go ahead.

15                  MR. ROSENBAUM:    I am prepared to argue  
16                  the motion, your Honor, if that's okay with the  
17                  Court.

18                  THE COURT:    No.  But I wanted to hear the  
19                  rest of what you had to say.

20                  MR. ROSENBAUM:    That pretty much is it.  
21                  That's it.

22                  There is a provision under Business  
23                  Corporation Law relating to the corporation that  
24                  would give our client an opportunity to indicate  
25                  that they wish to buy Mr. Richards out under

1 1118 of the BCL. The filing of that and service  
2 of that notice of intent would act to stay the  
3 proceedings with regard to the corporation.

4 There is no -- we haven't -- our client has  
5 not determined yet whether he wishes to make  
6 that election. The time within which to do so  
7 will not expire until sometime in July. And the  
8 question of where this case is going to be  
9 venued has something to do with the decision  
10 making process.

11 The other thing is, your Honor, the LLC  
12 there is no parallel provision to elect a  
13 buy-out. The petitioning limited liability  
14 company member, however, it -- we believe and  
15 our client believes that there's very few, if  
16 any, assets remaining in the LLC and really very  
17 little in the way of value.

18 It's not clear that even our client will  
19 oppose the motion or the petition to dissolve  
20 the LLC, and I think our client's primary  
21 interest will be to see to it that it's  
22 conducted in an orderly fashion.

23 There is a genuine issue with regard to the  
24 corporation, your Honor.

25 THE COURT: Let me -- Joe, let me ask you.

1 MR. STEFLIK: Yes.

2 THE COURT: And, Mr. Rosenbaum, thank you  
3 for that background and that information.

4 MR. ROSENBAUM: Sure.

5 THE COURT: Let me ask, Warren outlined  
6 what we had here. From your perspective, I mean  
7 just factually before we get to the motions  
8 here, what does your client want to accomplish  
9 here?

10 MR. STEFLIK: He wants to accomplish  
11 either I think under -- I think Warren is  
12 exactly right. Under the Business Corporation  
13 Law or under the LLC law to either dissolve the  
14 two entities or, you know, have the buy-out one  
15 way or the other.

16 It almost reminds me when I was little and  
17 my mother -- my brother and I used to fight over  
18 comic books. And she'd say, Joe, you make a  
19 pile and, Dave, you pick. It's almost similar.

20 THE COURT: Warren, who wants the  
21 superman?

22 MR. STEFLIK: Yeah. Which is the better  
23 pile.

24 But I think under, well, 1104-A is for the  
25 dissolution of the corporation. And in Leibert

1           versus Clapp Court of Appeals decision there is  
2           no question that the parties are at odds.

3           THE COURT:    Okay.

4           MR. STEFLIK:    And the corporation was one  
5           third, one third, one third.

6           THE COURT:    Which I saw historically.

7           MR. STEFLIK:    I think he sold his  
8           interest to Mr. Decarr's wife.  You couldn't do  
9           that with the LLC, so those three remain.  And  
10          everybody is at odds with everybody.

11          I think we're in a situation where you have  
12          the remedy under Business Corporation Law.

13          I'm a little -- I agree there is no  
14          statutory provision under the LLC, but the Court  
15          of Appeals there is also no provision for a  
16          derivative action.  And the Court of Appeals a  
17          year or so ago said that they would imply  
18          derivative action.  I think they'd probably  
19          imply some kind of buy-out of that.

20          So, I think the facts are clear.  They're  
21          at odds, your Honor, and the choices are either  
22          dissolve or buy out the minority or the minority  
23          buys out the majority.  It's a question of  
24          valuation of the companies.

25          THE COURT:    Now, your client -- looking a

1 little bit at the motion, Joe, Warren's client  
2 obviously didn't bring the petition here, but --

3 MR. STEFLIK: That's correct.

4 THE COURT: The initial petition.

5 MR. STEFLIK: Yes.

6 THE COURT: In addition to dissolution  
7 he's looking to protect certain interests in  
8 other things, is he not --

9 MR. STEFLIK: That's correct.

10 THE COURT: -- as a shareholder?

11 MR. STEFLIK: That's correct.

12 THE COURT: Warren, why wouldn't that give  
13 me not only jurisdiction, but why wouldn't venue  
14 be proper? He's not looking just for  
15 dissolution, he's also looking to exercise  
16 certain rights as a director, shareholder,  
17 whatever in the corporation.

