

ORIGINAL

FILED  
SUPERIOR COURT OF CALIFORNIA  
COUNTY OF LOS ANGELES

JAN 20 2012

John A. Clarke, Executive Officer/Clerk  
BY Mary Flores Deputy

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*Alvarez  
90001*

7 Attorneys for Plaintiff Earth-2 Comics, Inc., a California Corporation

8  
9 SUPERIOR COURT OF THE STATE OF CALIFORNIA  
10 COUNTY OF LOS ANGELES

11 EARTH-2 COMICS, INC., a California  
12 Corporation,

Case No.:

BC 477402

13 Plaintiff,

COMPLAINT FOR BREACH OF  
FIDUCIARY DUTY, CONVERSION,  
MISAPPROPRIATION OF TRADE  
SECRETS, INJUNCTION AND  
COMMON COUNTS

14 vs.

15 JUD MEYERS, BLASTOFF LLC, a  
16 California Limited Liability Company, and  
17 DOES 1-50,

18 Defendants.

19  
20 Plaintiff alleges:

21 FACTS COMMON TO ALL CAUSES OF ACTION

- 22 1. Plaintiff Earth-2 Comics, Inc. ("Earth-2") is a corporation organized under the  
23 laws of the State of California.
- 24 2. Defendant Jud Meyers ("Meyers") is an individual residing in the County of  
25 Los Angeles. Plaintiff is informed and believes that Blastoff LLC ("Blastoff") is a California  
26 limited liability company formed by Meyers.
- 27 3. The two shareholders of Earth-2 are Meyers and Carr D' Angelo ("D' Angelo"),  
28 who each own 50 percent of the stock. Earth-2 is the majority member and managing

CIT/CASE: BC477402 LEA/DEFH:  
RECEIPT #: CCH-3057034  
DATE PAID: 01/20/12 02:06:32 PM  
PAYMENT: \$195.00  
RECEIVED:  
CHECK: \$195.00  
CASH:  
CHANGE:  
CARD:

*D-42  
Holly E Kennedy*

1 member of Coast City, LLC, a California limited liability company ("Coast City").

2 4. Earth-2 is in the business of buying and selling comic books and graphic  
3 novels. Earth-2 operates a retail store at 15017 Ventura Blvd., Sherman Oaks, California.  
4 Earth-2 manages a retail store owned by Coast City at 8967 Reseda Blvd., Northridge,  
5 California. Earth-2 generates sales through mail order, and makes eBay, wholesale, and  
6 convention purchases and sales.

7 5. Earth-2 was formed in January of 2003 and has been in business continuously  
8 since then. Up to October 6, 2011, Meyers was an officer and director of Earth-2. On or  
9 about October 6, 2011, Meyers resigned as President, CEO, and director of Earth-2.

10 6. Blastoff was formed on or about October 12, 2011. Plaintiff is informed and  
11 believes that a BlastoffComics.com website was created on July 20, 2011, a Blastoff eBay  
12 account was opened on or about August 15, 2011, and the website was launched on January 4,  
13 2012. Blastoff purports to be in the same business as Earth-2 and Coast City, that is, the sale  
14 of comic books and graphic novels. Blastoff claims that it will be opening a retail store soon.

### 15 **FIRST CAUSE OF ACTION**

#### 16 **(Breach of Fiduciary Duty As To Meyers)**

17 7. Plaintiff incorporates the allegations of Paragraphs 1 through 6, above.

18 8. As a significant shareholder, officer and director, Meyers owed Earth-2  
19 fiduciary duties.

20 9. Prior to resigning on October 6, 2011, and while he was a managing officer  
21 and director of Earth-2, Meyers breached his fiduciary duties by committing the following  
22 acts, among others:

23 (a) For several years, Earth-2 has had an account with Lone Star Comics  
24 (mycomicshop.com) in Texas ("Lone Star"), and Earth-2 sold to and purchased products from  
25 Lone Star. Before December 2010, Meyers secretly created an account at Lone Star Comics  
26 under his wife's name (Stefhanie Meyers), and, without informing D'Angelo, from December  
27 2010 through July 2011 made 17 sales of about 5,000 items for a total cash payout to Meyers  
28 of about \$4,913. Using this account, Meyers diverted product and sales from Earth-2 for the

1 personal benefit of Meyers.

