

Electronically Filed
Sep 16 2022 02:29 p.m.
Elizabeth A. Brown
Clerk of Supreme Court

1 **NOTA**
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11 *Attorneys for Plaintiff*
Vinco Ventures, Inc.

12
13 **EIGHTH JUDICIAL DISTRICT COURT**
14 **CLARK COUNTY, NEVADA**

15 **VINCO VENTURES, INC.,**

16 **Plaintiff,**

17 **v.**

18 **THEODORE FARNSWORTH; LISA**
19 **KING; RODERICK VANDERBILT; AND**
20 **ERIK NOBLE,**

21 **Defendants.**

Case No. A-22-856404-B

Dept. No. 16

22 **Plaintiff Vinco Ventures, Inc.'s Notice of Appeal**

23
24 [continued on following page]
25
26
27
28

BALLARD SPAHR LLP
1980 Festival Plaza Drive, Suite 900
Las Vegas, Nevada 89135
702.471.7000 FAX 702.471.7070

1 Notice is hereby given that plaintiff Vinco Ventures, Inc. in the above-
2 captioned matter appeals to the Supreme Court of Nevada, pursuant to NRAP
3 3A(b)(3) and NRAP 3A(b)(4), from the order of the district court entered on August
4 17, 2022, which forbids Vinco's board of directors from convening any meeting
5 without unanimous consent of its directors (attached as "Exhibit 1"), and August 19,
6 2022, which recognizes defendant Lisa King and nonparty Ross Miller and Vinco's
7 Co-CEOs (attached as Exhibit "2").
8

9 Dated this 12th day of September 2022.
10

11 BALLARD SPAHR LLP
12

13 By: /s/ Joel E. Tasca

14 Joel E. Tasca, Esq.

15 Nevada Bar No. 14124

16 Andrew S. Clark

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18 David E. Chavez, Esq.

19 Nevada Bar No. 15192

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25 *Attorneys for Plaintiff*
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CERTIFICATE OF SERVICE

Pursuant to Nev. Rev. Civ. Pro. 5, I hereby certify that on the 12th day of September, 2022, an electronic copy of the Notice of Appeal was filed and served on counsel of record via the Court's electronic service system.

/s/ M.K. Carlton
An Employee of Ballard Spahr

EXHIBIT 1

Will Kemp, Esq. (#1205)
Nathanael R. Rulis, Esq. (#11259)
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Madison P. Zornes-Vela, Esq. (#13626)
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Attorneys for Defendants

DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

CASE NO.: A-22-856404-B
DEPT. NO.: 16

ORDER: (1) DIRECTING VINCO VENTURES, INC. TO PAY ALL PAYROLL AMOUNTS DUE AND OWING ON AUGUST 19, 2022; (2) PRECLUDING VINCO VENTURES FROM TERMINATING EMPLOYEES; (3) SETTING LIMITATIONS ON EXPENDITURES; AND (4) SETTING LIMITATIONS AND CONDITIONS REGARDING VINCO VENTURES BOARD MEETINGS

On August 16 and 17, 2022, Plaintiff Vinco Ventures, Inc.'s ("Vinco Ventures") Motion for Temporary Restraining Order and Preliminary Injunction ("Motion") came on for hearing,

with Plaintiff represented by Mark J. Connot of Fox Rothschild LLP, Defendant Theodore Farnsworth represented by Kemp Jones, LLP, and Defendants Lisa King and Roderick Vanderbilt represented by Theodore Parker, III of Parker Nelson & Associates.

Based on the representations by the parties on the record, IT IS HEREBY ORDERED:

1. Plaintiff shall make all payroll payments scheduled for August 19, 2022 for all payroll amounts for which Plaintiff is responsible, specifically including but not limited to payroll for employees in the amount of approximately \$700,000 of the following:

a. Vinco Shared Services (“VSF”) (with approximately 48 persons characterized as Vinco employees (and includes Honey Badger Media LLC employees) and 14 persons characterized as Magnifi U employees) in the amount of approximately \$425,000 (historically every two weeks) and the 27 persons characterized as AdRizer employees in the amount of approximately \$85,000 (historically every two weeks, but they are provided funds monthly, and Mind Tank LLC is a subsidiary of AdRizer and shares that payment);

2. Plaintiff shall not make expenditures in excess of \$250,000.00 per transaction, absent unanimous Board approval or order of the Court.

3. Plaintiff stipulates and agrees it will not terminate any employees of the following entities on or before Monday, August 22, 2022:

- a. Plaintiff Vinco Ventures, Inc.
- b. Mind Tank LLC
- c. AdRizer, LLC
- d. Honey Badger Media LLC
- e. Magnifi U, Inc.

4. Plaintiff shall pay ZVV \$710,000.00 for payroll on or before August 18, 2022 and it will be treated as an advance on the loan.

5. Plaintiff shall not hold any Board of Director meetings without 48 hours’ notice and an agenda must accompany the notice, absent unanimous agreement of the parties, which agreement will not be unreasonably withheld in the event of emergency, or order of the Court.

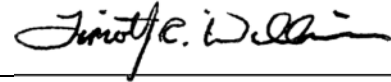
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kjc@kempjones.com

1 The parties stipulate and agree religious holidays will be accommodated. This shall not apply to
2 Board meetings regarding the Hudson Bay Note and/or any Notice of Default of the Hudson Bay
3 Note.

4 6. This order will be in effect for 14 days and, over Plaintiff's objection, the
5 Temporary Restraining Order previously entered by this Court will be dissolved within 24 hours
6 and provided no action is taken by any of the Parties until further notice and order by this Court
7 regarding preservation of the status quo moving forward.

8 IT IS SO ORDERED.

Dated this 17th day of August, 2022



FFA 1DD 35DB 3D47
Timothy C. Williams
District Court Judge

JM

1 **CSERV**

2
3 DISTRICT COURT
CLARK COUNTY, NEVADA

4
5
6 Vinco Ventures, Inc., Plaintiff(s) | CASE NO: A-22-856404-B
7 vs. | DEPT. NO. Department 16
8 Theodore Farnsworth,
9 Defendant(s)

10
11 **AUTOMATED CERTIFICATE OF SERVICE**

12 This automated certificate of service was generated by the Eighth Judicial District
13 Court. The foregoing Order was served via the court's electronic eFile system to all
recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 8/17/2022

15 Eloisa Nunez	enunez@pnalaw.net
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Madison Zornes-Vela

m.zornes-vela@kempjones.com

EXHIBIT 2

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Attorneys for Defendants
Theodore Farnsworth & Erik Noble

DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

CASE NO.: A-22-856404-B
DEPT. NO.: 16

**FURTHER ORDER OF THE COURT
REGARDING TEMPORARY
RESTRAINING ORDER AND
PRESERVATION OF STATUS QUO FOR
VINCO VENTURES, INC.**

On August 16, 17 and 18, 2022, the Court held hearings on Plaintiff Vinco Ventures, Inc.'s ("Vinco Ventures") Motion for Temporary Restraining Order and Preliminary Injunction ("Motion") and Defendants' Motion for *Ex Parte* Temporary Restraining Order and Preliminary Injunction on Order Shortening Time, with Plaintiff represented by Mark J. Connot, Esq. and Rex D. Garner, Esq. of Fox Rothschild LLP, Defendants Theodore Farnsworth and Erik Noble represented by Will Kemp, Esq. and Nathanael R. Rulis, Esq. of Kemp Jones, LLP, and Defendants Lisa King and Roderick Vanderbilt represented by Theodore Parker, III, Esq. of Parker Nelson & Associates.

The Court having reviewed the pleadings, heard the arguments of counsel made at the hearing, and with both parties agreeing that the status quo for Vinco Ventures should be preserved but disagreeing as to the manner in which that occurs, the Court hereby ORDERS as follows:

FACTUAL RECITALS

On or about August 17, 2022, Plaintiff disclosed that an emergency had just arisen as a result of a lender to Vinco Ventures—Hudson Bay—declaring the loan to be in default status. Plaintiff stated that if this emergency was not resolved, Vinco Ventures would be in serious financial jeopardy. Plaintiff and Defendants worked together and, on August 18, 2022 were able to resolve the Hudson Bay default.

Following the successful resolution of the Hudson Bay potential default, on August 18, 2022, Plaintiff indicated that John Colucci could not be present at Court because of “a grave family emergency for which he needs to direct his attention immediately.”

The Parties disagree regarding the propriety of certain Board Meetings wherein persons were either selected or removed as Chief Executive Officer (“CEO”). Plaintiff contends that John Colucci has been selected as CEO and Defendants contend that Lisa King, Ted Farnsworth or both are the duly-elected CEOs.

LEGAL AUTHORITY

Injunctive relief to preserve the status quo is normally available when the Court finds that the parties’ conduct, if allowed to continue, will result in irreparable harm. *See, e.g., No. 1 Rent-a-Car v. Ramada Inns, Inc.*, 94 Nev. 779, 780–81, 587 P.2d 1329, 1330 (1978); *see also Dangberg Holdings Nev., L.L.C. v. Douglas County*, 115 Nev. 129, 142, 978 P.2d 311, 319 (1999); *Clark Cty. Sch. Dist. v. Buchanan*, 112 Nev. 1146, 1150, 924 P.2d 716, 719 (1996). Under Nevada law, destruction of a company’s financial stability is considered irreparable harm for purposes of ordering injunctive relief. *See State, Dep’t of Bus. & Indus., Fin. Institutions Div. v. Nevada Ass’n Servs., Inc.*, 128 Nev. Adv. Op. 34, 294 P.3d 1223, 1228 (2012).

Courts have inherent power to provide themselves with appropriate instruments required for the performance of their judicial duties. *Ex Parte Peterson*, 253 U.S. 300, 312, 40 S.Ct. 543, 64 L.Ed. 919 (1920). This power includes authority to appoint persons unconnected with the court to aid judges in the performance of specific judicial duties (e.g., a receiver), as they may arise in the progress of a cause. *Id.*; *see also Chen v. Stewart*, 2004 UT 82, ¶¶ 50-51, 100 P.3d 1177, 1190, *abrogated on other grounds by State v. Nielsen*, 2014 UT 10, ¶¶ 50-51, 326 P.3d 645

(equitable power to appoint receiver); *VTB Bank v. Navitron Projects Corp.*, No. CIV.A. 8514-VCN, 2014 WL 1691250, at *5 (Del. Ch. Apr. 28, 2014) (“This Court has the inherent equitable power to appoint a receiver [or custodian] for a Delaware limited liability company even where this remedy is not expressly available by statute or under the operative company agreement.”); *Afremov v. Amplatz*, No. A04-952, 2005 WL 89475, at *2 (Minn. Ct. App. Jan. 18, 2005) (Court appointing interim CEO).

ORDER

Having authority under the above-referenced authorities, NRS 78.010 et seq.; NRS 32.010 et seq.; NRS 33.010 et seq.; NRCP 65 and general equitable principles, THE COURT HEREBY ORDERS AS FOLLOWS:

1. The Court recognizes both John Colucci and Lisa King as co-CEOs of Vinco Ventures pending further order of the Court;

2. Given the potential for disagreement between co-CEOs John Colucci and Lisa King and the emergencies that have already occurred (e.g., the Hudson Bay potential default), the Court believes it is in the best interest of Vinco Ventures to have an interim, neutral, and independent third co-CEO. The Court hereby appoints an interim, neutral, and independent party—former Secretary of State of Nevada, Ross Miller, Esq.—to serve as a third co-CEO of Vinco Ventures pending further order of the Court;

3. The three co-CEOs for Vinco Ventures are to equally share responsibilities and decision-making authority;

4. The Court admonishes all co-CEOs to make a good faith effort to work together in the best interests of Vinco Ventures;

5. The Board and Plaintiff’s executives shall take all reasonable steps necessary to ensure Vinco Venture’s ongoing business operations.

6. This Order shall remain in place for thirty (30) days or until this Court issues an order on Plaintiff’s Motion for Preliminary Injunction and Defendants’ Motion for Preliminary Injunction.

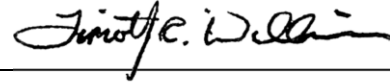
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7. Defendants are to post a bond in the amount of Five Thousand Dollars (\$5,000.00).

IT IS SO ORDERED.

Dated this 19th day of August, 2022



JM

90A DCE 2761 6AAC
Timothy C. Williams
District Court Judge

Respectfully submitted by:

KEMP JONES, LLP

/s/ Nathanael Rulis

Will Kemp, Esq. (#1205)

Nathanael R. Rulis, Esq. (#11259)

Madison P. Zornes-Vela, Esq. (#13626)

3800 Howard Hughes Parkway, 17th Floor

Las Vegas, Nevada 89169

Attorneys for Defendants

Theodore Farnsworth & Erik Noble

1 **CSERV**

2
3 DISTRICT COURT
CLARK COUNTY, NEVADA

4
5
6 Vinco Ventures, Inc., Plaintiff(s) | CASE NO: A-22-856404-B
7 vs. | DEPT. NO. Department 16
8 Theodore Farnsworth,
9 Defendant(s)

10
11 **AUTOMATED CERTIFICATE OF SERVICE**

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13 Court. The foregoing Order was served via the court's electronic eFile system to all
recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 8/19/2022

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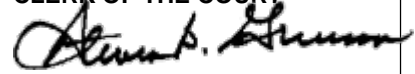
1 Madison Zornes-Vela

m.zornes-vela@kempjones.com

2
3 If indicated below, a copy of the above mentioned filings were also served by mail
4 via United States Postal Service, postage prepaid, to the parties listed below at their last
5 known addresses on 8/22/2022

6 William Kemp

3800 Howard Hughes Pkwy.
17th Floor
Las Vegas, NV, 89109



1 **ASTA**
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2 Nevada Bar No. 14124
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11 *Attorneys for Plaintiff*
12 *Vinco Ventures, Inc.*

13 **EIGHTH JUDICIAL DISTRICT COURT**
14 **CLARK COUNTY, NEVADA**

15 **VINCO VENTURES, INC.,**

16 **Plaintiff,**

17 **v.**

18 **THEODORE FARNSWORTH; LISA**
19 **KING; RODERICK VANDERBILT; AND**
20 **ERIK NOBLE,**

21 **Defendants.**

Case No. A-22-856404-B

Dept. No. 16

22 **Case Appeal Statement**

23 **1. Name of appellant filing this case appeal statement:**

24 **Vinco Ventures, Inc.**

25 **2. Identify the judge issuing the decision, judgment or order appealed**
26 **from:**

27 **The Honorable District Judge Timothy C. Williams.**

28 **3. Identify each appellant and the name and address of counsel for each**

BALLARD SPAHR LLP
1980 Festival Plaza Drive, Suite 900
Las Vegas, Nevada 89135
702.471.7000 FAX 702.471.7070

1 appellant:

2 There is one appellant: Vinco Ventures, Inc.

3 Counsel for Appellant:

4
5 Joel E. Tasca, Esq.
6 Andrew S. Clark, Esq.
7 Joseph E. Dagher, Esq.
8 David E. Chavez, Esq.
9 BALLARD SPAHR LLP
10 1980 Festival Plaza Drive, Suite 900
11 Las Vegas, Nevada 89135

12 4. Identify each respondent and the name and address of appellate
13 counsel, if known, for each respondent (if the name of a respondent's appellate
14 counsel is unknown, indicate as much and provide the name and address of that
15 respondent's trial counsel):

16 There are 5 respondents: defendant Theodore Farnsworth; defendant Lisa
17 King; defendant Roderick Vanderbilt; defendant Erik Noble; and nonparty, court-
18 appointed Co-CEO Ross Miller.