18 And here's what I am driving at. You know,  
19 just in terms of judicial economy, why don't  
20 we -- because no matter what I do here, let's  
21 say I say, Warren, you're right. This should  
22 have been brought in Monroe County in the first  
23 instance and Joe goes up and makes a motion to  
24 change venue.

25 And with the information I've seen in your



1           petition, it sounds to me as if a lot of what  
2           has been going on down here with the criminal  
3           investigation and otherwise involves numerous  
4           witnesses from this area.

5           MR. STEFLIK:     That's correct.

6           THE COURT:     Although I think the papers  
7           may be a little bit thin, Joe, on, you know, all  
8           of these people saying, yes, we're going to  
9           testify and here's why it's inconvenient to me.

10          Warren, what I was hoping to do and what I  
11          am looking at, why don't I hang on to this and  
12          see if I can get you guys on some sort of  
13          schedule so you two can move forward in  
14          accordance with how you'd like to proceed?

15          In other words, if you want to explore a  
16          buy-out, you know, I will set it down for a  
17          hearing on the petition. We can do discovery.  
18          We can do whatever you want. But rather than  
19          run everybody all over right now, it sounds as  
20          if the two of you are probably going to be able  
21          to work this thing out, I would hope.

22          MR. ROSENBAUM:   I don't know about that.  
23          I appreciate the Court's interest in looking  
24          into having an efficient method of resolving the  
25          dispute between the parties, but our client

1 really believes, your Honor, that this is the  
2 improper venue for this proceeding.

3 It was the petitioner who elected this  
4 remedy. The remedy in the statute is very clear  
5 in our view, and in view of the courts. In the  
6 case we've cited this there is a mandatory venue  
7 proceeding. If you bring a petition to dissolve  
8 a corporation or dissolve an LLC it must be  
9 brought in a county in the judicial district in  
10 which the office of the corporation or the LLC  
11 is located. The statute brooks no exceptions to  
12 that, your Honor.

13 And it makes it very clear that adding  
14 additional requests for remedies -- and I don't  
15 read the petition, your Honor, as seeking  
16 anything other than dissolution and related  
17 remedies to dissolution. The statute does not  
18 allow for it to be brought in any other county.

19 It's very clear, your Honor, this was an  
20 improper county to bring it in Broome County and  
21 as a result, but for the cross-motion there  
22 would be nothing else for the Court to consider  
23 in our view, your Honor. And I think the cases  
24 are very clear.

25 We want this case to be heard in Monroe

1 County for reasons that have nothing whatever to  
2 do with our faith and confidence in your Honor,  
3 of course. We believe it would be best to be in  
4 Monroe County for our client.

5 And as far as the cross-motion is  
6 concerned, your Honor, it's woefully inadequate.  
7 Even assuming that 510(3) of the CPLR gave the  
8 Court discretion -- and by the way there is not  
9 one single case cited by Mr. Steflik that stands  
10 for the proposition that in the face of the  
11 mandatory venue provision of the BCL or Limited  
12 Liability Company Law the Court retains  
13 jurisdiction under 510(3) to change venue for  
14 the convenience of witnesses.

15 Assuming the Court had that discretion,  
16 your Honor, if you look at every single one of  
17 the Third Department cases we cited including  
18 the case that stands for the proposition that --  
19 and with a venue statute like this, this a  
20 strong presumption -- venue must be in the  
21 county where the statute provides for it.

22 But even assuming that we could overcome  
23 that, Mr. Steflik simply hasn't given the Court  
24 enough information, enough information based on  
25 personal knowledge to invoke the Court's

1 discretion under 510 even if that discretion  
2 existed.

3 He doesn't tell us how these witnesses  
4 relate to the materiality of any of the  
5 allegations in the petition, any of the salient  
6 allegations in the petition. He doesn't say why  
7 their testimony is necessary. He doesn't say he  
8 contacted them and they're willing to testify.  
9 He doesn't really tell the Court how they would  
10 be inconvenienced. He doesn't really make a  
11 claim that he's spoken to any of the witnesses  
12 about their testifying and how they're being  
13 inconvenienced.

14 If you look at Third Department case law,  
15 you will see a number of reversals where the  
16 Appellate Division has reversed a change of  
17 venue decision where the showing has not been  
18 made.

19 And so, your Honor, we think -- we don't  
20 really think -- with all due deference to my  
21 opponent here -- we don't think there has been  
22 anything close to what the Court would need to  
23 grant Mr. Steflik's cross-motion.

24 So we think, your Honor, that there is  
25 nothing that can be done here except to grant

1           our motion, deny the cross-motion, deny the  
2           cross-motion and have the case shipped to Monroe  
3           County. And we'll get into the questions of  
4           valuation if we ever get that far.