2 (b) Meyers took Earth-2 inventory that Earth-2 had purchased and sold it,  
3 keeping the money.

4 (c) Meyers purchased product using his own funds that Earth-2 had a right  
5 to purchase, taking the business opportunities away from Earth-2. Meyers sold much of this  
6 product and kept the money.

7 (d) Meyers took valuable Earth-2 inventory and sold it for less than what it  
8 was worth.

9 (e) Meyers sold Earth-2 inventory to Lone Star for credit at a deep  
10 discount and then used the credit to purchase items from Lone Star at an inflated price.

11 (f) Meyers used Earth-2 employees to work on Meyers' personal sales and  
12 paid these employees from Earth-2's funds.

13 (g) Meyers spent less time working at Earth-2 and more time working on  
14 his own competing business.

15 (h) Meyers worked on his competing business, that is, Blastoff, using  
16 Earth-2 employees, funds and product in his new business.

17 (i) Meyers actively hid his personal transactions from D'Angelo.

18 (j) Meyers fired an employee of Earth-2 for disclosing to D'Angelo an  
19 invoice that evidenced Meyers' sales to Lone Star.

20 (k) Meyers attempted to persuade Earth-2 employees to leave Earth-2 and  
21 go to work for Meyers' competing business.

22 (l) Meyers pursued business opportunities for himself that belonged to  
23 Earth-2.

24 (m) Meyers caused interruptions in the business between Earth-2 and other  
25 persons with whom Earth-2 had an ongoing and prospective relationship.

26 (n) Meyers mismanaged the business of Earth-2 by doing acts such as  
27 authorizing the return of old product for credit, harassing and intimidating employees, and  
28 withholding inventory from one of the stores to depress sales.





1 **FIFTH CAUSE OF ACTION**

2 **(Common Counts As To Meyers)**

3 30. Plaintiff incorporates the allegations of Paragraphs 1 through 29, above.

4 31. Meyers became indebted to Plaintiff within the last four years for money lent  
5 by Plaintiff to Meyers at Meyer's request; for money paid, laid out, and expended to or for  
6 Meyers at Meyer's special instance and request; and for an open book account for money due.

7 32. The reasonable value of the amount that was due, and the amount reflected in  
8 the account, is the principal amount of \$7,988.76 plus prejudgment interest at the agreed upon  
9 rate of 4 percent per year, for a total amount due as of December 31, 2011 of \$9173.84. The  
10 amount due continues to accrue prejudgment interest at the agreed upon amount of 4 percent.

11 33. No portion of this amount has been paid.

12 WHEREFORE, Plaintiff prays as follows:

- 13 1. For an injunction enjoining and restraining Defendants and their agents, servants,  
14 and employees from directly or indirectly using Plaintiff's trade secrets.
- 15 2. For compensatory and punitive damages according to proof.
- 16 3. For a disgorgement of profits obtained unjustly by Defendants.
- 17 4. For costs.
- 18 5. For such other and further relief as the Court deems just and proper.

19  
20 Dated: January 19, 2012

ANDERSON & ANDERSON, LLP

21  
22 By: 

23 Steven A. Micheli  
24 Attorneys for Plaintiff Earth-2 Comics, Inc

ORIGINAL

CM-010

ATTORNEY OR PARTY WITHOUT ATTORNEY (Name, State Bar number, and address): Steven A. Micheli (SBN 89725) Anderson & Anderson LLP 12625 High Bluff Drive, Suite 301, San Diego, CA 92130 TELEPHONE NO.: (858) 523-1333 FAX NO.: (858) 523-1334 ATTORNEY FOR (Name): Plaintiff Earth-2 Comics, Inc.