19 Appellant is not aware of whether Respondents have retained separate
20 appellate counsel. Counsel for respondents in the district court are as follows:

21 Will Kemp, Esq.
22 Nathanael R. Rulis, Esq.
23 Madison P. Zornes-Vela, Esq.
24 Kemp Jones LLP
25 3800 Howard Hughes Parkway, 17th Floor
26 Las Vegas, Nevada 89169
27 (702)-385-6000
28 Attorneys for defendants Theodore Farnsworth, Erik Noble

Theodore Parker, III, Esq.
Parker, Nelson & Associates, Chtd.
2460 Professional Court, Suite 200
Las Vegas, Nevada 89128
(702) 868-8000
Attorney for defendants Lisa King, Roderick Vanderbilt

Amy L. Sugden, Esq.
Sugden Law

9728 Gillespie Street
Las Vegas, Nevada 89183
(702) 625-3605
Attorney for nonparty, court-appointed Co-CEO Ross Miller

5. Indicate whether any attorney identified above in response to question 3 or 4 is not licensed to practice law in Nevada and, if so, whether the district court granted that attorney permission to appear under SCR 42 (attach a copy of any district court order granting such permission):

All attorneys identified above are licensed to practice law in Nevada.

6. Indicate whether Appellant was represented by appointed or retained counsel in the district court:

Appellant was represented by retained counsel.

7. Indicate whether Appellant is represented by appointed or retained counsel on appeal:

Appellant is represented by the retained counsel on appeal.

8. Indicate whether Appellant was granted leave to proceed in *forma pauperis* and the date of entry of the district court order granting such leave:

Not applicable.

9. Indicate the date the proceeding commenced in the district court, *e.g.*, date of complaint, indictment, information or petition was filed:

August 3, 2022.

10. Provide a brief description of the nature of the action and result in the district court, including the type of judgment or order being appealed and the relief granted by the district court:

This is a corporate governance dispute. Vinco is a Nevada corporation publicly traded on NASDAQ. On July 24, three of the five members of its Board of Directors (the "Board")—i.e., a majority of the Board—voted to terminate defendants (including then-former CEO Lisa King) from their employment with Vinco and appointed nonparty John Colucci as interim CEO. Despite that, defendants continued to hold

1 themselves out as Vinco employees and made public statements—including through
2 SEC filings that were not approved by the Board—purportedly on Vinco’s behalf.
3 Vinco sought and obtained a TRO prohibiting defendants from holding themselves
4 out as Vinco employees and requiring them to return Vinco’s property, including its
5 SEC filing passcodes.

6 The Court granted Vinco’s TRO and then held three days of argument on
7 August 16-18, 2022. On August 17, the Court issued an order dissolving the TRO
8 and ordering that the Board could not hold any meeting without unanimous consent.
9 On August 19, the Court issued an order recognizing Colucci, King, and nonparty
10 Ross Miller as Co-CEOs. Vinco challenges the August 17 and 19 Orders on appeal.

11 The August 17 and 19 Orders directly conflict with Nevada law, which
12 provides: “Subject only to such limitations as may be provided by this chapter, or the
13 articles of incorporation of the corporation, the board of directors has full control over
14 the affairs of the corporation.” NRS 78.120(1). Vinco’s bylaws allow the Board to
15 appoint and remove its officers—including its CEOs—by a majority vote. Further,
16 Vinco’s bylaws do not require unanimous consent to hold a meeting if it is called with
17 more than 48 hours’ notice by the chairman of the board, any vice president, the
18 secretary, or any two directors.

19 The Court’s August 17 and 19 Orders are not supported by any provision of
20 Nevada law. Although Nevada law allows for the appointment of a receiver or
21 custodian in certain contexts, no defendant has filed a motion (or even tried to meet
22 the stringent statutory requirements) for such an appointment. In the absence of
23 support from Chapter 78, the district court acted in excess of its jurisdiction and
24 violated NRS 78.120(1) when it supplanted Vinco’s corporate governance bylaws with
25 its own judgment.

26 An appeal may be taken from an order granting or dissolving an injunction.
27 NRAP 3A(b)(3). Here, the challenged orders function as injunctions because they
28 enjoin the Board from conducting meetings consistent with its bylaws and require it

1 to recognize King and Miller as Co-CEOs. The orders have lasted or by their terms
2 will last longer than 15 days, which means that they operate as appealable
3 preliminary injunctions. *See Hospitality Int'l Grp. v. Gratitude Grp., LLC*, 132 Nev.
4 980, 387 P.3d 208, 209 (2016).

5 An appeal may also be taken from an order appointing or refusing to vacate an
6 order appointing a receiver. NRAP 3A(b)(4). Here, Miller is operating as a receiver
7 pendent lite because he is essentially controlling Vinco's affairs as the ultimate
8 decisionmaker between two other Co-CEOs who are at odds on the running of the
9 company. *See Hill v. Cohen*, 40 F.4th 101, 111 (3d Cir. 2022) (finding that the court
10 had appellate jurisdiction to consider an interlocutory order despite that the district
11 court did not use the term "receiver" because "the Custodian was appointed to
12 manage and control [the corporation] to preserve its value during the course of this
13 lawsuit. That makes him a 'receiver[.]'"

14 **11. Indicate whether the case has previously been the subject of an appeal**
15 **to or original writ proceeding in the Supreme Court and, if so, the caption and**
16 **Supreme Court docket number of the prior proceeding:**

17 This case has not previously been the subject of an appeal to or original writ
18 proceeding in the Supreme Court.

19 **12. Indicate whether this appeal involves child custody or visitation:**

20 It does not.

21 [continued on following page]
22
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13. If this is a civil case, indicate whether this appeal involves the possibility of settlement:

The parties have extensively discussed settlement but have thus far been unable to reach a resolution.

Dated this 12th day of September 2022.

BALLARD SPAHR LLP

By: /s/ Joel E. Tasca

Joel E. Tasca, Esq.

Nevada Bar No. 14124

Andrew S. Clark

Nevada Bar No. 14854

David E. Chavez, Esq.

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Attorneys for Plaintiff

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CERTIFICATE OF SERVICE

Pursuant to Nev. Rev. Civ. Pro. 5, I hereby certify that on the 12th day of September, 2022, an electronic copy of the Case Appeal Statement was filed and served on counsel of record via the Court's electronic service system.

/s/ M.K. Carlton
An Employee of Ballard Spahr

CASE SUMMARY**CASE NO. A-22-856404-B**

Vinco Ventures, Inc., Plaintiff(s)
vs.
Theodore Farnsworth, Defendant(s)

§
§
§
§
§

Location: **Department 16**
 Judicial Officer: **Williams, Timothy C.**
 Filed on: **08/03/2022**
 Case Number History:
 Cross-Reference Case Number: **A856404**

CASE INFORMATIONCase Type: **Other Business Court Matters**

Case Status: **08/03/2022 Open**

DATE**CASE ASSIGNMENT****Current Case Assignment**

Case Number A-22-856404-B
 Court Department 16
 Date Assigned 08/04/2022
 Judicial Officer Williams, Timothy C.

PARTY INFORMATION

		<i>Lead Attorneys</i>
Plaintiff	Vinco Ventures, Inc.	Tasca, Joel E. <i>Retained</i> 702-471-7000(W)
Defendant	Farnsworth, Theodore	Kemp, William Simon <i>Retained</i> 7023856000(W)
	King, Lisa	Parker, Theodore <i>Retained</i> 7028388600(W)
	Noble, Erik	Kemp, William Simon <i>Retained</i> 7023856000(W)
	Vanderbilt, Roderick	Parker, Theodore <i>Retained</i> 7028388600(W)
Counter Claimant	King, Lisa	Parker, Theodore <i>Retained</i> 7028388600(W)
	Vanderbilt, Roderick	Parker, Theodore <i>Retained</i> 7028388600(W)
Counter Defendant	Vinco Ventures, Inc.	Tasca, Joel E. <i>Retained</i> 702-471-7000(W)

DATE**EVENTS & ORDERS OF THE COURT****INDEX**

08/03/2022

EVENTS

Complaint (Business Court)














CASE SUMMARY

CASE NO. A-22-856404-B

	<p>Filed By: Counter Defendant Vinco Ventures, Inc. <i>[1] Complaint for Injunctive Relief and Damages</i></p>
08/03/2022	<p> Disclosure Statement Party: Counter Defendant Vinco Ventures, Inc. <i>[2] Disclosure Statement</i></p>
08/03/2022	<p> Initial Appearance Fee Disclosure Filed By: Counter Defendant Vinco Ventures, Inc. <i>[3] Initial Appearance Fee Disclosure</i></p>
08/03/2022	<p> Peremptory Challenge Filed by: Counter Defendant Vinco Ventures, Inc. <i>[4] Peremptory Challenge of Judge</i></p>
08/04/2022	<p> Notice of Department Reassignment <i>[5] Notice of Department Reassignment</i></p>
08/04/2022	<p> Motion for Temporary Restraining Order Filed By: Counter Defendant Vinco Ventures, Inc. <i>[6] Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Temporary Restraining Order and Preliminary Injunction</i></p>
08/04/2022	<p> Declaration Filed By: Counter Defendant Vinco Ventures, Inc. <i>[7] Declaration of Mark J. Connot in Support of Plaintiff's Emergency Motion for Temporary Restraining Order and Preliminary Injunction</i></p>
08/04/2022	<p> Declaration Filed By: Counter Defendant Vinco Ventures, Inc. <i>[8] Declaration of John Colucci in Support of Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Temporary Restraining Order and Preliminary Injunction</i></p>
08/04/2022	<p> Exhibits Filed By: Counter Defendant Vinco Ventures, Inc. <i>[9] Exhibits to the Declaration of John Colucci in Support of Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Temporary Restraining Order and Pre Preliminary Injunction Filed Concurrently Hereto</i></p>
08/04/2022	<p> Summons Electronically Issued - Service Pending Party: Counter Defendant Vinco Ventures, Inc. <i>[10] Summons - Civil</i></p>
08/04/2022	<p> Summons Electronically Issued - Service Pending Party: Counter Defendant Vinco Ventures, Inc. <i>[11] Summons - Civil</i></p>
08/04/2022	<p> Summons Electronically Issued - Service Pending Party: Counter Claimant Vanderbilt, Roderick <i>[12] Summons - Civil</i></p>
08/04/2022	<p> Summons Electronically Issued - Service Pending Party: Counter Defendant Vinco Ventures, Inc. <i>[13] Summons - Civil</i></p>

CASE SUMMARY

CASE NO. A-22-856404-B

08/05/2022	 Temporary Restraining Order Filed by: Counter Defendant Vinco Ventures, Inc. <i>[14] Ex Parte Order Granting Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Temporary Restraining Order and Preliminary Injunction</i>
08/05/2022	 Notice of Posting Bond Filed By: Counter Defendant Vinco Ventures, Inc. <i>[15] Notice of Posting Bond</i>
08/06/2022	 Acceptance of Service Filed By: Counter Defendant Vinco Ventures, Inc. <i>[16] Acceptance of Service</i>
08/15/2022	 Motion for Order to Show Cause Filed By: Counter Defendant Vinco Ventures, Inc. <i>[17] Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Order to Show Cause Why Defendants Should Not Be Held in Contempt</i>
08/15/2022	 Declaration Filed By: Counter Defendant Vinco Ventures, Inc. <i>[18] Declaration of John Colucci in Support of Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Order to Show Cause Why Defendants Should Not Be Held in Contempt</i>
08/15/2022	 Declaration Filed By: Counter Defendant Vinco Ventures, Inc. <i>[19] Declaration of Mark J. Connot in Support of Plaintiff's Emergency Motion for Order to Show Cause Why Defendants Should Not be Held in Contempt</i>
08/15/2022	 Motion to Dismiss Filed By: Defendant Farnsworth, Theodore; Defendant Noble, Erik <i>[20] Motion to Dismiss Defendant Erik Noble for Lack of Personal Jurisdiction</i>
08/15/2022	 Initial Appearance Fee Disclosure <i>[21] Defendants' Initial Appearance Fee Disclosure</i>
08/15/2022	 Opposition to Motion Filed By: Defendant Farnsworth, Theodore; Defendant Noble, Erik <i>[22] Defendants Theodore Farnsworth, Lisa King, and Roderick Vanderbilt's Opposition to Plaintiff Vinco Ventures, Inc.'s Motion for Temporary Restraining Order and Preliminary Injunction</i>
08/16/2022	 Clerk's Notice of Hearing <i>[23] Notice of Hearing</i>
08/16/2022	 Clerk's Notice of Hearing <i>[24] Notice of Hearing</i>
08/17/2022	 Supplemental <i>[25] Supplemental Exhibit in Support of Defendants' Opposition to Plaintiff's Motion for Temporary Restraining Order and Preliminary Injunction</i>
08/17/2022	 Notice to Appear Filed By: Defendant Farnsworth, Theodore; Counter Claimant King, Lisa; Counter Claimant Vanderbilt, Roderick; Defendant Noble, Erik <i>[26] Notice of Intent to Appear by Simultaneous Audiovisual Transmission Equipment</i>

CASE SUMMARY

CASE NO. A-22-856404-B

08/17/2022	 Filing Filed By: Counter Defendant Vinco Ventures, Inc. <i>[27] Plaintiff's Submission of Documents Pursuant to Court's Request</i>
08/17/2022	 Declaration Filed By: Counter Defendant Vinco Ventures, Inc. <i>[28] Declaration of Elliot Goldstein</i>
08/17/2022	 Motion to Associate Counsel <i>[29] Motion to Associate Counsel Nancy Adele Hogan: Ex Parte Application for Order Shortening Time</i>
08/17/2022	 Order <i>[30] Order: (1) Directing Vinco Ventures, Inc. to Pay All Payroll Amounts Due and Owing on August 19, 2022; (2) Precluding Vinco Ventures From Terminating Employees; (3) Setting Limitations on Expenditures; and (4) Setting Limitations and Conditions Regarding Vinco Ventures Board Meetings</i>
08/18/2022	 Notice Filed By: Counter Defendant Vinco Ventures, Inc. <i>[31] Notice of Objection to Order of August 17, 2022</i>
08/18/2022	 Errata <i>[32] Errata to Plaintiff's Notice of Objection to August 17, 2022 Order</i>
08/18/2022	 Notice of Entry of Order <i>[33] Notice of Entry of Order: (1) Directing Vinco Ventures, Inc. to Pay All Payroll Amounts Due and Owing on August 19, 2022; (2) Precluding Vinco Ventures from Terminating Employees; (3) Setting Limitations on Expenditures; and (4) Setting Limitations and Conditions Regarding Vinco Ventures Board Meetings</i>
08/19/2022	 Order Filed By: Defendant Farnsworth, Theodore; Defendant Noble, Erik <i>[34] Further Order Of The Court Regarding Temporary Restraining Order And Preservation Of Status Quo For Vinco Ventures, Inc.</i>
08/19/2022	 Notice of Entry of Order <i>[35] Notice of Entry of Further Order of the Court Regarding Temporary Restraining Order and Preservation of Status Quo for Vinco Ventures, Inc.</i>
08/19/2022	 Order Shortening Time <i>[36] Motion to Appoint Special Counsel to Conduct Investigation of Independence of Independent Board of Directors on OST</i>
08/19/2022	 Order Shortening Time <i>[37] Motion for Limited Expedited Discovery and Appointment of Special Master on Order Shortening Time</i>
08/19/2022	 Order Shortening Time <i>[38] Motion to Authorize Rod Vanderbilt and Lisa King to Execute Documents Allowing Enterprise Bank to Transfer \$700,000 to Vinco for August 19, 2022 Payroll on OST</i>
08/19/2022	 Notice of Posting Bond <i>[39] Notice of Posting Bond</i>