5           MR. STEFLIK:     Let me just -- he raised  
6           several issues. Let's take the venue issue  
7           first.

8           I think the Dykeman case is clear that the  
9           action was brought in the county of the offices,  
10          they were brought where the company offices were  
11          located. Again, it was a four to one. The four  
12          to one was for retaining the original venue.  
13          There was an argue of some kind of sham  
14          proceeding to change the venue in that case, and  
15          it was brought up in the dissent. But the  
16          majority skipped over that and said, the record  
17          further establishes that Nassau County has  
18          little connection to the corporation's affairs  
19          or the alleged misconduct and that the  
20          convenience of material witnesses means that  
21          justice would best be served by trial in New  
22          York County. So there was a split there. And  
23          that's an 1104-A dissolution action. Which  
24          would obviously cover the venue petition.

25                 In addition, I think the Margolis case

1           which I cite in the brief says that even though  
2           you don't meet all the elements, if you have  
3           substantial elements then the transfer venue  
4           retention is proper.

5           One thing here in this case, is that in  
6           both those cases in the pleadings their  
7           opposition papers showing the witnesses that the  
8           other side was going to produce. Here there is  
9           no witnesses other than the party witnesses  
10          which we did not take into consideration.

11          As opposed to the witnesses and what  
12          they're going to testify to, clearly the two of  
13          the primary ones which are covered in the  
14          affidavits and in the list would be Sandra  
15          Boatwright of Universal Instruments who was in  
16          direct contact with Mr. Decarr, and now the  
17          state police who Mr. Decarr contacted.

18          THE COURT:    Let me ask you about that.  
19          Hang on one second.

20          Mr. Decarr did, did he not, contact the  
21          state police down here? He did or didn't do  
22          that?

23          MR. ROSENBAUM:    I can't -- I can't answer  
24          that one way or the other.

25          THE COURT:    But the state police here are

1           investigating or were investigating a criminal  
2           allegation?

3           MR. ROSENBAUM:     I can't answer that  
4           either, your Honor.  I have not spoken to the  
5           state police.  I cannot speak on firsthand  
6           knowledge, and I don't think there is anything  
7           in the papers that indicates based on firsthand  
8           knowledge there is any criminal investigation  
9           going on.

10           But I know where the Court is going on this  
11           but, again, we have to look -- we have to -- we  
12           have to put those allegations regarding the  
13           state police next to the allegations in the  
14           petition to decide how they relate to the  
15           petition.

16           THE COURT:     That's what I am looking at.  
17           Because I will tell you what, if all of this  
18           comes into play, if your client felt strongly  
19           enough to start a criminal investigation down  
20           here, got the district attorney down here  
21           involved who then turned over and said it's a  
22           civil matter.  He didn't call the state police  
23           up in Rochester, he called them down here.

24           And I'm just getting a sense that there is  
25           enough going on here and with the witnesses that

1 Mr. Steflik has witnesses he identified. And  
2 the fact that he's looking for relief over and  
3 above just dissolution. He's claiming he hasn't  
4 been paid, he hasn't gotten his share of the  
5 proceeds, unilaterally changed that.

6 I mean I think that's all part and parcel  
7 of the petition for dissolution. He's not just  
8 looking for sheer dissolution. He's saying in  
9 addition I have been cheated, short changed,  
10 accused of criminal conduct. And obviously the  
11 conduct must have taken place down here or the  
12 state police in Rochester would have been called  
13 not down here in Troop C, so.

14 MR. ROSENBAUM: Your Honor, may I --

15 THE COURT: Go ahead.

16 MR. ROSENBAUM: A footnote to that.

17 THE COURT: Yes.

18 MR. ROSENBAUM: The whole thing with the  
19 state police, your Honor, all occurred after the  
20 petition was filed. Okay. None of this is  
21 contained in the petition. None of this is  
22 related to any of the bases for the dissolution  
23 contained in the petition. Your Honor, all of  
24 this occurred afterwards.

25 And it would be very difficult to see how



1 Mr. Steflik's client can boot strap himself into  
2 setting forth a basis for retaining venue in  
3 Broome County by acts that occurred after the  
4 petition was filed that are not related to the  
5 petition and are not mentioned in the petition.

6 So, your Honor, you know, we got into  
7 the state police argument if the Court may  
8 recall when I had asked for an adjournment and  
9 Mr. Steflik said there is -- we can't agree to  
10 the adjournment because Mr. Decarr has gotten  
11 the police involved and we've got to keep moving  
12 this thing along. That's why we're arguing this  
13 thing today instead of the Court's normal motion  
14 term. It has nothing to do with the allegation  
15 in the petition.