FOR COURT USE ONLY FILED SUPERIOR COURT OF CALIFORNIA COUNTY OF LOS ANGELES JAN 20 2012 John A. Clarke, Executive Officer/Clerk BY Mary Flores, Deputy

SUPERIOR COURT OF CALIFORNIA, COUNTY OF Los Angeles STREET ADDRESS: 111 N. Hill Street MAILING ADDRESS: CITY AND ZIP CODE: Los Angeles, CA 90012 BRANCH NAME: Central District

CASE NAME: Earth-2 Comics, Inc. v. Jud Meyers, Blastoff LLC

CIVIL CASE COVER SHEET [X] Unlimited (Amount demanded exceeds \$25,000) [ ] Limited (Amount demanded is \$25,000 or less)

Complex Case Designation [ ] Counter [ ] Joinder Filed with first appearance by defendant (Cal. Rules of Court, rule 3.402)

CASE NUMBER: BC 477402

JUDGE: DEPT:

Items 1-6 below must be completed (see instructions on page 2).

- 1. Check one box below for the case type that best describes this case: Auto Tort, Contract, Provisionally Complex Civil Litigation, Other PI/PD/WD, Real Property, Enforcement of Judgment, Non-PI/PD/WD, Unlawful Detainer, Miscellaneous Civil Complaint, Employment, Judicial Review, Miscellaneous Civil Petition

- 2. This case [ ] is [X] is not complex under rule 3.400 of the California Rules of Court. If the case is complex, mark the factors requiring exceptional judicial management: a. Large number of separately represented parties, b. Extensive motion practice, c. Substantial amount of documentary evidence, d. Large number of witnesses, e. Coordination with related actions, f. Substantial postjudgment judicial supervision. 3. Remedies sought (check all that apply): a. [X] monetary, b. [X] nonmonetary; declaratory or injunctive relief, c. [X] punitive. 4. Number of causes of action (specify): Five. 5. This case [ ] is [X] is not a class action suit. 6. If there are any known related cases, file and serve a notice of related case.

Date: January 19, 2012 Steven A. Micheli (TYPE OR PRINT NAME)

[Signature] (SIGNATURE OF PARTY OR ATTORNEY FOR PARTY)

NOTICE Plaintiff must file this cover sheet with the first paper filed in the action or proceeding (except small claims cases or cases filed under the Probate Code, Family Code, or Welfare and Institutions Code). (Cal. Rules of Court, rule 3.220.) Failure to file may result in sanctions. File this cover sheet in addition to any cover sheet required by local court rule. If this case is complex under rule 3.400 et seq. of the California Rules of Court, you must serve a copy of this cover sheet on all other parties to the action or proceeding. Unless this is a collections case under rule 3.740 or a complex case, this cover sheet will be used for statistical purposes only.

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Earth-2 Comics, Inc. v. Jud Meyers, Blastoff LLC

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## CIVIL CASE COVER SHEET ADDENDUM AND STATEMENT OF LOCATION (CERTIFICATE OF GROUNDS FOR ASSIGNMENT TO COURTHOUSE LOCATION)

This form is required pursuant to Local Rule 2.0 in all new civil case filings in the Los Angeles Superior Court.

**Item I.** Check the types of hearing and fill in the estimated length of hearing expected for this case:

JURY TRIAL?  YES CLASS ACTION?  YES LIMITED CASE?  YES TIME ESTIMATED FOR TRIAL <sup>5</sup>  HOURS/  DAYS

**Item II.** Indicate the correct district and courthouse location (4 steps – If you checked "Limited Case", skip to Item III, Pg. 4):

**Step 1:** After first completing the Civil Case Cover Sheet form, find the main Civil Case Cover Sheet heading for your case in the left margin below, and, to the right in Column **A**, the Civil Case Cover Sheet case type you selected.

**Step 2:** Check one Superior Court type of action in Column **B** below which best describes the nature of this case.

**Step 3:** In Column **C**, circle the reason for the court location choice that applies to the type of action you have checked. For any exception to the court location, see Local Rule 2.0.