CASE SUMMARY

CASE NO. A-22-856404-B

08/19/2022	 Notice Filed By: Counter Defendant Vinco Ventures, Inc. <i>[40] Notice of Objection to Order of August 19, 2022</i>
08/22/2022	 Court Recorders Invoice for Transcript <i>[41]</i>
08/22/2022	 Notice of Withdrawal of Motion Filed By: Counter Defendant Vinco Ventures, Inc. <i>[42] Notice of Withdrawal of Motion to Associate Nancy Adele Hogan</i>
08/22/2022	 Opposition to Motion <i>[43] Defendants', Lisa King and Roderick Vanderbilt, Opposition to Plaintiff's Motion to Associate Counsel Nancy Adele Hogan on Order Shortening Time</i>
08/22/2022	 Notice of Appearance Party: Counter Defendant Vinco Ventures, Inc. <i>[44] Notice of Appearance as Plaintiff's Counsel</i>
08/23/2022	 Court Recorders Invoice for Transcript <i>[45]</i>
08/23/2022	 Opposition to Motion Filed By: Counter Defendant Vinco Ventures, Inc. <i>[46] OPPOSITION TO MOTION TO AUTHORIZE ROD VANDERBILT AND LISA KING TO EXECUTE DOCUMENTS ALLOWING ENTERPRISE BANK TO TRANSFER \$700,000 TO VINCO FOR AUGUST 19th, 2022 PAYROLL ON ORDER SHORTENING TIME</i>
08/23/2022	 Opposition to Motion Filed By: Counter Defendant Vinco Ventures, Inc. <i>[47] OPPOSITION TO MOTION TO APPOINT SPECIAL COUNSEL TO CONDUCT INVESTIGATION OF INDEPENDENCE OF INDEPENDENT BOARD OF DIRECTORS ON ORDER SHORTENING TIME</i>
08/23/2022	 Opposition Filed By: Counter Defendant Vinco Ventures, Inc. <i>[48] OPPOSITION TO MOTION FOR LIMITED EXPEDITED DISCOVERY & APPOINTMENT OF SPECIAL MASTER ON ORDER SHORTENING TIME</i>
08/24/2022	 Notice Filed By: Receiver Miller, Ross <i>[49] Notice of Appearance</i>
08/25/2022	 Recorders Transcript of Hearing <i>[50] Recorder's Transcript of Hearing: Plaintiff Vinco Ventures Inc.,s Emergency Motion for Temporary Restraining Order and Preliminary Injunction, August 16, 2022</i>
08/25/2022	 Recorders Transcript of Hearing <i>[51] Recorder's Transcript of Hearing: Plaintiff Vinco Ventures Inc.'s Emergency Motion for Temporary Restraining Order and Preliminary Injunction, August 17, 2022</i>
08/25/2022	 Recorders Transcript of Hearing <i>[52] Recorder's Transcript of Hearing: Plaintiff Vinco Ventures Inc.'s Emergency Motion for Temporary Restraining Order and Preliminary Injunction, August 18, 2022</i>

CASE SUMMARY

CASE NO. A-22-856404-B

08/26/2022	 Court Recorders Invoice for Transcript [53]
08/26/2022	 Recorders Transcript of Hearing [54] Rercorder's Trasncript of Hearing: All Pending Motions, August 24, 2022
08/26/2022	 Affidavit of Service [55] Affidavit of Service (George Yang)
08/29/2022	 Order Shortening Time [56] Motion for Order to Show Cause Why Plaintiff Should Not Be Held in Contempt and/or Admonished For Violating August 17, 2022 Order of This Court on Order Shortening Time
08/29/2022	 Opposition to Motion [57] Defendants' Opposition To Plaintiff Vinco Ventures, Inc.'s Emergency Motion For Order To Show Cause Why Defendants Should Not Be Held In Contempt
08/29/2022	 Order Shortening Time [58] Vinco Ventures, Inc.'s Motion on Order Shortening Time to Modify Order Appointing Ross Miller and Lisa King as Co-CEOs
08/29/2022	 Answer [59] Defendant Theodore Farnsworth's Answer
08/29/2022	 Opposition [60] Defendants Lisa King and Roderick Vanderbilt's Opposition to Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Order to Show Cause Why Defendants Should Not Be Held in Contempt
08/29/2022	 Answer and Counterclaim [61] Defendants Lisa King and Roderick Vanderbilt's Answer to Plaintiff's Complaint for Injunctive Relief and Damages and Counterclaims
08/29/2022	 Opposition [62] Opposition to Motion to Dismiss Defendant Erik Noble for Lack of Personal Jurisdiction
08/30/2022	 Opposition to Motion [63] Defendants Lisa King and Roderick Vanderbilt's Opposition to Vinco Ventures, Inc.'s Motion on Order Shortening Time to Modify Order Appointing Ross Miller and Lisa King as Co-CEOs
08/30/2022	 Appendix [64] Appendix to Defendants Lisa King and Roderick Vanderbilt's Opposition to Vinco Ventures, Inc.'s Motion on Order Shortening Time to Modify Order Appointing Ross Miller and Lisa King as Co-CEOs
08/30/2022	 Opposition to Motion Filed By: Receiver Miller, Ross [65] Court Appointed Co-CEO Ross Miller's Opposition to Vinco Ventures, Inc.'s Motion on Order Shortening Time to Modify Order Appointing Ross Miller and Lisa King as Co-CEOs
08/30/2022	 Opposition to Motion Filed By: Counter Defendant Vinco Ventures, Inc.

CASE SUMMARY

CASE NO. A-22-856404-B

[66] Opposition to Defendants' Motion for an Order to Show Cause Why Plaintiff Should Not Be Held in Contempt

08/31/2022



Declaration

Filed By: Counter Defendant Vinco Ventures, Inc.
[67] Declaration of Steve Garrow

08/31/2022



Declaration

Filed By: Counter Defendant Vinco Ventures, Inc.
[68] Declaration of Elliott Goldstein

08/31/2022



Declaration

Filed By: Counter Defendant Vinco Ventures, Inc.
[69] Declaration of Phil Jones

08/31/2022



Declaration

Filed By: Counter Defendant Vinco Ventures, Inc.
[70] Declaration of Michael Distasio

08/31/2022



Order Shortening Time

Filed By: Counter Defendant Vinco Ventures, Inc.
[71] Vinco Ventures, Inc.'s Motion For Clarification of the Court's August 17, 2022 Order Pertaining to Meetings of the Board of Directors on Order Shortening Time

09/01/2022



Order Granting Motion

[72] Order Granting Motion for Limited Expedited Discovery & Appointment of Special Master on Order Shortening Time

09/02/2022



Notice of Entry of Order

[73] Notice of Entry of Order Granting Motion for Limited Expedited Discovery & Appointment of Special Master on Order Shortening Time

09/06/2022



Court Recorders Invoice for Transcript

[74] Court Recorders Invoice for Transcript

09/06/2022



Recorders Transcript of Hearing

[75] Recorder's Transcript of Hearing: All Pending Motions, August 31, 2022

09/06/2022



Opposition

[76] Defendant's Opposition to Plaintiff Vinco Ventures, Inc.'s Motion for Clarification of the Court's August 17, 2022 Order Pertaining to Meetings of the Board of Directors

09/06/2022



Opposition to Motion

[77] Defendants Lisa King and Roderick Vanderbilt's Opposition to Vinco Ventures, Inc.'s Motion for Clarification of the Court's August 17, 2022 Order Pertaining to Meetings of the Board of Directors

09/07/2022



Notice

[78] Notice of Lodgment of Exhibit for September 7, 2022 Status Check

09/08/2022
















Substitution of Attorney

Filed by: Counter Defendant Vinco Ventures, Inc.
[79] Substitution of Counsel

CASE SUMMARY

CASE NO. A-22-856404-B

09/08/2022	 Stipulated Protective Order <i>[80] Protective Order</i>
09/09/2022	 Court Recorders Invoice for Transcript <i>[81]</i>
09/09/2022	 Recorders Transcript of Hearing <i>[82] Recorder's Transcript of Hearing: All Pending Motions, September 7, 2022</i>
09/09/2022	 Notice of Special Master Hearing <i>[83] Notice of Telephonic Special Master Hearing</i>
09/09/2022	 Motion for Order to Show Cause Filed By: Counter Claimant King, Lisa; Counter Claimant Vanderbilt, Roderick <i>[84] Defendants' Motion for Order to Show Cause Why Plaintiff Should Not be Held in Contempt for Violating August 17, 2022 Order of this Court on Order Shortening Time</i>
09/12/2022	 Joinder To Motion Filed By: Defendant Farnsworth, Theodore <i>[85] Defendant Theodore Farnsworth's Joinder to Motion for Order to Show Cause Why Plaintiff Should Not be Held in Contempt and/or Admonished for Violating August 17, 2022 Order of This Court on Order Shortening Time</i>
09/12/2022	 Opposition Filed By: Counter Defendant Vinco Ventures, Inc. <i>[86] Opposition to Motion for Order to Show Cause</i>
09/12/2022	 Amended Answer <i>[87] Defendants/Counterclaimants/Third-Party Plaintiffs Lisa King and Roderick Vanderbilt's Amended Answer to Plaintiff's Complaint for Injunctive Relief and Damages, Counterclaims, and Third-Party Complaint</i>
09/12/2022	 Errata Filed By: Counter Defendant Vinco Ventures, Inc. <i>[88] Errata to Plaintiff's Opposition to Defendant's Motion for Order to Show Cause Why Plaintiff Should Not be Held in Contempt for violating August 17, 2022 Order</i>
09/12/2022	 Notice of Appeal Filed By: Counter Defendant Vinco Ventures, Inc. <i>[89] Notice of Appeal</i>
09/12/2022	 Case Appeal Statement Filed By: Counter Defendant Vinco Ventures, Inc. <i>[90] Case Appeal Statement</i>
09/12/2022	 Opposition Filed By: Other Lucosky Brookman LLP <i>[91] Lucosky Brookman LLP's Limited Joinder and Opposition to Defendants' Motion for Order to Show Cause Why Plaintiff Should Not be Held in Contempt for Violating August 17, 2022 Order of the Court on Order Shortening Time</i>
09/13/2022	 Recorders Transcript of Hearing <i>[92] Recorder's Trasncript of Hearing: All Pending Motions, September 9, 2022</i>

CASE SUMMARY**CASE NO. A-22-856404-B**

09/13/2022



Court Records Invoice for Transcript

[93]

HEARINGS

08/16/2022

**Motion for Preliminary Injunction (9:05 AM)** (Judicial Officer: Williams, Timothy C.)**08/16/2022-08/18/2022***Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Temporary Restraining Order and Preliminary Injunction*

Matter Continued;

Matter Continued;

Matter Heard;

Journal Entry Details:

APPEARANCES CONTINUED: Rex Garner, Esq. present for Plaintiff. Pro Hoc Pending Attorney, Adele Hogan, also present for Plaintiff. Theodore Parker, III, Esq. present for Defense. Hearing held in-person and by BlueJeans remote conferencing. Discussion and arguments by counsel regarding consent to restructure; emergency that Mr. Colucci is attending to and recommendations for interim control officers; maintaining status of employees and related matters for the two-week order period. Court stated if parties cannot reach accord, may appoint a designee to report to this court. MATTER TRAILED. MATTER RECALLED. Further colloquy regarding inability of parties to reach consensus; proposed competing orders; administrative services issue; selection of independent officers as opposed to receivership; issue of necessary bills. COURT NOTED, current order has 14-day expiration from filing. Therefore, COURT ORDERED, Status Check SET 8/31/22 regarding the issues discussed. Court stated counsel may appear live or by BlueJeans. Court directed proposed orders be sent to Department Inbox and counsel may send Word version to Law Clerk.

Department Guideline: Proposed order(s) to be submitted to

DC16Inbox@clarkcountycourts.us. 8/31/22 9:00 AM STATUS CHECK: EXPIRATION OF 8/17/22 ORDER/PAYMENT TO VENDORS AND SALARIES/POSSIBLE APPOINTMENT OF INDEPENDENT OFFICERS;

Matter Continued;

Matter Continued;

Matter Heard;

Journal Entry Details:

APPEARANCES CONTINUED: John Colucci, Representative of Plaintiff Company, present. Rex Garner, Esq. and John Orr, Esq. present for Plaintiff. Pro Hoc Pending Attorney, Adele Hogan, also present for Plaintiff. Theodore Parker, III, Esq. present for Defense. Hearing held in-person and by BlueJeans remote conferencing. Preliminarily, Court reviewed guidance received from Chief Judge Wiese regarding yesterday's BlueJeans disruptions and transmission without consent. COURT DIRECTED, access to BlueJeans will be limited for purposes of this hearing. Continued discussion and argument by counsel from yesterday's hearing regarding the existing Temporary Restraining Order (TRO) and related issues including defining status quo as well as possible expedited discovery with appointment of special master. MATTER TRAILED. MATTER RECALLED. Court was provided a draft order from counsel. Following further colloquy on the TRO related issues, COURT ORDERED, as follows: TRO cannot stand in current form in light of matter status and likelihood of success on the merits; will require ultimate stipulation from the parties within 30-60 days; will require preservation of company and employees to remain as an ongoing entity; paragraph 4 of the draft order will include carve out discussed including a remedy in some form and fashion; will not establish the status quo at this time; the order will be in effect for two (2) weeks and the TRO previously entered in this case will be dissolved within twenty-four (24) hours; Hudson Bay note carve out to be included, as stipulated; the joint order can include 'over the objection' language. Court directed counsel prepare the order as discussed. Mr. Kemp advised he will ensure the order is signed tonight. CONTINUED TO: 8/18/22 1:30 PM PLAINTIFF VINCO VENTURES, INC.'S EMERGENCY MOTION FOR TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION;

Matter Continued;

Matter Continued;

Matter Heard;

Journal Entry Details:

APPEARANCES CONTINUED: John Colucci, Representative of Plaintiff Company, present. Pro Hoc Pending Attorney, Adele Hogan, present for Plaintiff. Theodore Parker, III, Esq. present for Defense. Hearing held in-person and by BlueJeans remote conferencing. Discussion and argument by counsel regarding issues pertaining to existing Temporary

CASE SUMMARY

CASE No. A-22-856404-B

Restraining Order (TRO), rescheduling injunction matter, possible reduction in workforce, payment to employees anticipated this week, and board member participation in meetings. MATTER TRAILED. MATTER RECALLED. COURT ORDERED, TRO is in place and status quo will be maintained; payment will be made and be by court order; no board meetings until Monday in light of anticipated decision. COURT FURTHER ORDERED, matter CONTINUED to 8/17/22 and 8/18/22 at 1:30 p.m. each day to determine continuance of TRO. COURT DIRECTED, courtesy copies to be provided by 11 a.m. tomorrow.; Mr. Kemp to prepare today's hearing order, as discussed. CONTINUED TO: 8/17/22 1:30 PM PLAINTIFF VINCO VENTURES, INC.'S EMERGENCY MOTION FOR TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION CONTINUED TO: 8/18/22 1:30 PM PLAINTIFF VINCO VENTURES, INC.'S EMERGENCY MOTION FOR TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION;

08/23/2022



Motion to Associate Counsel (9:00 AM) (Judicial Officer: Williams, Timothy C.)