16 I understand we might want to accommodate  
17 Mr. Steflik and we might want to accommodate his  
18 client Mr. Richards, but that's simply not the  
19 law.

20 And, your Honor, I don't think and I -- I  
21 am a pretty good reader of body language, your  
22 Honor, and I am reading yours, but I really  
23 don't think that there is any discretion here,  
24 your Honor, and I think it would be in error to  
25 grant the cross-motion and deny the motion.

1 THE COURT: Mr. Steflík.

2 MR. ROSENBAUM: And by the way, your  
3 Honor, the one case -- the one case which has  
4 any relationship to the legal issues in this  
5 case cited by Mr. Steflík the Dykeman case, that  
6 case is a First Department case and very  
7 clearly, your Honor, and it's not the dissent  
8 that cites the sham change of the address of the  
9 corporation, it's the majority that's cited as a  
10 basis.

11 THE COURT: Right.

12 MR. ROSENBAUM: Saying this was a sham  
13 change of the office of the corporation to try  
14 to boot strap themselves into changing, making a  
15 different venue determination.

16 THE COURT: What about the Tashenberg  
17 case?

18 MR. ROSENBAUM: Cashenberg? Which one is  
19 that?

20 THE COURT: That's the one they say if the  
21 proceeding is simply a special proceeding for a  
22 judicial dissolution, venue would lie in the  
23 district which the office of the corporation is  
24 located but when the petitioner seeks various  
25 other types of relief whether as a stockholder,

1 collector or officer or on his own behalf, his  
2 county of residence is proper for purposes of  
3 venue.

4 MR. ROSENBAUM: I don't know that case,  
5 your Honor. Is that one cited by Mr. Steflik?

6 THE COURT: Yes. It's 89 AD2d 812 and  
7 that's what I am looking at here. Whether or  
8 not -- let's assume you're right that I don't  
9 have enough discretionary factors. I see this  
10 as being individual rights involved, as well.

11 And quite frankly, what's motivating me  
12 here is judicial economy. There is no need I  
13 don't believe with all due respect to you,  
14 Mr. Rosenbaum --

15 MR. ROSENBAUM: Call me Warren, please.

16 THE COURT: Warren. Because I have been  
17 calling Joe Joe.

18 With all due respect to you, Warren, I  
19 think we're fully capable of resolving this in a  
20 fashion that you gentlemen are going to be able  
21 to work out whatever you have to do. If you  
22 have to come in for judicial dissolution and  
23 have a hearing, we'll do that. But rather than  
24 bounce back and forth and get -- and I don't  
25 know. Maybe your client, you know, if he's not

1 happy with me retaining jurisdiction here and  
2 same venue is proper here maybe he wants to  
3 appeal. Maybe he wants to tie this up in court  
4 or does he want to get it resolved?

5 I guess I'm a practical, a practically  
6 oriented person. I like solution and resolution  
7 rather than judicial jockeying.

8 With all due respect to the argument you  
9 are making, I understand what you are saying but  
10 I'm just saying, look, we're here. We agree --  
11 we know there is a problem here between these  
12 two people and they need to work this out  
13 whether they do it by buy-out or something else.  
14 I'm assuming we can do that.

15 MR. ROSENBAUM: I don't want the Court to  
16 think of me as a contrarian, your Honor.

17 THE COURT: Believe me, I understand. I  
18 understand how we have to advocate.

19 MR. ROSENBAUM: I have been doing this  
20 for 37 years and with a pretty steady diet of  
21 these types of case.

22 THE COURT: I'm sure more so than I have.

23 MR. ROSENBAUM: And I would say this  
24 again with all due respect to the Court, we  
25 don't believe -- the case the Court has just

1           cited -- and, again, I am not completely  
2           familiar with it. When you compare to the  
3           allegations in this petition we don't think that  
4           Mr. Steflik gets there anywhere close, and  
5           whether or not whether or not our client would  
6           appeal or not I am certainly not prepared to say  
7           that.

8           THE COURT: I understand.

9           MR. ROSENBAUM: I can tell you this. We  
10          feel very strongly that Monroe County is the  
11          proper venue for this statutorily and otherwise  
12          and that's what we would like it to be. And  
13          given other circumstances and another case we  
14          would love to be here before your Honor and I  
15          can tell just -- just in the few minutes we have  
16          been together here I think you and I would be  
17          able to with Mr. Steflik do very well on any  
18          case, but I really think this belongs in Monroe  
19          County and I must stand on that.