**Applicable Reasons for Choosing Courthouse Location (see Column C below)**

- |   |   |
|---|---|
| <ol style="list-style-type: none"> <li>1. Class actions must be filed in the Stanley Mosk Courthouse, central district.</li> <li>2. May be filed in central (other county, or no bodily injury/property damage).</li> <li>3. Location where cause of action arose.</li> <li>4. Location where bodily injury, death or damage occurred.</li> <li>5. Location where performance required or defendant resides.</li> </ol> | <ol style="list-style-type: none"> <li>6. Location of property or permanently garaged vehicle.</li> <li>7. Location where petitioner resides.</li> <li>8. Location wherein defendant/respondent functions wholly.</li> <li>9. Location where one or more of the parties reside.</li> <li>10. Location of Labor Commissioner Office</li> </ol> |
|---|---|

**Step 4:** Fill in the information requested on page 4 in Item III; complete Item IV. Sign the declaration.

	<b>A</b> Civil Case Cover Sheet Category No.	<b>B</b> Type of Action (Check only one)	<b>C</b> Applicable Reasons - See Step 3 Above
<b>Auto Tort</b>	Auto (22)	<input type="checkbox"/> A7100 Motor Vehicle - Personal Injury/Property Damage/Wrongful Death	1., 2., 4.
	Uninsured Motorist (46)	<input type="checkbox"/> A7110 Personal Injury/Property Damage/Wrongful Death – Uninsured Motorist	1., 2., 4.
<b>Other Personal Injury/ Property Damage/ Wrongful Death Tort</b>	Asbestos (04)	<input type="checkbox"/> A6070 Asbestos Property Damage <input type="checkbox"/> A7221 Asbestos - Personal Injury/Wrongful Death	2. 2.
	Product Liability (24)	<input type="checkbox"/> A7260 Product Liability (not asbestos or toxic/environmental)	1., 2., 3., 4., 8.
	Medical Malpractice (45)	<input type="checkbox"/> A7210 Medical Malpractice - Physicians & Surgeons <input type="checkbox"/> A7240 Other Professional Health Care Malpractice	1., 4. 1., 4.
	Other Personal Injury Property Damage Wrongful Death (23)	<input type="checkbox"/> A7250 Premises Liability (e.g., slip and fall) <input type="checkbox"/> A7230 Intentional Bodily Injury/Property Damage/Wrongful Death (e.g., assault, vandalism, etc.) <input type="checkbox"/> A7270 Intentional Infliction of Emotional Distress <input type="checkbox"/> A7220 Other Personal Injury/Property Damage/Wrongful Death	1., 4. 1., 4. 1., 3. 1., 4.