Motion to Associate Counsel Nancy Adele Hogan; Ex Parte Application for Order Shortening Time

Vacate;

Journal Entry Details:

No parties present. Department notes 8/22/22 [42] Notice of Withdrawal of Motion to Associate Nancy Adele Hogan. Matter vacated.;

08/24/2022

Motion for Appointment (9:30 AM) (Judicial Officer: Williams, Timothy C.)

08/24/2022, 08/31/2022

Motion To Appoint Special Counsel To Conduct Investigation of Independence Of Independent Board Of Directors On Order Shortening Time

Matter Continued;

Motion Granted;

Matter Continued;

Motion Granted;

08/24/2022

Motion for Discovery (9:30 AM) (Judicial Officer: Williams, Timothy C.)

Motion For Limited Expedited Discovery & Appointment Of Special Master On Order Shortening Time

Motion Granted;

08/24/2022

Motion (9:30 AM) (Judicial Officer: Williams, Timothy C.)

Motion to Authorize Rod Vanderbilt And Lisa King to Execute Documents Allowing Enterprise Bank to Transfer \$700,000 To Vinco For August 19th, 2022 Payroll On Order Shortening Time

Moot;

08/24/2022



All Pending Motions (9:30 AM) (Judicial Officer: Williams, Timothy C.)

Matter Heard;


Journal Entry Details:

APPEARANCES CONTINUED: Rex Garner, Esq. present for Pltf. Jesse Law (phonetic) and Gabe Hunterton (phonetic) also present. Hearing held in-person and by BlueJeans remote conferencing. Colloquy regarding new counsel for Plaintiff, case history, and addressing additional issues by appropriate motion. Court directed today's matters proceed. MOTION TO AUTHORIZE ROD VANDERBILT AND LISA KING TO EXECUTE DOCUMENTS ALLOWING ENTERPRISE BANK TO TRANSFER \$700,000 TO VINCO FOR AUGUST 19TH, 2022 PAYROLL ON ORDER SHORTENING TIME Arguments by counsel. COURT FINDS, matter is moot; therefore, ORDERED, will administratively take matter OFF CALENDAR. MOTION FOR LIMITED EXPEDITED DISCOVERY & APPOINTMENT OF SPECIAL MASTER ON ORDER SHORTENING TIME Arguments by counsel. COURT ORDERED, will GRANT expedited discovery and, from Defense perspective, will commence from when they file answer and counterclaims; there will be carve-out for Defendant respecting their 9/28/22 Motion to Dismiss. Further arguments by counsel. COURT FURTHER ORDERED, will APPOINT Special Master Floyd Hale to facilitate both depositions and written discovery in this case with primary focus on issues of the board; can discuss necessity of continuance later in the case. Prevailing party to prepare the order. MOTION TO APPOINT SPECIAL COUNSEL TO CONDUCT INVESTIGATION OF INDEPENDENCE OF INDEPENDENT BOARD OF DIRECTORS ON ORDER SHORTENING TIME Arguments by counsel. Upon Court's inquiry, Mr. Tasca advised he can file his motion regarding independent tie-breaker by

CASE SUMMARY

CASE NO. A-22-856404-B

Friday. Therefore, COURT ORDERED, instant matter CONTINUED to 8/31/22. Department Guideline: Proposed order(s) to be submitted to DC16Inbox@clarkcountycourts.us. CONTINUED TO: 8/31/22 9:00 AM MOTION TO APPOINT SPECIAL COUNSEL TO CONDUCT INVESTIGATION OF INDEPENDENCE OF INDEPENDENT BOARD OF DIRECTORS ON ORDER SHORTENING TIME;



- 08/31/2022 **Status Check** (1:30 PM) (Judicial Officer: Williams, Timothy C.)
Status Check: Expiration of 8/17/22 Order//Payment to Vendors and Salaries//Possible Appointment of Independent Officers
Matter Heard;
- 08/31/2022 **Motion** (1:30 PM) (Judicial Officer: Williams, Timothy C.)
Motion For Order to Show Cause Why Plaintiff Should Not Be Held in Contempt and/or Admonished for Violating August 17, 2022 Order of This Court on Order Shortening Time Moot;
- 08/31/2022 **Motion** (1:30 PM) (Judicial Officer: Williams, Timothy C.)
Plaintiff's Motion on OST to Modify Order Appointing Ross Miller and Lisa King as Co-CEOs Motion Denied;
- 08/31/2022  **All Pending Motions** (1:30 PM) (Judicial Officer: Williams, Timothy C.)
Matter Heard;
Journal Entry Details:

APPEARANCES CONTINUED: Gabe Hunteon (phonetic) also present. Hearing held in-person and by BlueJeans remote conferencing. STATUS CHECK: EXPIRATION OF 8/17/22 ORDER/PAYMENT TO VENDORS AND SALARIES//POSSIBLE APPOINTMENT OF INDEPENDENT OFFICERS Mr. Clark advised they are not aware of issues with payroll payments. Mr. Kemp advised payroll and vendor issues are minor and parties are resolving same through company CEO's. Mr. Parker requested accounting summary from the last 2 months to ensure all vendors and employees are being paid. Mr. Clark advised they would not object to the accounting. Court stated there will be a follow-up on that issue. Colloquy regarding timing of the special master order and a certain deposition that is pending. Mr. Tasca advised he can return the proposed order to Mr. Kemp tomorrow. Colloquy regarding whether 10/5/22 Motion for Order to Show Cause is moot. Court stated the matter will remain calendared until the next status check. Colloquy regarding whether or not the order in place should be extended and for how long in light of payroll. COURT ORDERED, will extend the order to 9/7/22; payroll to occur only when it is due; order ultimately will expire and be handled by the 3 CEO's. COURT FURTHER ORDERED, Status Check SET 9/7/22 at 1:30 p.m. on issues discussed. Mr. Tasca advised may seek emergency writ on one or more rulings. Mr. Tasca orally moved for stay in all proceedings in this case until determination of whether Supreme Court will address the matter. COURT ORDERED, oral request DENIED WITHOUT PREJUDICE; cannot make determination without briefing on the issue. Court stated same motion may be filed on an order shortening time. MOTION FOR ORDER TO SHOW CAUSE WHY PLAINTIFF SHOULD NOT BE HELD IN CONTEMPT AND/OR ADMONISHED FOR VIOLATING AUGUST 17, 2022 ORDER OF THIS COURT ON ORDER SHORTENING TIME Mr. Parker advised parties reached an accord with regard to unauthorized board meetings. COURT SO NOTED. Mr. Tasca advised a motion regarding unanimity was filed. Mr. Clark advised it was filed on order shortening time and hearing date is pending. Court noted the motion addresses relief under Rule 60 with regard to meetings, whether unanimous, and 48-hour exception. COURT ORDERED, said motion will be given hearing of 9/7/22 at 1:30 p.m.; directed parties to attempt resolution. Court stated to the parties present that it would be permissible to appear telephonically for the hearing. PLAINTIFF'S MOTION ON OST TO MODIFY ORDER APPOINTING ROSS MILLER AND LISA KING AS CO-CEOs Arguments by counsel with regard to the motion. In open court, Mr. Tasca provided certain declarations to the Court and counsel. COURT ORDERED, will keep everything in place including keeping Ms. King; Mr. Tasca may file a request for vetting of Mr. Miller. Prevailing party to prepare the order. MOTION TO APPOINT SPECIAL COUNSEL TO CONDUCT INVESTIGATION OF INDEPENDENCE OF INDEPENDENT BOARD OF DIRECTORS ON ORDER SHORTENING TIME Arguments by counsel with regard to the motion. Court stated ITS FINDINGS and ORDERED, will GRANT the request. Mr. Kemp suggested 3 names with opposing counsel giving 3 names also. Prevailing party to prepare the order. Mr. Parker advised they will prepare the extension order. Department Guideline: Proposed order(s) to be submitted to DC16Inbox@clarkcountycourts.us. 9/7/22 1:30 PM STATUS CHECK: EXPIRATION OF CURRENT ORDER AND PAYROLL/NAMES FOR SPECIAL COUNSEL//WHETHER 10/5/22

CASE SUMMARY

CASE NO. A-22-856404-B

MOTION FOR ORDER TO SHOW CAUSE IS MOOT;

09/07/2022	<p>Motion for Clarification (1:30 PM) (Judicial Officer: Williams, Timothy C.) 09/07/2022, 09/09/2022 <i>Vinco Ventures, Inc.'s Motion For Clarification of the Court's August 17, 2022 Order Pertaining to Meetings of the Board of Directors on Order Shortening Time</i> Matter Continued; Denied Without Prejudice; Matter Continued; Denied Without Prejudice;</p>
09/07/2022	<p>CANCELED Motion (1:30 PM) (Judicial Officer: Williams, Timothy C.) <i>Vacated</i> VINCO VENTURES, INC. S MOTION FOR CLARIFICATION OF THE COURT S AUGUST 17, 2022 ORDER PERTAINING TO MEETINGS OF THE BOARD OF DIRECTORS</p>
09/07/2022	<p>Status Check (1:30 PM) (Judicial Officer: Williams, Timothy C.) 09/07/2022, 09/09/2022 <i>Status Check: Expiration of Current Order//Names for Special Counsel//Whether 10/5/22 Motion for Order to Show Cause is Moot</i> Matter Continued; Matter Heard; Matter Continued; Matter Heard;</p>
09/07/2022	<p> All Pending Motions (1:30 PM) (Judicial Officer: Williams, Timothy C.) Matter Heard; Journal Entry Details: STATUS CHECK: EXPIRATION OF CURRENT ORDER//NAMES FOR SPECIAL COUNSEL//WHETHER 10/5/22 MOTION FOR ORDER TO SHOW CAUSE IS MOOT...VINCO VENTURES, INC.'S MOTION FOR CLARIFICATION OF THE COURT'S AUGUST 17, 2022 ORDER PERTAINING TO MEETINGS OF THE BOARD OF DIRECTORS ON ORDER SHORTENING TIME Hearing held in-person and by BlueJeans remote conferencing. Mr. Tasca advised progress toward resolution; requested continuance of all matters. Mr. Kemp advised no opposition to a brief continuance. Mr. Parker advised certain conflict. MATTER TRAILED. MATTER RECALLED. Further colloquy regarding continuance. There being agreement, COURT ORDERED, today's matters CONTINUED to 9/9/22 at 1:30 p.m. in Courtroom 16D. Mr. Kemp advised issue with receiving current checks. Mr. Tasca advised was awaiting protective order, anticipates a resolution and will produce tomorrow. COURT FURTHER ORDERED, Status Check SET regarding the checks for the same time as today's continued matters. CONTINUED TO: 9/9/22 1:30 PM STATUS CHECK: EXPIRATION OF CURRENT ORDER//NAMES FOR SPECIAL COUNSEL//WHETHER 10/5/22 MOTION FOR ORDER TO SHOW CAUSE IS MOOT...VINCO VENTURES, INC.'S MOTION FOR CLARIFICATION OF THE COURT'S AUGUST 17, 2022 ORDER PERTAINING TO MEETINGS OF THE BOARD OF DIRECTORS ON ORDER SHORTENING TIME 9/9/22 1:30 PM STATUS CHECK: PRODUCTION OF CURRENT CHECKS;</p>
09/09/2022	<p>Status Check (1:30 PM) (Judicial Officer: Williams, Timothy C.) <i>Status Check: Production of Current Checks</i> Matter Heard;</p>
09/09/2022	<p> All Pending Motions (1:30 PM) (Judicial Officer: Williams, Timothy C.) Matter Heard; Journal Entry Details: STATUS CHECK: PRODUCTION OF CURRENT CHECKS...STATUS CHECK: EXPIRATION OF CURRENT ORDER//NAMES FOR SPECIAL COUNSEL//WHETHER 10/5/22 MOTION FOR ORDER TO SHOW CAUSE IS MOOT Mr. Kemp advised the financial information matter was negotiated and a protective order was entered by Special Master Hale. Mr. Kemp further advised the information provided raises concern and questions, he is attempting to get clarification, and two certain motions are anticipated to be brought before the court. Upon Court's inquiry, Mr. Kemp advised transfers on 7/21/22 of \$975,000.00; on 8/15/22 of \$500,000.00; and another on 8/15/22 of \$4,000,000.00 to account listed as E.N.,</p>

EIGHTH JUDICIAL DISTRICT COURT

CASE SUMMARY

CASE NO. A-22-856404-B

	<p>LLC. Mr. Parker advised he filed a motion for contempt on order shortening time and argued with regard to certain improper payment. Mr. Tasca argued that motion was provided immediately before court today and is not ripe for argument. Colloquy regarding setting next hearing including the motion for contempt. COURT ORDERED, Hearing and Motion SET 9/13/22 at 1:30 p.m.; opposition to the Motion for Contempt DUE by Close of Business on 9/12/22. Colloquy regarding whether or not names for special counsel are to be addressed today. Court noted agreement to discuss names at the next hearing. Upon Court's inquiry, Mr. Tasca advised he intends to proceed with the 10/5/22 Motion. COURT FURTHER ORDERED, the 10/5/22 Motion will stay on calendar. Discussion and argument by counsel regarding expiration of current order. Court directed order issue be addressed again at the next status hearing. VINCO VENTURES, INC.'S MOTION FOR CLARIFICATION OF THE COURT'S AUGUST 17, 2022 ORDER PERTAINING TO MEETINGS OF THE BOARD OF DIRECTORS ON ORDER SHORTENING TIME Arguments by counsel. COURT ORDERED, Motion DENIED WITHOUT PREJUDICE; namely, if decision is violation of statutory law without exception it may be brought again. 9/13/22 3:00 PM STATUS CHECK: EXPIRATION OF 8/17/22 ORDER/NAMES FOR SPECIAL COUNSEL/PRODUCTION OF CURRENT CHECKS;</p>
09/13/2022	<p>Status Check (3:00 PM) (Judicial Officer: Williams, Timothy C.) <i>Status Check: Expiration of 8/17/22 Order//Names for Special Counsel//Production of Current Checks</i></p>
09/13/2022	<p>Motion for Order to Show Cause (3:00 PM) (Judicial Officer: Williams, Timothy C.) <i>Defendants' Motion for Order to Show Cause Why Plaintiff Should Not be Held in Contempt for Violating August 17, 2022 Order of this Court on Order Shortening Time</i></p>
09/28/2022	<p>Motion to Dismiss (9:30 AM) (Judicial Officer: Williams, Timothy C.) Events: 08/15/2022 Motion to Dismiss <i>Defendant Erik Noble's Motion to Dismiss Defendant Erik Noble for Lack of Personal Jurisdiction</i></p>
10/05/2022	<p>Motion for Order to Show Cause (9:05 AM) (Judicial Officer: Williams, Timothy C.) Events: 08/15/2022 Motion for Order to Show Cause <i>Plaintiff Vinco Ventures, Inc.'s Emergency Motion for Order to Show Cause Why Defendants Should Not Be Held in Contempt</i></p>

