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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA**

AMERANTH, INC.,

Plaintiff,

vs.

PIZZA HUT, INC.; PIZZA HUT OF
AMERICA, INC.; DOMINO'S PIZZA, LLC;
DOMINO'S PIZZA, INC.; PAPA JOHN'S
USA, INC.; OPENTABLE, INC.;
GRUBHUB, INC.; TICKETMOB, LLC;
EXIT 41, LLC; QUIKORDER, INC.;
SEAMLESS NORTH AMERICA, LLC; O-
WEB TECHNOLOGIES LTD,

Defendants.

CASE NO. 11-CV-1810 JLS (NLS)

**ORDER: DENYING DEFENSE
COUNSEL'S MOTION TO
WITHDRAW**

(ECF No. 138)

On January 27, 2012, Daniel A. Lawton, counsel for Defendant Exit41, Inc., filed a motion to withdraw as counsel of record (ECF No. 138), to which no party has objected. Mr. Lawton provided his client a copy of this motion, and declares that his client consents to his withdrawal. (Lawton Decl. ¶ 4, ECF No. 138-2.) Mr. Lawton does not articulate his reasons for withdrawal, merely stating that several bases listed in California Rule of Court 3-700 exist here. (*Id.* at ¶ 2.)

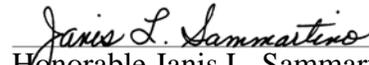
Mr. Lawton is the sole attorney of record for Defendant Exit41. As a corporation, Exit41 may participate in this action only through an attorney. *Rowland v. California Men's Colony*, 506 U.S. 195, 201-02 (1993) ("It has been the law for the better part of two centuries . . . that a corporation may appear in the federal courts only through licensed counsel.") Further, Defendant

1 will retain all the obligations of a litigant even if not represented by counsel, and its failure to
2 appoint an attorney may lead to adverse results, such as the entry of default against it.¹ Thus, the
3 Court declines to grant Mr. Lawton's request for leave to withdraw without ensuring Defendant
4 Exit41 has as an opportunity to obtain substitute counsel, as well as notice that failure to take
5 action may result in serious legal consequences. *See* 7A C.J.S. *Attorney & Client* § 269 (2011);
6 *Urethane Foam Experts, Inc. v. Latimer*, 31 Cal. App. 4th 763, 406 (1995) (finding the trial court
7 erred in allowing counsel of record to withdraw without advising corporate defendant of the
8 consequences of failure to obtain new counsel).

9 Accordingly, Mr. Lawton's motion is **DENIED** at this time. He may renew the motion
10 after serving a copy of this Order on his client, Defendant Exit41, and filing proof of such service
11 with the Court, along with a declaration explaining what action Defendant Exit41 has taken in
12 securing counsel and proceeding in its defense in this case.

13 **IT IS SO ORDERED.**

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15 DATED: April 19, 2012

16 
17 Honorable Janis L. Sammartino
18 United States District Judge
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22 ¹ *See, e.g., Consol. Cigar Corp. v. Monte Cristi de Tabacos*, 58 F. Supp. 2d 188, 191 (S.D.N.Y.
23 1999) (granting default judgment against defendant corporation after the corporation had failed to
24 retain new counsel when previous counsel was permitted to withdraw); *R. Maganlal & Co. v. M.G.
25 Chem. Co., Inc.*, 1996 WL 420234, at *3 (S.D.N.Y. July 25, 1996) (granting attorney's request to
26 withdraw and notifying defendant corporation that "failure to retain new counsel may result in the
27 entry of a default"); *Dianese, Inc. v. Pennsylvania*, 2002 WL 1340316, at *2 (E.D. Pa. June 19, 2002)
28 (permitting withdrawal even though plaintiff corporation would go unrepresented, and still refusing
to allow corporation to appear without counsel); *Grass Lake All Seasons Resort, Inc. v. United States*,
2005 WL 3447869, at *2 (E.D. Mich. Dec. 15, 2005) (discussing how the Court had previously granted
counsel for plaintiff corporation's request to withdraw without first requiring substitute counsel);
Carrico v. Village of Sugar Mountain, 114 F. Supp. 2d 422, 424 (W.D.N.C. 2000) (dismissing
corporate plaintiff's claims after, in a previous ruling allowing plaintiff's counsel to withdraw); *Fed.
Ins. Co. v. Yusen Air & Sea Servs.*, 2001 WL 498412, at *3 (S.D.N.Y. May 9, 2001) (permitting
withdrawal even though no substitute counsel had been retained).