20          THE COURT: All right. And with all due  
21          respect to your position and I agree that as a  
22          general rule that for venue purposes or purposes  
23          of determination of venue, the location of the  
24          corporation's principle office is determined by  
25          the destination in either its certificate of

1 incorporation or the papers under the LLC and  
2 that in this circumstance both under BCL Section  
3 1112 and LLC Section 702, that Monroe County  
4 was, in fact, listed as the principle office.

5 However, there are exceptions, and the  
6 exceptions that would override venue would --  
7 one of them would be that when the petition  
8 filed for judicial dissolution is while it's  
9 proper in the district where the corporation is  
10 located pursuant to their certificates or the  
11 LLC is located in their papers, if the  
12 petitioner is seeking other types of relief on  
13 his own then as I read this petition to contain,  
14 then the matter is properly venued where the  
15 petitioner resides. And so, and in addition to  
16 that -- and that's the -- that's the Tashenberg  
17 versus Breslin case 89 AD2d 812.

18 And for discretion purposes while it may be  
19 thin looking at CPLR Section 510 Subdivision 3 I  
20 weighed the four factors listed there and I  
21 weighed the four factors listed under O'Brien  
22 Vassar Brothers Hospital, 207 AD2d 169. While I  
23 realize it may be thin as I stated as part of  
24 this oral argument, the local police agency  
25 state police have been involved here in

1           investigating conduct which would come into play  
2           as we hear this petition. The district  
3           attorney's office has been involved. Local  
4           business people have been contacted indicating  
5           why they should or should not do business with  
6           the petitioner. And a list of 42 witnesses  
7           based either in Broome, Cortland, or Chenango  
8           Counties has been outlined.

9           And so, notwithstanding the statutory  
10          authority to BCL Section 1112 and LLC Section  
11          702, the Court finds on these circumstances that  
12          CPLR Section 510(3) permits me to exercise  
13          discretion to retain venue for the convenience  
14          of the witnesses and, in my opinion, the ends of  
15          justice will be promoted and judicial economy  
16          will be promoted by getting a handle on this  
17          thing now, putting the brakes on, and getting  
18          this thing resolved in as mutually agreeable a  
19          fashion as possible.

20          So, rather than continue our judicial  
21          jockeying, with all due respect to Mr. Miller's  
22          (sic) client and Mr. Miller's competent  
23          arguments --

24                 MR. ROSENBAUM:     You mean Mr. Rosenbaum.

25                 THE COURT:     I'm sorry, Mr. Rosenbaum.

1 Mr. Rosenbaum's arguments --

2 MR. ROSENBAUM: Okay.

3 THE COURT: -- then I am, that's the  
4 decision of the court.

5 If you'll submit the appropriate order on  
6 notice.

7 If there is an appeal I would direct that a  
8 copy of the transcript be provided with the  
9 order to the Appellate Division.

10 MR. STEFLIK: Thank you, your Honor.

11 THE COURT: All right.

12 MR. ROSENBAUM: Thank you.

13 THE COURT: And so, I am -- with regard to  
14 the petition seeking dissolution, the only thing  
15 I can do is I guess meet with counsel and see if  
16 we can either come up with a hearing date or set  
17 a discovery schedule. I am willing to do that  
18 now, if you like.

19 MR. ROSENBAUM: I need to confer with my  
20 client.

21 THE COURT: Okay.

22 MR. ROSENBAUM: Under the current --  
23 Court's current order to show cause there is a  
24 stay of these proceedings. I am assuming that  
25 stay will remain in place until some period of



1 time after the order is entered and served?

2 THE COURT: Yes, sir.

3 MR. ROSENBAUM: And Mr. Steflik's order  
4 will so indicate the time in which the petition  
5 has to be answered?

6 MR. STEFLIK: That's fine.

7 THE COURT: Yes, sir.

8 MR. STEFLIK: We can talk on a date.

9 MR. ROSENBAUM: Okay.

10 THE COURT: That's all then.

11 Off the record.

12 (Whereupon a discussion was held off the  
13 record.)

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C E R T I F I C A T I O N

STATE OF NEW YORK  
COUNTY OF BROOME

I, CATHERINE A. ANDREWS, Senior Court Reporter, do  
certify that the foregoing transcript is a true and  
accurate transcription of my verbatim stenographic notes  
made in the above-entitled matter on the above-mentioned  
date.



CATHERINE A. ANDREWS  
Senior Court Reporter