DATE

FINANCIAL INFORMATION

Defendant Farnsworth, Theodore	
Total Charges	601.27
Total Payments and Credits	329.00
Balance Due as of 9/14/2022	272.27
Counter Claimant King, Lisa	
Total Charges	135.00
Total Payments and Credits	135.00
Balance Due as of 9/14/2022	0.00
Defendant Noble, Erik	
Total Charges	1,483.00
Total Payments and Credits	0.00
Balance Due as of 9/14/2022	1,483.00
Counter Claimant Vanderbilt, Roderick	
Total Charges	1,573.00
Total Payments and Credits	1,573.00
Balance Due as of 9/14/2022	0.00
Other Lucosky Brookman LLP	
Total Charges	3.50
Total Payments and Credits	3.50
Balance Due as of 9/14/2022	0.00
Other Public Copy Request	
Total Charges	52.00

CASE SUMMARY

CASE NO. A-22-856404-B

Total Payments and Credits	0.00
Balance Due as of 9/14/2022	52.00
Counter Defendant Vinco Ventures, Inc.	
Total Charges	2,004.00
Total Payments and Credits	2,004.00
Balance Due as of 9/14/2022	0.00
Defendant Farnsworth, Theodore	
Injunction Balance as of 9/14/2022	5,000.00
Counter Defendant Vinco Ventures, Inc.	
Temporary Restraining Order Balance as of 9/14/2022	500.00

BUSINESS COURT CIVIL COVER SHEET

County, Nevada
Case No. _____
(Assigned by Clerk's Office)

CASE NO: A-22-856404-B
Department 31

I. Party Information (provide both home and mailing addresses if different)

Plaintiff(s) (name/address/phone): <div style="text-align: center;">VINCO VENTURES, INC.</div>	Defendant(s) (name/address/phone): <div style="text-align: center;">THEODORE FARNSWORTH, LISA KING, RODERICK VANDERBILT, and ERIK NOBLE</div>
Attorney (name/address/phone): <div style="text-align: center;">Mark J. Connot (10010) Fox Rothschild LLP 1980 Festival Plaza Drive, Ste. 700 Las Vegas, NV 89135 (Tel: 702-262-6899)</div>	Attorney (name/address/phone):

II. Nature of Controversy (Please check the applicable boxes for both the civil case type and business court case type)

☐ Arbitration Requested

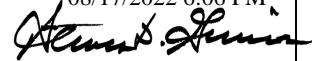
Civil Case Filing Types		Business Court Filing Types		
<div style="text-align: center;">Real Property</div> Landlord/Tenant <input type="checkbox"/> Unlawful Detainer <input type="checkbox"/> Other Landlord/Tenant Title to Property <input type="checkbox"/> Judicial Foreclosure <input type="checkbox"/> Other Title to Property Other Real Property <input type="checkbox"/> Condemnation/Eminent Domain <input type="checkbox"/> Other Real Property	<div style="text-align: center;">Torts</div> Negligence <input type="checkbox"/> Auto <input type="checkbox"/> Premises Liability <input type="checkbox"/> Other Negligence Malpractice <input type="checkbox"/> Medical/Dental <input type="checkbox"/> Legal <input type="checkbox"/> Accounting <input type="checkbox"/> Other Malpractice Other Torts <input type="checkbox"/> Product Liability <input type="checkbox"/> Intentional Misconduct <input type="checkbox"/> Employment Tort <input type="checkbox"/> Insurance Tort <input checked="" type="checkbox"/> Other Tort	<div style="text-align: center;">CLARK COUNTY BUSINESS COURT</div> <input type="checkbox"/> NRS Chapters 78-89 <input type="checkbox"/> Commodities (NRS 91) <input type="checkbox"/> Securities (NRS 90) <input type="checkbox"/> Mergers (NRS 92A) <input type="checkbox"/> Uniform Commercial Code (NRS 104) <input type="checkbox"/> Purchase/Sale of Stock, Assets, or Real Estate <input type="checkbox"/> Trademark or Trade Name (NRS 600) <input type="checkbox"/> Enhanced Case Management <input checked="" type="checkbox"/> Other Business Court Matters		
<div style="text-align: center;">Construction Defect & Contract</div> Construction Defect <input type="checkbox"/> Chapter 40 <input type="checkbox"/> Other Construction Defect Contract Case <input type="checkbox"/> Uniform Commercial Code <input type="checkbox"/> Building and Construction <input type="checkbox"/> Insurance Carrier <input type="checkbox"/> Commercial Instrument <input type="checkbox"/> Collection of Accounts <input type="checkbox"/> Employment Contract <input type="checkbox"/> Other Contract	<div style="text-align: center;">Civil Writs</div> <input type="checkbox"/> Writ of Habeas Corpus <input type="checkbox"/> Writ of Mandamus <input type="checkbox"/> Writ of Quo Warrant <input type="checkbox"/> Writ of Prohibition <input type="checkbox"/> Other Civil Writ	<div style="text-align: center;">WASHOE COUNTY BUSINESS COURT</div> <input type="checkbox"/> NRS Chapters 78-88 <input type="checkbox"/> Commodities (NRS 91) <input type="checkbox"/> Securities (NRS 90) <input type="checkbox"/> Investments (NRS 104 Art.8) <input type="checkbox"/> Deceptive Trade Practices (NRS 598) <input type="checkbox"/> Trademark/Trade Name (NRS 600) <input type="checkbox"/> Trade Secrets (NRS 600A) <input type="checkbox"/> Enhanced Case Management <input type="checkbox"/> Other Business Court Matters		
<div style="text-align: center;">Judicial Review/Appeal/Other Civil Filing</div> <table style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> Judicial Review <input type="checkbox"/> Foreclosure Mediation Case Appeal Other <input type="checkbox"/> Appeal from Lower Court </td> <td style="width: 50%; vertical-align: top;"> Other Civil Filing <input type="checkbox"/> Foreign Judgment <input type="checkbox"/> Other Civil Matters </td> </tr> </table>		Judicial Review <input type="checkbox"/> Foreclosure Mediation Case Appeal Other <input type="checkbox"/> Appeal from Lower Court	Other Civil Filing <input type="checkbox"/> Foreign Judgment <input type="checkbox"/> Other Civil Matters	
Judicial Review <input type="checkbox"/> Foreclosure Mediation Case Appeal Other <input type="checkbox"/> Appeal from Lower Court	Other Civil Filing <input type="checkbox"/> Foreign Judgment <input type="checkbox"/> Other Civil Matters			

8/3/22

Date

/s/ Mark J. Connot

Signature of initiating party or representative



CLERK OF THE COURT

Will Kemp, Esq. (#1205)
Nathanael R. Rulis, Esq. (#11259)
n.rulis@kempjones.com
Madison P. Zornes-Vela, Esq. (#13626)
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Facsimile: (702) 868-8001
Email: tparker@pnalaw.net

Attorneys for Defendants

DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

CASE NO.: A-22-856404-B
DEPT. NO.: 16

ORDER: (1) DIRECTING VINCO VENTURES, INC. TO PAY ALL PAYROLL AMOUNTS DUE AND OWING ON AUGUST 19, 2022; (2) PRECLUDING VINCO VENTURES FROM TERMINATING EMPLOYEES; (3) SETTING LIMITATIONS ON EXPENDITURES; AND (4) SETTING LIMITATIONS AND CONDITIONS REGARDING VINCO VENTURES BOARD MEETINGS

On August 16 and 17, 2022, Plaintiff Vinco Ventures, Inc.'s ("Vinco Ventures") Motion for Temporary Restraining Order and Preliminary Injunction ("Motion") came on for hearing,

with Plaintiff represented by Mark J. Connot of Fox Rothschild LLP, Defendant Theodore Farnsworth represented by Kemp Jones, LLP, and Defendants Lisa King and Roderick Vanderbilt represented by Theodore Parker, III of Parker Nelson & Associates.

Based on the representations by the parties on the record, IT IS HEREBY ORDERED:

1. Plaintiff shall make all payroll payments scheduled for August 19, 2022 for all payroll amounts for which Plaintiff is responsible, specifically including but not limited to payroll for employees in the amount of approximately \$700,000 of the following:

a. Vinco Shared Services (“VSF”) (with approximately 48 persons characterized as Vinco employees (and includes Honey Badger Media LLC employees) and 14 persons characterized as Magnifi U employees) in the amount of approximately \$425,000 (historically every two weeks) and the 27 persons characterized as AdRizer employees in the amount of approximately \$85,000 (historically every two weeks, but they are provided funds monthly, and Mind Tank LLC is a subsidiary of AdRizer and shares that payment);

2. Plaintiff shall not make expenditures in excess of \$250,000.00 per transaction, absent unanimous Board approval or order of the Court.

3. Plaintiff stipulates and agrees it will not terminate any employees of the following entities on or before Monday, August 22, 2022:

- a. Plaintiff Vinco Ventures, Inc.
- b. Mind Tank LLC
- c. AdRizer, LLC
- d. Honey Badger Media LLC
- e. Magnifi U, Inc.

4. Plaintiff shall pay ZVV \$710,000.00 for payroll on or before August 18, 2022 and it will be treated as an advance on the loan.

5. Plaintiff shall not hold any Board of Director meetings without 48 hours’ notice and an agenda must accompany the notice, absent unanimous agreement of the parties, which agreement will not be unreasonably withheld in the event of emergency, or order of the Court.

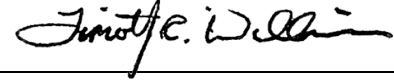
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kjc@kempjones.com

1 The parties stipulate and agree religious holidays will be accommodated. This shall not apply to
2 Board meetings regarding the Hudson Bay Note and/or any Notice of Default of the Hudson Bay
3 Note.

4 6. This order will be in effect for 14 days and, over Plaintiff's objection, the
5 Temporary Restraining Order previously entered by this Court will be dissolved within 24 hours
6 and provided no action is taken by any of the Parties until further notice and order by this Court
7 regarding preservation of the status quo moving forward.

8 IT IS SO ORDERED.

Dated this 17th day of August, 2022



FFA 1DD 35DB 3D47
Timothy C. Williams
District Court Judge

JM

1 **CSERV**

2
3 DISTRICT COURT
CLARK COUNTY, NEVADA

4
5
6 Vinco Ventures, Inc., Plaintiff(s) | CASE NO: A-22-856404-B
7 vs. | DEPT. NO. Department 16
8 Theodore Farnsworth,
9 Defendant(s)

10
11 **AUTOMATED CERTIFICATE OF SERVICE**

12 This automated certificate of service was generated by the Eighth Judicial District
13 Court. The foregoing Order was served via the court's electronic eFile system to all
recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 8/17/2022

15 Eloisa Nunez	enunez@pnalaw.net
16 Patricia Stoppard	p.stoppard@kempjones.com
17 Nathanael Rulis	n.rulis@kempjones.com
18 Theodore Parker III	tparker@pnalaw.net
19 Mahogany Turfley	mturfley@pnalaw.net
20 Alison Lott	a.lott@kempjones.com
21 Pamela Montgomery	p.montgomery@kempjones.com
22 Mark Connot	mconnot@foxrothschild.com
23 Nicole McLeod	n.mcleod@kempjones.com
24 Doreen Loffredo	dloffredo@foxrothschild.com
25 Staci Ibarra	sibarra@pnalaw.net

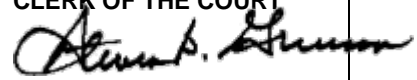
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Madison Zornes-Vela

m.zornes-vela@kempjones.com

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Electronically Filed
8/18/2022 9:53 AM
Steven D. Grierson
CLERK OF THE COURT



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Nathanael R. Rulis, Esq. (#11259)
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Madison P. Zornes-Vela, Esq. (#13626)
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Email: tparker@pnalaw.net

Attorneys for Defendants

DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

CASE NO.: A-22-856404-B
DEPT. NO.: 16

NOTICE OF ENTRY OF ORDER: (1) DIRECTING VINCO VENTURES, INC. TO PAY ALL PAYROLL AMOUNTS DUE AND OWING ON AUGUST 19, 2022; (2) PRECLUDING VINCO VENTURES FROM TERMINATING EMPLOYEES; (3) SETTING LIMITATIONS ON EXPENDITURES; AND (4) SETTING LIMITATIONS AND CONDITIONS REGARDING VINCO VENTURES BOARD MEETINGS

///

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3800 Howard Hughes Parkway
Seventeenth Floor
Las Vegas, Nevada 89169
(702) 385-6000 • Fax (702) 385-6001
kjc@kemplones.com

1 TO: All parties herein; and

2 TO: Their respective counsel;

3 YOU, AND EACH OF YOU, WILL PLEASE TAKE NOTICE that an Order: (1)
4 Directing Vinco Ventures, Inc. to Pay All Payroll Amounts Due and Owing on August 19, 2022;
5 (2) Precluding Vinco Ventures from Terminating Employees; (3) Setting Limitations on
6 Expenditures; and (4) Setting Limitations and Conditions Regarding Vinco Ventures Board
7 Meetings was entered in the above-entitled matter on August 17th, 2022. A copy of said Order is
8 attached hereto.

9 Dated this 18th day of August, 2022.

11 KEMP JONES, LLP

12 /s/ Nathanael Rulis

13 Will Kemp, Esq. (#1205)

14 Nathanael R. Rulis, Esq. (#11259)

15 Madison P. Zornes-Vela, Esq. (#13626)

16 3800 Howard Hughes Parkway, 17th Floor

17 Las Vegas, Nevada 89169

18 *Attorneys for Defendants*

19 *Theodore Farnsworth & Erik Noble*

PARKER, NELSON & ASSOCIATES, CHTD.

12 /s/ Theodore Parker, III

13 THEODORE PARKER, III, ESQ.

14 Nevada Bar No. 4716

15 2460 Professional Court, Suite 200

16 Las Vegas, Nevada 89128

17 *Attorneys for Defendants*

18 *Lisa King & Roderick Vanderbilt*

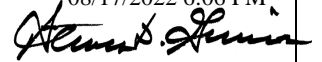
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CERTIFICATE OF SERVICE

I hereby certify that on the 18th day of August, 2022, the foregoing **NOTICE OF ENTRY OF ORDER: (1) DIRECTING VINCO VENTURES, INC. TO PAY ALL PAYROLL AMOUNTS DUE AND OWING ON AUGUST 19, 2022; (2) PRECLUDING VINCO VENTURES FROM TERMINATING EMPLOYEES; (3) SETTING LIMITATIONS ON EXPENDITURES; AND (4) SETTING LIMITATIONS AND CONDITIONS REGARDING VINCO VENTURES BOARD MEETINGS** was served on all parties by electronic submission via the court's e-filing system.

