

SUPERIOR COURT OF CALIFORNIA, COUNTY OF ORANGE

Central Justice Center
700 W. Civic Center Drive
Santa Ana, CA 92702

SHORT TITLE: UMB Bank, N.A. vs. Synrgo, Inc.**CLERK'S CERTIFICATE OF MAILING/ELECTRONIC
SERVICE****CASE NUMBER:**
30-2021-01201461-CU-BC-CJC

I certify that I am not a party to this cause. I certify that the following document(s), Minute Order dated 01/26/22, have been transmitted electronically by Orange County Superior Court at Santa Ana, CA. The transmission originated from Orange County Superior Court email address on January 26, 2022, at 10:51:24 AM PST. The electronically transmitted document(s) is in accordance with rule 2.251 of the California Rules of Court, addressed as shown above. The list of electronically served recipients are listed below:

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Clerk of the Court, by:



_____, Deputy

CLERK'S CERTIFICATE OF MAILING/ELECTRONIC SERVICE

**SUPERIOR COURT OF CALIFORNIA,
COUNTY OF ORANGE
CENTRAL JUSTICE CENTER**

MINUTE ORDER

DATE: 01/26/2022

TIME: 10:38:00 AM

DEPT: C31

JUDICIAL OFFICER PRESIDING: Martha K. Gooding

CLERK: Delia S Nunez

REPORTER/ERM: None

BAILIFF/COURT ATTENDANT:

CASE NO: **30-2021-01201461-CU-BC-CJC** CASE INIT.DATE: 05/14/2021

CASE TITLE: **UMB Bank, N.A. vs. Synrgo, Inc.**

CASE CATEGORY: Civil - Unlimited CASE TYPE: Breach of Contract/Warranty

EVENT ID/DOCUMENT ID: 73686215

EVENT TYPE: Under Submission Ruling

APPEARANCES

There are no appearances by any party.

The Court, having taken the above-entitled matter under submission on 01/21/2022 and having fully considered the arguments of all parties, both written and oral, as well as the evidence presented, now rules as follows:

The Court conducted an extended hearing on the Court's Order to Show Cause Why the Court Should Not Vacate the Order Appointing the Receiver (ROA #312) and heard lengthy argument by counsel for Plaintiff UMB Bank, N.A. ("UMB"), Defendant Synrgo, Inc. ("Synrgo"), and the Receiver Douglas Wilson (the "Receiver") – as well as from counsel for a number of entities who are not parties to this action but who are "interested" in this action and whose counsel attended the OSC hearing. The Court also considered all written responses to the OSC.

The Court declined the request by counsel for the Receiver to provide the Court, on an *in camera* basis, some unidentified document(s) and/or information that the Receiver asserted was relevant to the issue before the Court but the Receiver was unwilling to disclose publicly or to the other parties. The Court declined to accept such *in camera* disclosures on the ground they would constitute an improper ex parte communication. Proffering "secret" information for the purpose of influencing the Court's decision on the OSC without allowing the other parties to review, respond to, challenge and/or rebut that information would be fundamentally unfair to the other parties.

In light of the representations made at the January 21, 2022 OSC hearing that

- (1) The Receiver does not dispute Synrgo's right to defend lawsuits brought against it;
- (2) The Receiver does not dispute Synrgo's right to assert affirmative claims in litigation on its own behalf, including asserting a Cross-Complaint in this action against UMB;
- (3) Synrgo intends to actively defend this action, including filing a Cross-Complaint against Plaintiff UMB;
- (4) Synrgo has no intention of defending either *Perla v. Synrgo, Inc.*, No. 21STCV29385, a wage and hour action brought against it in Los Angeles County Superior Court, or *Fidelity National Title Co, et al. v.*

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Synrgo, Inc., No. 21-1235641 in Orange County Superior Court; does not intend or expect the Receiver to defend either action; and intends and expects default to be entered against Synrgo in both actions;

the Court continues the OSC re vacating the receivership to February 1, 2022 at 10:00 a.m. in Department C31, at which time the parties may provide further argument based on new facts or circumstances, including a status update on the filing of any Chapter 7 Bankruptcy proceeding.

Further, it appears to the Court that the pending Motion by Synrgo Seeking Clarification or Amendment of Order Appointing Receiver, now set for hearing on February 28, 2020, may be moot and should be taken off calendar. The parties shall be prepared to address that issue at the February 1, 2022 hearing.

Clerk to give notice.