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	<b>A</b> Civil Case Cover Sheet Category No.	<b>B</b> Type of Action (Check only one)	<b>C</b> Applicable Reasons - See Step 3 Above
Non-Personal Injury/ Property Damage/ Wrongful Death Tort	Business Tort (07)	<input type="checkbox"/> A6029 Other Commercial/Business Tort (not fraud/breach of contract)	1., 3.
	Civil Rights (08)	<input type="checkbox"/> A6005 Civil Rights/Discrimination	1., 2., 3.
	Defamation (13)	<input type="checkbox"/> A6010 Defamation (slander/libel)	1., 2., 3.
	Fraud (16)	<input type="checkbox"/> A6013 Fraud (no contract)	1., 2., 3.
	Professional Negligence (25)	<input type="checkbox"/> A6017 Legal Malpractice <input type="checkbox"/> A6050 Other Professional Malpractice (not medical or legal)	1., 2., 3. 1., 2., 3.
	Other (35)	<input checked="" type="checkbox"/> A6025 Other Non-Personal Injury/Property Damage tort	2, 3.
Employment	Wrongful Termination (36)	<input type="checkbox"/> A6037 Wrongful Termination	1., 2., 3.
	Other Employment (15)	<input type="checkbox"/> A6024 Other Employment Complaint Case <input type="checkbox"/> A6109 Labor Commissioner Appeals	1., 2., 3. 10.
Contract	Breach of Contract/ Warranty (06) (not insurance)	<input type="checkbox"/> A6004 Breach of Rental/Lease Contract (not unlawful detainer or wrongful eviction) <input type="checkbox"/> A6008 Contract/Warranty Breach -Seller Plaintiff (no fraud/negligence) <input type="checkbox"/> A6019 Negligent Breach of Contract/Warranty (no fraud) <input type="checkbox"/> A6028 Other Breach of Contract/Warranty (not fraud or negligence)	2., 5. 2., 5. 1., 2., 5. 1., 2., 5.
	Collections (09)	<input type="checkbox"/> A6002 Collections Case-Seller Plaintiff <input type="checkbox"/> A6012 Other Promissory Note/Collections Case	2., 5., 6. 2., 5.
	Insurance Coverage (18)	<input type="checkbox"/> A6015 Insurance Coverage (not complex)	1., 2., 5., 8.
	Other Contract (37)	<input type="checkbox"/> A6009 Contractual Fraud <input type="checkbox"/> A6031 Tortious Interference <input type="checkbox"/> A6027 Other Contract Dispute(not breach/insurance/fraud/negligence)	1., 2., 3., 5. 1., 2., 3., 5. 1., 2., 3., 8.
	Eminent Domain/Inverse Condemnation (14)	<input type="checkbox"/> A7300 Eminent Domain/Condemnation      Number of parcels _____	2.
Real Property	Wrongful Eviction (33)	<input type="checkbox"/> A6023 Wrongful Eviction Case	2., 6.
	Other Real Property (26)	<input type="checkbox"/> A6018 Mortgage Foreclosure <input type="checkbox"/> A6032 Quiet Title <input type="checkbox"/> A6060 Other Real Property (not eminent domain, landlord/tenant, foreclosure)	2., 6. 2., 6. 2., 6.
	Unlawful Detainer	<input type="checkbox"/> A6021 Unlawful Detainer-Commercial (not drugs or wrongful eviction)	2., 6.
	Unlawful Detainer-Residential (32)	<input type="checkbox"/> A6020 Unlawful Detainer-Residential (not drugs or wrongful eviction)	2., 6.
	Unlawful Detainer- Post-Foreclosure (34)	<input type="checkbox"/> A6020F Unlawful Detainer-Post-Foreclosure	2., 6.
	Unlawful Detainer-Drugs (38)	<input type="checkbox"/> A6022 Unlawful Detainer-Drugs	2., 6.