/s/ Ali Lott

An employee of Kemp Jones, LLP


CLERK OF THE COURT

Will Kemp, Esq. (#1205)
Nathanael R. Rulis, Esq. (#11259)
n.rulis@kempjones.com
Madison P. Zornes-Vela, Esq. (#13626)
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Email: tparker@pnalaw.net

Attorneys for Defendants

DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

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On August 16 and 17, 2022, Plaintiff Vinco Ventures, Inc.'s ("Vinco Ventures") Motion for Temporary Restraining Order and Preliminary Injunction ("Motion") came on for hearing,

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Las Vegas, Nevada 89169
(702) 385-6000 • Fax (702) 385-6001
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with Plaintiff represented by Mark J. Connot of Fox Rothschild LLP, Defendant Theodore Farnsworth represented by Kemp Jones, LLP, and Defendants Lisa King and Roderick Vanderbilt represented by Theodore Parker, III of Parker Nelson & Associates.

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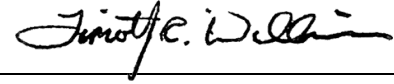
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1 The parties stipulate and agree religious holidays will be accommodated. This shall not apply to
2 Board meetings regarding the Hudson Bay Note and/or any Notice of Default of the Hudson Bay
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4 6. This order will be in effect for 14 days and, over Plaintiff's objection, the
5 Temporary Restraining Order previously entered by this Court will be dissolved within 24 hours
6 and provided no action is taken by any of the Parties until further notice and order by this Court
7 regarding preservation of the status quo moving forward.

8 IT IS SO ORDERED.

Dated this 17th day of August, 2022



FFA 1DD 35DB 3D47
Timothy C. Williams
District Court Judge

JM

1 **CSERV**

2
3 DISTRICT COURT
CLARK COUNTY, NEVADA

4
5
6 Vinco Ventures, Inc., Plaintiff(s) | CASE NO: A-22-856404-B
7 vs. | DEPT. NO. Department 16
8 Theodore Farnsworth,
9 Defendant(s)

10
11 **AUTOMATED CERTIFICATE OF SERVICE**

12 This automated certificate of service was generated by the Eighth Judicial District
13 Court. The foregoing Order was served via the court's electronic eFile system to all
recipients registered for e-Service on the above entitled case as listed below:

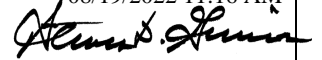
14 Service Date: 8/17/2022

15 Eloisa Nunez	enunez@pnalaw.net
16 Patricia Stoppard	p.stoppard@kempjones.com
17 Nathanael Rulis	n.rulis@kempjones.com
18 Theodore Parker III	tparker@pnalaw.net
19 Mahogany Turfley	mturfley@pnalaw.net
20 Alison Lott	a.lott@kempjones.com
21 Pamela Montgomery	p.montgomery@kempjones.com
22 Mark Connot	mconnot@foxrothschild.com
23 Nicole McLeod	n.mcleod@kempjones.com
24 Doreen Loffredo	dloffredo@foxrothschild.com
25 Staci Ibarra	sibarra@pnalaw.net

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Madison Zornes-Vela

m.zornes-vela@kempjones.com


CLERK OF THE COURT

Will Kemp, Esq. (#1205)
Nathanael R. Rulis, Esq. (#11259)
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Madison P. Zornes-Vela, Esq. (#13626)
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Las Vegas, Nevada 89169
T: (702) 385-6000
F: (702) 385-6001
Attorneys for Defendants
Theodore Farnsworth & Erik Noble

DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

CASE NO.: A-22-856404-B
DEPT. NO.: 16

**FURTHER ORDER OF THE COURT
REGARDING TEMPORARY
RESTRAINING ORDER AND
PRESERVATION OF STATUS QUO FOR
VINCO VENTURES, INC.**

On August 16, 17 and 18, 2022, the Court held hearings on Plaintiff Vinco Ventures, Inc.'s ("Vinco Ventures") Motion for Temporary Restraining Order and Preliminary Injunction ("Motion") and Defendants' Motion for *Ex Parte* Temporary Restraining Order and Preliminary Injunction on Order Shortening Time, with Plaintiff represented by Mark J. Connot, Esq. and Rex D. Garner, Esq. of Fox Rothschild LLP, Defendants Theodore Farnsworth and Erik Noble represented by Will Kemp, Esq. and Nathanael R. Rulis, Esq. of Kemp Jones, LLP, and Defendants Lisa King and Roderick Vanderbilt represented by Theodore Parker, III, Esq. of Parker Nelson & Associates.

The Court having reviewed the pleadings, heard the arguments of counsel made at the hearing, and with both parties agreeing that the status quo for Vinco Ventures should be preserved but disagreeing as to the manner in which that occurs, the Court hereby ORDERS as follows:

FACTUAL RECITALS

On or about August 17, 2022, Plaintiff disclosed that an emergency had just arisen as a result of a lender to Vinco Ventures—Hudson Bay—declaring the loan to be in default status. Plaintiff stated that if this emergency was not resolved, Vinco Ventures would be in serious financial jeopardy. Plaintiff and Defendants worked together and, on August 18, 2022 were able to resolve the Hudson Bay default.

Following the successful resolution of the Hudson Bay potential default, on August 18, 2022, Plaintiff indicated that John Colucci could not be present at Court because of “a grave family emergency for which he needs to direct his attention immediately.”

The Parties disagree regarding the propriety of certain Board Meetings wherein persons were either selected or removed as Chief Executive Officer (“CEO”). Plaintiff contends that John Colucci has been selected as CEO and Defendants contend that Lisa King, Ted Farnsworth or both are the duly-elected CEOs.

LEGAL AUTHORITY

Injunctive relief to preserve the status quo is normally available when the Court finds that the parties’ conduct, if allowed to continue, will result in irreparable harm. *See, e.g., No. 1 Rent-a-Car v. Ramada Inns, Inc.*, 94 Nev. 779, 780–81, 587 P.2d 1329, 1330 (1978); *see also Dangberg Holdings Nev., L.L.C. v. Douglas County*, 115 Nev. 129, 142, 978 P.2d 311, 319 (1999); *Clark Cty. Sch. Dist. v. Buchanan*, 112 Nev. 1146, 1150, 924 P.2d 716, 719 (1996). Under Nevada law, destruction of a company’s financial stability is considered irreparable harm for purposes of ordering injunctive relief. *See State, Dep’t of Bus. & Indus., Fin. Institutions Div. v. Nevada Ass’n Servs., Inc.*, 128 Nev. Adv. Op. 34, 294 P.3d 1223, 1228 (2012).

Courts have inherent power to provide themselves with appropriate instruments required for the performance of their judicial duties. *Ex Parte Peterson*, 253 U.S. 300, 312, 40 S.Ct. 543, 64 L.Ed. 919 (1920). This power includes authority to appoint persons unconnected with the court to aid judges in the performance of specific judicial duties (e.g., a receiver), as they may arise in the progress of a cause. *Id.*; *see also Chen v. Stewart*, 2004 UT 82, ¶¶ 50-51, 100 P.3d 1177, 1190, *abrogated on other grounds by State v. Nielsen*, 2014 UT 10, ¶¶ 50-51, 326 P.3d 645

(equitable power to appoint receiver); *VTB Bank v. Navitron Projects Corp.*, No. CIV.A. 8514-VCN, 2014 WL 1691250, at *5 (Del. Ch. Apr. 28, 2014) (“This Court has the inherent equitable power to appoint a receiver [or custodian] for a Delaware limited liability company even where this remedy is not expressly available by statute or under the operative company agreement.”); *Afremov v. Amplatz*, No. A04-952, 2005 WL 89475, at *2 (Minn. Ct. App. Jan. 18, 2005) (Court appointing interim CEO).

ORDER

Having authority under the above-referenced authorities, NRS 78.010 et seq.; NRS 32.010 et seq.; NRS 33.010 et seq.; NRCP 65 and general equitable principles, THE COURT HEREBY ORDERS AS FOLLOWS:

1. The Court recognizes both John Colucci and Lisa King as co-CEOs of Vinco Ventures pending further order of the Court;

2. Given the potential for disagreement between co-CEOs John Colucci and Lisa King and the emergencies that have already occurred (e.g., the Hudson Bay potential default), the Court believes it is in the best interest of Vinco Ventures to have an interim, neutral, and independent third co-CEO. The Court hereby appoints an interim, neutral, and independent party—former Secretary of State of Nevada, Ross Miller, Esq.—to serve as a third co-CEO of Vinco Ventures pending further order of the Court;

3. The three co-CEOs for Vinco Ventures are to equally share responsibilities and decision-making authority;

4. The Court admonishes all co-CEOs to make a good faith effort to work together in the best interests of Vinco Ventures;

5. The Board and Plaintiff’s executives shall take all reasonable steps necessary to ensure Vinco Venture’s ongoing business operations.

6. This Order shall remain in place for thirty (30) days or until this Court issues an order on Plaintiff’s Motion for Preliminary Injunction and Defendants’ Motion for Preliminary Injunction.

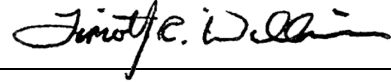
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7. Defendants are to post a bond in the amount of Five Thousand Dollars (\$5,000.00).

IT IS SO ORDERED.

Dated this 19th day of August, 2022



JM

90A DCE 2761 6AAC
Timothy C. Williams
District Court Judge

Respectfully submitted by:

KEMP JONES, LLP

/s/ Nathanael Rulis

Will Kemp, Esq. (#1205)

Nathanael R. Rulis, Esq. (#11259)

Madison P. Zornes-Vela, Esq. (#13626)

3800 Howard Hughes Parkway, 17th Floor

Las Vegas, Nevada 89169

Attorneys for Defendants

Theodore Farnsworth & Erik Noble

1 **CSERV**

2
3 DISTRICT COURT
CLARK COUNTY, NEVADA

4
5
6 Vinco Ventures, Inc., Plaintiff(s) | CASE NO: A-22-856404-B
7 vs. | DEPT. NO. Department 16
8 Theodore Farnsworth,
9 Defendant(s)

10
11 **AUTOMATED CERTIFICATE OF SERVICE**

12 This automated certificate of service was generated by the Eighth Judicial District
13 Court. The foregoing Order was served via the court's electronic eFile system to all
recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 8/19/2022

15 Eloisa Nunez	enunez@pnalaw.net
16 Patricia Stoppard	p.stoppard@kempjones.com
17 Nathanael Rulis	n.rulis@kempjones.com
18 Theodore Parker III	tparker@pnalaw.net
19 Mahogany Turfley	mturfley@pnalaw.net
20 Pamela Montgomery	p.montgomery@kempjones.com
21 Alison Lott	a.lott@kempjones.com
22 Mark Connot	mconnot@foxrothschild.com
23 Nicole McLeod	n.mcleod@kempjones.com
24 Doreen Loffredo	dloffredo@foxrothschild.com
25 Staci Ibarra	sibarra@pnalaw.net

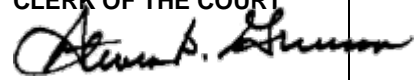
1 Madison Zornes-Vela

m.zornes-vela@kempjones.com

2
3 If indicated below, a copy of the above mentioned filings were also served by mail
4 via United States Postal Service, postage prepaid, to the parties listed below at their last
5 known addresses on 8/22/2022

6 William Kemp

3800 Howard Hughes Pkwy.
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Las Vegas, NV, 89109



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DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

CASE NO.: A-22-856404-B

DEPT. NO.: 16

**NOTICE OF ENTRY OF FURTHER
ORDER OF THE COURT REGARDING
TEMPORARY RESTRAINING ORDER
AND PRESERVATION OF STATUS QUO
FOR VINCO VENTURES, INC.**

TO: All parties herein; and

TO: Their respective counsel;

YOU, AND EACH OF YOU, WILL PLEASE TAKE NOTICE that a Further Order of
the Court Regarding Temporary Restraining Order and Preservation of Status Quo for Vinco

///

///

///

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3800 Howard Hughes Parkway
Seventeenth Floor
Las Vegas, Nevada 89169
(702) 385-6000 • Fax (702) 385-6001
kjc@kemplaw.com

Ventures, Inc. was entered in the above-entitled matter on August 19th, 2022. A copy of said Order is attached hereto.

Dated this 19th day of August, 2022.

KEMP JONES, LLP

/s/ Nathanael Rulis

Will Kemp, Esq. (#1205)

Nathanael R. Rulis, Esq. (#11259)

Madison P. Zornes-Vela, Esq. (#13626)

3800 Howard Hughes Parkway, 17th Floor

Las Vegas, Nevada 89169

Attorneys for Defendants

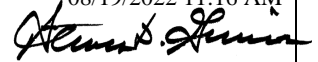
Theodore Farnsworth & Erik Noble

CERTIFICATE OF SERVICE

I hereby certify that on the 19th day of August, 2022, the foregoing **NOTICE OF ENTRY OF FURTHER ORDER OF THE COURT REGARDING TEMPORARY RESTRAINING ORDER AND PRESERVATION OF STATUS QUO FOR VINCO VENTURES, INC.** was served on all parties by electronic submission via the court's e-filing system.

/s/ Ali Lott

An employee of Kemp Jones, LLP


CLERK OF THE COURT

Will Kemp, Esq. (#1205)
Nathanael R. Rulis, Esq. (#11259)
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Madison P. Zornes-Vela, Esq. (#13626)
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Attorneys for Defendants
Theodore Farnsworth & Erik Noble

DISTRICT COURT

CLARK COUNTY, NEVADA

VINCO VENTURES, INC.,

Plaintiff,

vs.

THEODORE FARNSWORTH, LISA
KING, RODERICK VANDERBILT, and
ERIK NOBLE,

Defendants.

CASE NO.: A-22-856404-B
DEPT. NO.: 16

**FURTHER ORDER OF THE COURT
REGARDING TEMPORARY
RESTRAINING ORDER AND
PRESERVATION OF STATUS QUO FOR
VINCO VENTURES, INC.**

On August 16, 17 and 18, 2022, the Court held hearings on Plaintiff Vinco Ventures, Inc.'s ("Vinco Ventures") Motion for Temporary Restraining Order and Preliminary Injunction ("Motion") and Defendants' Motion for *Ex Parte* Temporary Restraining Order and Preliminary Injunction on Order Shortening Time, with Plaintiff represented by Mark J. Connot, Esq. and Rex D. Garner, Esq. of Fox Rothschild LLP, Defendants Theodore Farnsworth and Erik Noble represented by Will Kemp, Esq. and Nathanael R. Rulis, Esq. of Kemp Jones, LLP, and Defendants Lisa King and Roderick Vanderbilt represented by Theodore Parker, III, Esq. of Parker Nelson & Associates.

The Court having reviewed the pleadings, heard the arguments of counsel made at the hearing, and with both parties agreeing that the status quo for Vinco Ventures should be preserved but disagreeing as to the manner in which that occurs, the Court hereby ORDERS as follows:

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3800 Howard Hughes Parkway
Seventeenth Floor
Las Vegas, Nevada 89169
(702) 385-6000 • Fax (702) 385-6001
kjc@kempjones.com

FACTUAL RECITALS

On or about August 17, 2022, Plaintiff disclosed that an emergency had just arisen as a result of a lender to Vinco Ventures—Hudson Bay—declaring the loan to be in default status. Plaintiff stated that if this emergency was not resolved, Vinco Ventures would be in serious financial jeopardy. Plaintiff and Defendants worked together and, on August 18, 2022 were able to resolve the Hudson Bay default.

