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**UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA**

SEMISERVE, INC., a Nevada corporation, STUART PROCTOR, an individual, and KIRSTEEN PROCTOR, an individual

Plaintiffs,

v.

SEMICON SERVICES, LLC, an Illinois limited liability company, an individual, and DOES 1-20,

Defendants.

Case No.: SACV 14-2009-JLS (DFMx)

PRELIMINARY INJUNCTION

1 Based upon the Complaint filed in this action, the Motion for Preliminary
2 Injunction filed by Plaintiffs SEMISERVE, INC., STUART PROCTOR, and
3 KIRSTEEN PROCTOR (collectively, "Plaintiffs"), and in accordance with FRCP
4 65(a), the Court finds that unless Defendant SEMICON SERVICES, LLC
5 ("Defendant" or "Semicon") is restrained as hereinafter ordered, Plaintiffs are
6 likely to suffer irreparable harm or injury as the result of the Defendant's breach of
7 the Retronix International, Inc. Shareholders' Agreement and Defendant's actions.
8 The Court also finds that Plaintiffs have demonstrated a likelihood of success on
9 the merits, that the balance of equities tips in Plaintiffs' favor, and that an
10 injunction is in the public interest. Accordingly, it is hereby

11 **ORDERED:**

12 Defendant, its employees and agents, and all other persons in active concert
13 or participation with them, directly or indirectly, by use of any means or
14 instrumentality, are ORDERED TO CEASE and are hereby ENJOINED FROM the
15 following:

- 16 (1) Enforcing, or taking any action, based upon the void "Second Amended By-
17 Laws" of Retronix, Inc.; and
18 (2) Enforcing, or taking any action, based upon the void purported "Termination
19 of the Shareholders' Agreement."

20 The Court further orders:

- 21 (1) That the Amended Bylaws of Retronix, Inc. and the Shareholders'
22 Agreement remain in force as the governing documents of Retronix, Inc.;
- 23 (2) That any corporate action purportedly taken on behalf of Retronix, Inc. since
24 the December 9, 2014 Board meeting are void, including all actions
25 purportedly taken at that meeting; and
26 (3) Immediate reinstatement of the Board of Directors as properly constituted
27 prior to the December 9, 2014 Board Meeting;

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Defendant is further hereby given notice that violation of any of the terms of this Order may be considered contempt of court.

IT IS SO ORDERED.

Dated: March 17, 2015



JOSEPHINE L. STATON
UNITED STATES DISTRICT JUDGE