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CASE NUMBER

	<b>A</b> Civil Case Cover Sheet Category No.	<b>B</b> Type of Action (Check only one)	<b>C</b> Applicable Reasons - See Step 3 Above
<b>Judicial Review</b>	Asset Forfeiture (05)	<input type="checkbox"/> A6108 Asset Forfeiture Case	2., 6.
	Petition re Arbitration (11)	<input type="checkbox"/> A6115 Petition to Compel/Confirm/Vacate Arbitration	2., 5.
	Writ of Mandate (02)	<input type="checkbox"/> A6151 Writ - Administrative Mandamus <input type="checkbox"/> A6152 Writ - Mandamus on Limited Court Case Matter <input type="checkbox"/> A6153 Writ - Other Limited Court Case Review	2., 8. 2. 2.
	Other Judicial Review (39)	<input type="checkbox"/> A6150 Other Writ /Judicial Review	2., 8.
<b>Provisionally Complex Litigation</b>	Antitrust/Trade Regulation (03)	<input type="checkbox"/> A6003 Antitrust/Trade Regulation	1., 2., 8.
	Construction Defect (10)	<input type="checkbox"/> A6007 Construction Defect	1., 2., 3.
	Claims Involving Mass Tort (40)	<input type="checkbox"/> A6006 Claims Involving Mass Tort	1., 2., 8.
	Securities Litigation (28)	<input type="checkbox"/> A6035 Securities Litigation Case	1., 2., 8.
	Toxic Tort Environmental (30)	<input type="checkbox"/> A6036 Toxic Tort/Environmental	1., 2., 3., 8.
	Insurance Coverage Claims from Complex Case (41)	<input type="checkbox"/> A6014 Insurance Coverage/Subrogation (complex case only)	1., 2., 5., 8.
<b>Enforcement of Judgment</b>	Enforcement of Judgment (20)	<input type="checkbox"/> A6141 Sister State Judgment	2., 9.
		<input type="checkbox"/> A6160 Abstract of Judgment	2., 6.
		<input type="checkbox"/> A6107 Confession of Judgment (non-domestic relations)	2., 9.
		<input type="checkbox"/> A6140 Administrative Agency Award (not unpaid taxes)	2., 8.
		<input type="checkbox"/> A6114 Petition/Certificate for Entry of Judgment on Unpaid Tax	2., 8.
<input type="checkbox"/> A6112 Other Enforcement of Judgment Case	2., 8., 9.		
<b>Miscellaneous Civil Complaints</b>	RICO (27)	<input type="checkbox"/> A6033 Racketeering (RICO) Case	1., 2., 8.
	Other Complaints (Not Specified Above) (42)	<input type="checkbox"/> A6030 Declaratory Relief Only	1., 2., 8.
		<input type="checkbox"/> A6040 Injunctive Relief Only (not domestic/harassment)	2., 8.
		<input type="checkbox"/> A6011 Other Commercial Complaint Case (non-tort/non-complex)	1., 2., 8.
<input type="checkbox"/> A6000 Other Civil Complaint (non-tort/non-complex)	1., 2., 8.		
<b>Miscellaneous Civil Petitions</b>	Partnership Corporation Governance (21)	<input type="checkbox"/> A6113 Partnership and Corporate Governance Case	2., 8.
	Other Petitions (Not Specified Above) (43)	<input type="checkbox"/> A6121 Civil Harassment	2., 3., 9.
		<input type="checkbox"/> A6123 Workplace Harassment	2., 3., 9.
		<input type="checkbox"/> A6124 Elder/Dependent Adult Abuse Case	2., 3., 9.
		<input type="checkbox"/> A6190 Election Contest	2.
		<input type="checkbox"/> A6110 Petition for Change of Name	2., 7.
		<input type="checkbox"/> A6170 Petition for Relief from Late Claim Law	2., 3., 4., 8.
<input type="checkbox"/> A6100 Other Civil Petition	2., 9.		

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**Item III. Statement of Location:** Enter the address of the accident, party's residence or place of business, performance, or other circumstance indicated in Item II., Step 3 on Page 1, as the proper reason for filing in the court location you selected.

<b>REASON:</b> Check the appropriate boxes for the numbers shown under Column C for the type of action that you have selected for this case.  <input type="checkbox"/> 1. <input checked="" type="checkbox"/> 2. <input type="checkbox"/> 3. <input type="checkbox"/> 4. <input type="checkbox"/> 5. <input type="checkbox"/> 6. <input type="checkbox"/> 7. <input type="checkbox"/> 8. <input type="checkbox"/> 9. <input type="checkbox"/> 10.			ADDRESS: 871 GLADYS AVE.
CITY: LOS ANGELES	STATE: CA	ZIP CODE: 90021	

**Item IV. Declaration of Assignment:** I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct and that the above-entitled matter is properly filed for assignment to the Stanley Mosk courthouse in the Central District of the Superior Court of California, County of Los Angeles [Code Civ. Proc., § 392 et seq., and Local Rule 2.0, subs. (b), (c) and (d)].

Dated: January 19, 2012

  
 (SIGNATURE OF ATTORNEY/FILING PARTY)

**PLEASE HAVE THE FOLLOWING ITEMS COMPLETED AND READY TO BE FILED IN ORDER TO PROPERLY COMMENCE YOUR NEW COURT CASE:**

1. Original Complaint or Petition.
2. If filing a Complaint, a completed Summons form for issuance by the Clerk.
3. Civil Case Cover Sheet, Judicial Council form CM-010.
4. Civil Case Cover Sheet Addendum and Statement of Location form, LACIV 109, LASC Approved 03-04 (Rev. 03/11).
5. Payment in full of the filing fee, unless fees have been waived.
6. A signed order appointing the Guardian ad Litem, Judicial Council form CIV-010, if the plaintiff or petitioner is a minor under 18 years of age will be required by Court in order to issue a summons.
7. Additional copies of documents to be conformed by the Clerk. Copies of the cover sheet and this addendum must be served along with the summons and complaint, or other initiating pleading in the case.