Following the successful resolution of the Hudson Bay potential default, on August 18, 2022, Plaintiff indicated that John Colucci could not be present at Court because of “a grave family emergency for which he needs to direct his attention immediately.”

The Parties disagree regarding the propriety of certain Board Meetings wherein persons were either selected or removed as Chief Executive Officer (“CEO”). Plaintiff contends that John Colucci has been selected as CEO and Defendants contend that Lisa King, Ted Farnsworth or both are the duly-elected CEOs.

LEGAL AUTHORITY

Injunctive relief to preserve the status quo is normally available when the Court finds that the parties’ conduct, if allowed to continue, will result in irreparable harm. *See, e.g., No. 1 Rent-a-Car v. Ramada Inns, Inc.*, 94 Nev. 779, 780–81, 587 P.2d 1329, 1330 (1978); *see also Dangberg Holdings Nev., L.L.C. v. Douglas County*, 115 Nev. 129, 142, 978 P.2d 311, 319 (1999); *Clark Cty. Sch. Dist. v. Buchanan*, 112 Nev. 1146, 1150, 924 P.2d 716, 719 (1996). Under Nevada law, destruction of a company’s financial stability is considered irreparable harm for purposes of ordering injunctive relief. *See State, Dep’t of Bus. & Indus., Fin. Institutions Div. v. Nevada Ass’n Servs., Inc.*, 128 Nev. Adv. Op. 34, 294 P.3d 1223, 1228 (2012).

Courts have inherent power to provide themselves with appropriate instruments required for the performance of their judicial duties. *Ex Parte Peterson*, 253 U.S. 300, 312, 40 S.Ct. 543, 64 L.Ed. 919 (1920). This power includes authority to appoint persons unconnected with the court to aid judges in the performance of specific judicial duties (e.g., a receiver), as they may arise in the progress of a cause. *Id.*; *see also Chen v. Stewart*, 2004 UT 82, ¶¶ 50-51, 100 P.3d 1177, 1190, *abrogated on other grounds by State v. Nielsen*, 2014 UT 10, ¶¶ 50-51, 326 P.3d 645

(equitable power to appoint receiver); *VTB Bank v. Navitron Projects Corp.*, No. CIV.A. 8514-VCN, 2014 WL 1691250, at *5 (Del. Ch. Apr. 28, 2014) (“This Court has the inherent equitable power to appoint a receiver [or custodian] for a Delaware limited liability company even where this remedy is not expressly available by statute or under the operative company agreement.”); *Afremov v. Amplatz*, No. A04-952, 2005 WL 89475, at *2 (Minn. Ct. App. Jan. 18, 2005) (Court appointing interim CEO).

ORDER

Having authority under the above-referenced authorities, NRS 78.010 et seq.; NRS 32.010 et seq.; NRS 33.010 et seq.; NRCP 65 and general equitable principles, THE COURT HEREBY ORDERS AS FOLLOWS:

1. The Court recognizes both John Colucci and Lisa King as co-CEOs of Vinco Ventures pending further order of the Court;

2. Given the potential for disagreement between co-CEOs John Colucci and Lisa King and the emergencies that have already occurred (e.g., the Hudson Bay potential default), the Court believes it is in the best interest of Vinco Ventures to have an interim, neutral, and independent third co-CEO. The Court hereby appoints an interim, neutral, and independent party—former Secretary of State of Nevada, Ross Miller, Esq.—to serve as a third co-CEO of Vinco Ventures pending further order of the Court;

3. The three co-CEOs for Vinco Ventures are to equally share responsibilities and decision-making authority;

4. The Court admonishes all co-CEOs to make a good faith effort to work together in the best interests of Vinco Ventures;

5. The Board and Plaintiff’s executives shall take all reasonable steps necessary to ensure Vinco Venture’s ongoing business operations.

6. This Order shall remain in place for thirty (30) days or until this Court issues an order on Plaintiff’s Motion for Preliminary Injunction and Defendants’ Motion for Preliminary Injunction.

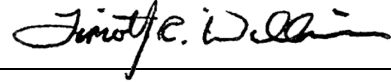
///

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Las Vegas, Nevada 89169
(702) 385-6000 • Fax (702) 385-6001
kjc@kempjones.com

7. Defendants are to post a bond in the amount of Five Thousand Dollars (\$5,000.00).

IT IS SO ORDERED.

Dated this 19th day of August, 2022



JM

90A DCE 2761 6AAC
Timothy C. Williams
District Court Judge

Respectfully submitted by:

KEMP JONES, LLP

/s/ Nathanael Rulis

Will Kemp, Esq. (#1205)

Nathanael R. Rulis, Esq. (#11259)

Madison P. Zornes-Vela, Esq. (#13626)

3800 Howard Hughes Parkway, 17th Floor

Las Vegas, Nevada 89169

Attorneys for Defendants

Theodore Farnsworth & Erik Noble

1 **CSERV**

2
3 DISTRICT COURT
4 CLARK COUNTY, NEVADA

5
6 Vinco Ventures, Inc., Plaintiff(s) | CASE NO: A-22-856404-B
7 vs. | DEPT. NO. Department 16
8 Theodore Farnsworth,
9 Defendant(s)

10
11 **AUTOMATED CERTIFICATE OF SERVICE**

12 This automated certificate of service was generated by the Eighth Judicial District
13 Court. The foregoing Order was served via the court's electronic eFile system to all
14 recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 8/19/2022

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16 Patricia Stoppard	p.stoppard@kempjones.com
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18 Theodore Parker III	tparker@pnalaw.net
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22 Mark Connot	mconnot@foxrothschild.com
23 Nicole McLeod	n.mcleod@kempjones.com
24 Doreen Loffredo	dloffredo@foxrothschild.com
25 Staci Ibarra	sibarra@pnalaw.net

1 Madison Zornes-Vela

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2
3 If indicated below, a copy of the above mentioned filings were also served by mail
4 via United States Postal Service, postage prepaid, to the parties listed below at their last
5 known addresses on 8/22/2022

6 William Kemp

3800 Howard Hughes Pkwy.
17th Floor
Las Vegas, NV, 89109

**DISTRICT COURT
CLARK COUNTY, NEVADA**

Other Business Court Matters

COURT MINUTES

August 16, 2022

A-22-856404-B Vinco Ventures, Inc., Plaintiff(s)
vs.
Theodore Farnsworth, Defendant(s)

**August 16, 2022 9:05 AM Motion for Preliminary
Injunction**

HEARD BY: Williams, Timothy C.

COURTROOM: RJC Courtroom 16C

COURT CLERK: Christopher Darling

RECORDER: Maria Garibay

REPORTER:

PARTIES

PRESENT:	Connot, Mark J	Attorney
	Farnsworth, Theodore	Defendant
	Kemp, William Simon	Attorney
	King, Lisa	Defendant
	Rulis, Nathanael R., ESQ	Attorney
	Vanderbilt, Roderick	Defendant
	Zornes-Vela, Madison	Attorney

JOURNAL ENTRIES

- APPEARANCES CONTINUED: John Colucci, Representative of Plaintiff Company, present. Pro Hoc Pending Attorney, Adele Hogan, present for Plaintiff. Theodore Parker, III, Esq. present for Defense.

Hearing held in-person and by BlueJeans remote conferencing.

Discussion and argument by counsel regarding issues pertaining to existing Temporary Restraining Order (TRO), rescheduling injunction matter, possible reduction in workforce, payment to employees anticipated this week, and board member participation in meetings. MATTER TRAILED. MATTER RECALLED. COURT ORDERED, TRO is in place and status quo will be maintained; payment will be made and be by court order; no board meetings until Monday in light of anticipated decision.

COURT FURTHER ORDERED, matter CONTINUED to 8/17/22 and 8/18/22 at 1:30 p.m. each day to determine continuance of TRO. COURT DIRECTED, courtesy copies to be provided by 11 a.m. tomorrow.; Mr. Kemp to prepare today's hearing order, as discussed.

CONTINUED TO: 8/17/22 1:30 PM PLAINTIFF VINCO VENTURES, INC.'S EMERGENCY MOTION FOR TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION

CONTINUED TO: 8/18/22 1:30 PM PLAINTIFF VINCO VENTURES, INC.'S EMERGENCY MOTION FOR TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION

**DISTRICT COURT
CLARK COUNTY, NEVADA**

Other Business Court Matters

COURT MINUTES

August 17, 2022

A-22-856404-B Vinco Ventures, Inc., Plaintiff(s)
vs.
Theodore Farnsworth, Defendant(s)

**August 17, 2022 1:30 PM Motion for Preliminary
Injunction**

HEARD BY: Williams, Timothy C. **COURTROOM:** RJC Courtroom 16C

COURT CLERK: Christopher Darling

RECORDER: Maria Garibay

REPORTER:

PARTIES

PRESENT:	Connot, Mark J	Attorney
	Farnsworth, Theodore	Defendant
	Kemp, William Simon	Attorney
	King, Lisa	Defendant
	Noble, Erik	Defendant
	Rulis, Nathanael R., ESQ	Attorney
	Vanderbilt, Roderick	Defendant
	Zornes-Vela, Madison	Attorney

JOURNAL ENTRIES

- APPEARANCES CONTINUED: John Colucci, Representative of Plaintiff Company, present. Rex Garner, Esq. and John Orr, Esq. present for Plaintiff. Pro Hoc Pending Attorney, Adele Hogan, also present for Plaintiff. Theodore Parker, III, Esq. present for Defense.

Hearing held in-person and by BlueJeans remote conferencing.

Preliminarily, Court reviewed guidance received from Chief Judge Wiese regarding yesterday's BlueJeans disruptions and transmission without consent. COURT DIRECTED, access to BlueJeans will be limited for purposes of this hearing. Continued discussion and argument by counsel from yesterday's hearing regarding the existing Temporary Restraining Order (TRO) and related issues

including defining status quo as well as possible expedited discovery with appointment of special master.

MATTER TRAILED. MATTER RECALLED. Court was provided a draft order from counsel. Following further colloquy on the TRO related issues, COURT ORDERED, as follows: TRO cannot stand in current form in light of matter status and likelihood of success on the merits; will require ultimate stipulation from the parties within 30-60 days; will require preservation of company and employees to remain as an ongoing entity; paragraph 4 of the draft order will include carve out discussed including a remedy in some form and fashion; will not establish the status quo at this time; the order will be in effect for two (2) weeks and the TRO previously entered in this case will be dissolved within twenty-four (24) hours; Hudson Bay note carve out to be included, as stipulated; the joint order can include 'over the objection' language. Court directed counsel prepare the order as discussed. Mr. Kemp advised he will ensure the order is signed tonight.

CONTINUED TO: 8/18/22 1:30 PM PLAINTIFF VINCO VENTURES, INC.'S EMERGENCY MOTION FOR TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION

**DISTRICT COURT
CLARK COUNTY, NEVADA**

Other Business Court Matters

COURT MINUTES

August 18, 2022

A-22-856404-B	Vinco Ventures, Inc., Plaintiff(s) vs. Theodore Farnsworth, Defendant(s)
---------------	--

August 18, 2022	1:30 PM	Motion for Preliminary Injunction
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HEARD BY: Williams, Timothy C.

COURTROOM: RJC Courtroom 16C

COURT CLERK: Christopher Darling

RECORDER: Maria Garibay

REPORTER:

PARTIES

PRESENT:	Connot, Mark J Kemp, William Simon Noble, Erik Rulis, Nathanael R., ESQ Zornes-Vela, Madison	Attorney Attorney Defendant Attorney Attorney
-----------------	--	---

JOURNAL ENTRIES

- APPEARANCES CONTINUED: Rex Garner, Esq. present for Plaintiff. Pro Hoc Pending Attorney, Adele Hogan, also present for Plaintiff. Theodore Parker, III, Esq. present for Defense.

Hearing held in-person and by BlueJeans remote conferencing.

Discussion and arguments by counsel regarding consent to restructure; emergency that Mr. Colucci is attending to and recommendations for interim control officers; maintaining status of employees and related matters for the two-week order period. Court stated if parties cannot reach accord, may appoint a designee to report to this court. MATTER TRAILED. MATTER RECALLED. Further colloquy regarding inability of parties to reach consensus; proposed competing orders; administrative services issue; selection of independent officers as opposed to receivership; issue of necessary bills. COURT NOTED, current order has 14-day expiration from filing. Therefore, COURT ORDERED, Status Check SET 8/31/22 regarding the issues discussed. Court stated counsel may

appear live or by BlueJeans. Court directed proposed orders be sent to Department Inbox and counsel may send Word version to Law Clerk.

Department Guideline: Proposed order(s) to be submitted to DC16Inbox@clarkcountycourts.us.

8/31/22 9:00 AM STATUS CHECK: EXPIRATION OF 8/17/22 ORDER/PAYMENT TO VENDORS
AND SALARIES/POSSIBLE APPOINTMENT OF INDEPENDENT OFFICERS

**DISTRICT COURT
CLARK COUNTY, NEVADA**

Other Business Court Matters

COURT MINUTES

August 23, 2022

A-22-856404-B Vinco Ventures, Inc., Plaintiff(s)
vs.
Theodore Farnsworth, Defendant(s)

**August 23, 2022 9:00 AM Motion to Associate
Counsel**

HEARD BY: Williams, Timothy C. **COURTROOM:** RJC Courtroom 16C

COURT CLERK: Christopher Darling

RECORDER: Maria Garibay

REPORTER:

**PARTIES
PRESENT:**

JOURNAL ENTRIES

- No parties present. Department notes 8/22/22 [42] Notice of Withdrawal of Motion to Associate Nancy Adele Hogan. Matter vacated.

**DISTRICT COURT
CLARK COUNTY, NEVADA**

Other Business Court Matters

COURT MINUTES

August 24, 2022

A-22-856404-B	Vinco Ventures, Inc., Plaintiff(s) vs. Theodore Farnsworth, Defendant(s)
---------------	--

August 24, 2022 9:30 AM All Pending Motions

HEARD BY: Williams, Timothy C. **COURTROOM:** RJC Courtroom 16C

COURT CLERK: Christopher Darling

RECORDER: Maria Garibay

REPORTER:

PARTIES

PRESENT:	Clark, Andrew Scott	Attorney
	Kemp, William Simon	Attorney
	Parker, Theodore	Attorney
	Rulis, Nathanael R., ESQ	Attorney
	Sugden, Amy L.	Attorney
	Tasca, Joel E.	Attorney
	Zornes-Vela, Madison	Attorney

JOURNAL ENTRIES

- APPEARANCES CONTINUED: Rex Garner, Esq. present for Pltf. Jesse Law (phonetic) and Gabe Hunterton (phonetic) also present.

Hearing held in-person and by BlueJeans remote conferencing. Colloquy regarding new counsel for Plaintiff, case history, and addressing additional issues by appropriate motion. Court directed today's matters proceed.

MOTION TO AUTHORIZE ROD VANDERBILT AND LISA KING TO EXECUTE DOCUMENTS ALLOWING ENTERPRISE BANK TO TRANSFER \$700,000 TO VINCO FOR AUGUST 19TH, 2022 PAYROLL ON ORDER SHORTENING TIME

Arguments by counsel. COURT FINDS, matter is moot; therefore, ORDERED, will administratively take matter OFF CALENDAR.

MOTION FOR LIMITED EXPEDITED DISCOVERY & APPOINTMENT OF SPECIAL MASTER ON ORDER SHORTENING TIME

Arguments by counsel. COURT ORDERED, will GRANT expedited discovery and, from Defense perspective, will commence from when they file answer and counterclaims; there will be carve-out for Defendant respecting their 9/28/22 Motion to Dismiss. Further arguments by counsel. COURT FURTHER ORDERED, will APPOINT Special Master Floyd Hale to facilitate both depositions and written discovery in this case with primary focus on issues of the board; can discuss necessity of continuance later in the case. Prevailing party to prepare the order.

MOTION TO APPOINT SPECIAL COUNSEL TO CONDUCT INVESTIGATION OF INDEPENDENCE OF INDEPENDENT BOARD OF DIRECTORS ON ORDER SHORTENING TIME

Arguments by counsel. Upon Court's inquiry, Mr. Tasca advised he can file his motion regarding independent tie-breaker by Friday. Therefore, COURT ORDERED, instant matter CONTINUED to 8/31/22.

Department Guideline: Proposed order(s) to be submitted to DC16Inbox@clarkcountycourts.us.

CONTINUED TO: 8/31/22 9:00 AM MOTION TO APPOINT SPECIAL COUNSEL TO CONDUCT INVESTIGATION OF INDEPENDENCE OF INDEPENDENT BOARD OF DIRECTORS ON ORDER SHORTENING TIME

**DISTRICT COURT
CLARK COUNTY, NEVADA**

Other Business Court Matters

COURT MINUTES

August 31, 2022

A-22-856404-B Vinco Ventures, Inc., Plaintiff(s)
vs.
Theodore Farnsworth, Defendant(s)

August 31, 2022 1:30 PM All Pending Motions

HEARD BY: Williams, Timothy C. **COURTROOM:** RJC Courtroom 16C

COURT CLERK: Christopher Darling

RECORDER: Maria Garibay

REPORTER:

PARTIES

PRESENT:	Clark, Andrew Scott	Attorney
	Farnsworth, Theodore	Defendant
	Kemp, William Simon	Attorney
	King, Lisa	Defendant
	Miller, Ross	Receiver
	Noble, Erik	Defendant
	Parker, Theodore	Attorney
	Rulis, Nathanael R., ESQ	Attorney
	Sugden, Amy L.	Attorney
	Tasca, Joel E.	Attorney
	Vanderbilt, Roderick	Defendant
	Zornes-Vela, Madison	Attorney

JOURNAL ENTRIES

- APPEARANCES CONTINUED: Gabe Hunterton (phonetic) also present.

Hearing held in-person and by BlueJeans remote conferencing.

STATUS CHECK: EXPIRATION OF 8/17/22 ORDER//PAYMENT TO VENDORS AND SALARIES//POSSIBLE APPOINTMENT OF INDEPENDENT OFFICERS

Mr. Clark advised they are not aware of issues with payroll payments. Mr. Kemp advised payroll and

vendor issues are minor and parties are resolving same through company CEO's. Mr. Parker requested accounting summary from the last 2 months to ensure all vendors and employees are being paid. Mr. Clark advised they would not object to the accounting. Court stated there will be a follow-up on that issue. Colloquy regarding timing of the special master order and a certain deposition that is pending. Mr. Tasca advised he can return the proposed order to Mr. Kemp tomorrow. Colloquy regarding whether 10/5/22 Motion for Order to Show Cause is moot. Court stated the matter will remain calendared until the next status check. Colloquy regarding whether or not the order in place should be extended and for how long in light of payroll. COURT ORDERED, will extend the order to 9/7/22; payroll to occur only when it is due; order ultimately will expire and be handled by the 3 CEO's. COURT FURTHER ORDERED, Status Check SET 9/7/22 at 1:30 p.m. on issues discussed. Mr. Tasca advised may seek emergency writ on one or more rulings. Mr. Tasca orally moved for stay in all proceedings in this case until determination of whether Supreme Court will address the matter. COURT ORDERED, oral request DENIED WITHOUT PREJUDICE; cannot make determination without briefing on the issue. Court stated same motion may be filed on an order shortening time.

MOTION FOR ORDER TO SHOW CAUSE WHY PLAINTIFF SHOULD NOT BE HELD IN CONTEMPT AND/OR ADMONISHED FOR VIOLATING AUGUST 17, 2022 ORDER OF THIS COURT ON ORDER SHORTENING TIME

Mr. Parker advised parties reached an accord with regard to unauthorized board meetings. COURT SO NOTED. Mr. Tasca advised a motion regarding unanimity was filed. Mr. Clark advised it was filed on order shortening time and hearing date is pending. Court noted the motion addresses relief under Rule 60 with regard to meetings, whether unanimous, and 48-hour exception. COURT ORDERED, said motion will be given hearing of 9/7/22 at 1:30 p.m.; directed parties to attempt resolution. Court stated to the parties present that it would be permissible to appear telephonically for the hearing.

PLAINTIFF'S MOTION ON OST TO MODIFY ORDER APPOINTING ROSS MILLER AND LISA KING AS CO-CEOS

Arguments by counsel with regard to the motion. In open court, Mr. Tasca provided certain declarations to the Court and counsel. COURT ORDERED, will keep everything in place including keeping Ms. King; Mr. Tasca may file a request for vetting of Mr. Miller. Prevailing party to prepare the order.

MOTION TO APPOINT SPECIAL COUNSEL TO CONDUCT INVESTIGATION OF INDEPENDENCE OF INDEPENDENT BOARD OF DIRECTORS ON ORDER SHORTENING TIME

Arguments by counsel with regard to the motion. Court stated ITS FINDINGS and ORDERED, will GRANT the request. Mr. Kemp suggested 3 names with opposing counsel giving 3 names also. Prevailing party to prepare the order. Mr. Parker advised they will prepare the extension order.

Department Guideline: Proposed order(s) to be submitted to DC16Inbox@clarkcountycourts.us.

9/7/22 1:30 PM STATUS CHECK: EXPIRATION OF CURRENT ORDER AND PAYROLL//NAMES FOR SPECIAL COUNSEL//WHETHER 10/5/22 MOTION FOR ORDER TO SHOW CAUSE IS

MOOT

**DISTRICT COURT
CLARK COUNTY, NEVADA**

Other Business Court Matters

COURT MINUTES

September 07, 2022

A-22-856404-B Vinco Ventures, Inc., Plaintiff(s)
vs.
Theodore Farnsworth, Defendant(s)

September 07, 2022 1:30 PM All Pending Motions

HEARD BY: Williams, Timothy C. **COURTROOM:** RJC Courtroom 16C

COURT CLERK: Christopher Darling

RECORDER: Maria Garibay

REPORTER:

PARTIES

PRESENT:	Chavez, David Ernesto	Attorney
	Clark, Andrew Scott	Attorney
	Farnsworth, Theodore	Defendant
	Kemp, William Simon	Attorney
	Miller, Ross	Receiver
	Noble, Erik	Defendant
	Parker, Theodore	Attorney
	Rulis, Nathanael R., ESQ	Attorney
	Sugden, Amy L.	Attorney
	Tasca, Joel E.	Attorney
	Zornes-Vela, Madison	Attorney

JOURNAL ENTRIES

- STATUS CHECK: EXPIRATION OF CURRENT ORDER//NAMES FOR SPECIAL COUNSEL//WHETHER 10/5/22 MOTION FOR ORDER TO SHOW CAUSE IS MOOT...VINCO VENTURES, INC.'S MOTION FOR CLARIFICATION OF THE COURT'S AUGUST 17, 2022 ORDER PERTAINING TO MEETINGS OF THE BOARD OF DIRECTORS ON ORDER SHORTENING TIME Hearing held in-person and by BlueJeans remote conferencing. Mr. Tasca advised progress toward resolution; requested continuance of all matters. Mr. Kemp advised no opposition to a brief continuance. Mr. Parker advised certain conflict. MATTER TRAILED. MATTER RECALLED. Further colloquy regarding continuance. There being agreement, COURT ORDERED, today's matters

CONTINUED to 9/9/22 at 1:30 p.m. in Courtroom 16D. Mr. Kemp advised issue with receiving current checks. Mr. Tasca advised was awaiting protective order, anticipates a resolution and will produce tomorrow. COURT FURTHER ORDERED, Status Check SET regarding the checks for the same time as today's continued matters.

CONTINUED TO: 9/9/22 1:30 PM STATUS CHECK: EXPIRATION OF CURRENT ORDER//NAMES FOR SPECIAL COUNSEL//WHETHER 10/5/22 MOTION FOR ORDER TO SHOW CAUSE IS MOOT...VINCO VENTURES, INC.'S MOTION FOR CLARIFICATION OF THE COURT'S AUGUST 17, 2022 ORDER PERTAINING TO MEETINGS OF THE BOARD OF DIRECTORS ON ORDER SHORTENING TIME

9/9/22 1:30 PM STATUS CHECK: PRODUCTION OF CURRENT CHECKS

the motion for contempt. COURT ORDERED, Hearing and Motion SET 9/13/22 at 1:30 p.m.; opposition to the Motion for Contempt DUE by Close of Business on 9/12/22. Colloquy regarding whether or not names for special counsel are to be addressed today. Court noted agreement to discuss names at the next hearing. Upon Court's inquiry, Mr. Tasca advised he intends to proceed with the 10/5/22 Motion. COURT FURTHER ORDERED, the 10/5/22 Motion will stay on calendar. Discussion and argument by counsel regarding expiration of current order. Court directed order issue be addressed again at the next status hearing.

VINCO VENTURES, INC.'S MOTION FOR CLARIFICATION OF THE COURT'S AUGUST 17, 2022 ORDER PERTAINING TO MEETINGS OF THE BOARD OF DIRECTORS ON ORDER SHORTENING TIME

Arguments by counsel. COURT ORDERED, Motion DENIED WITHOUT PREJUDICE; namely, if decision is violation of statutory law without exception it may be brought again.

9/13/22 3:00 PM STATUS CHECK: EXPIRATION OF 8/17/22 ORDER//NAMES FOR SPECIAL COUNSEL//PRODUCTION OF CURRENT CHECKS



EIGHTH JUDICIAL DISTRICT COURT CLERK'S OFFICE
NOTICE OF DEFICIENCY
ON APPEAL TO NEVADA SUPREME COURT

JOEL E. TASCA
1980 FESTIVAL PLAZA DR., SUITE 900
LAS VEGAS, NV 89135

DATE: September 14, 2022
CASE: A-22-856404-B

RE CASE: VINCO VENTURES INC. vs. THEODORE FARNSWORTH; LISA KING; RODERICK VANDERBILT;
ERIK NOBLE

NOTICE OF APPEAL FILED: September 12, 2022

YOUR APPEAL HAS BEEN SENT TO THE SUPREME COURT.

PLEASE NOTE: DOCUMENTS **NOT** TRANSMITTED HAVE BEEN MARKED:

- ☒ \$250 – Supreme Court Filing Fee (Make Check Payable to the Supreme Court)**
 - If the \$250 Supreme Court Filing Fee was not submitted along with the original Notice of Appeal, it must be mailed directly to the Supreme Court. The Supreme Court Filing Fee will not be forwarded by this office if submitted after the Notice of Appeal has been filed.
- ☐ \$24 – District Court Filing Fee (Make Check Payable to the District Court)**
- ☒ \$500 – Cost Bond on Appeal (Make Check Payable to the District Court)**
 - NRAP 7: Bond For Costs On Appeal in Civil Cases
 - *Previously paid Bonds are not transferable between appeals without an order of the District Court.*
- ☐ Case Appeal Statement
 - NRAP 3 (a)(1), Form 2
- ☐ Order
- ☐ Notice of Entry of Order

NEVADA RULES OF APPELLATE PROCEDURE 3 (a) (3) states:

"The district court clerk must file appellant's notice of appeal despite perceived deficiencies in the notice, including the failure to pay the district court or Supreme Court filing fee. **The district court clerk shall apprise appellant of the deficiencies in writing**, and shall transmit the notice of appeal to the Supreme Court in accordance with subdivision (g) of this Rule with a notation to the clerk of the Supreme Court setting forth the deficiencies. Despite any deficiencies in the notice of appeal, the clerk of the Supreme Court shall docket the appeal in accordance with Rule 12."

Please refer to Rule 3 for an explanation of any possible deficiencies.

*****Per District Court Administrative Order 2012-01, in regards to civil litigants, "...all Orders to Appear in Forma Pauperis expire one year from the date of issuance." You must reapply for in Forma Pauperis status.***

Certification of Copy

State of Nevada }
County of Clark } SS:

I, Steven D. Grierson, the Clerk of the Court of the Eighth Judicial District Court, Clark County, State of Nevada, does hereby certify that the foregoing is a true, full and correct copy of the hereinafter stated original document(s):

PLAINTIFF VINCO VENTURES, INC.'S NOTICE OF APPEAL; CASE APPEAL STATEMENT; DISTRICT COURT DOCKET ENTRIES; CIVIL COVER SHEET; ORDER: (1) DIRECTING VINCO VENTURES, INC. TO PAY ALL PAYROLL AMOUNTS DUE AND OWING ON AUGUST 19, 2022, (2) PRECLUDING VINCO VENTURES FROM TERMINATING EMPLOYEES, (3) SETTING LIMITATIONS ON EXPENDITURES, AND (4) SETTING LIMITATIONS AND CONDITIONS REGARDING VINCO VENTURES BOARD MEETINGS; NOTICE OF ENTRY OF ORDER: (1) DIRECTING VINCO VENTURES, INC. TO PAY ALL PAYROLL AMOUNTS DUE AND OWING ON AUGUST 19, 2022, (2) PRECLUDING VINCO VENTURES FROM TERMINATING EMPLOYEES, (3) SETTING LIMITATIONS ON EXPENDITURES, AND (4) SETTING LIMITATIONS AND CONDITIONS REGARDING VINCO VENTURES BOARD MEETINGS; FURTHER ORDER OF THE COURT REGARDING TEMPORARY RESTRAINING ORDER AND PRESERVATION OF STATUS QUO FOR VINCO VENTURES, INC.; NOTICE OF ENTRY OF FURTHER ORDER OF THE COURT REGARDING TEMPORARY RESTRAINING ORDER AND PRESERVATION OF STATUS QUO FOR VINCO VENTURES, INC.; DISTRICT COURT MINUTES; NOTICE OF DEFICIENCY

VINCO VENTURES INC.,

Plaintiff(s),

vs.

THEODORE FARNSWORTH; LISA KING;
RODERICK VANDERBILT; ERIK NOBLE,

Defendant(s),

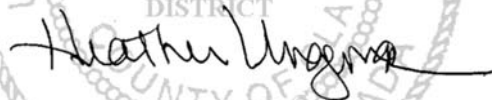
Case No: A-22-856404-B

Dept No: XVI

now on file and of record in this office.

IN WITNESS THEREOF, I have hereunto
Set my hand and Affixed the seal of the
Court at my office, Las Vegas, Nevada
This 14 day of September 2022.

Steven D. Grierson, Clerk of the Court



Heather Ungermann, Deputy Clerk