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S.C. SUPREME COURT

THE STATE OF SOUTH CAROLINA  
In the Supreme Court

IN THE ORIGINAL JURISDICTION OF THE SUPREME COURT

JE&MA Enterprises, LLC, individually and on behalf of all  
others similarly situated .....Petitioners,

v.

Express Lien, Inc. d/b/a Levelset.....Respondent.

**PETITION FOR ORIGINAL JURISDICTION AND EXPEDITED CONSIDERATION**

Petitioners respectfully request that this Court entertain their proposed complaint for declaratory judgment, injunctive relief and damages in its original jurisdiction, pursuant to Article V, Section 5 of the South Carolina Constitution, Section 14-3-310 of the South Carolina Code of Laws, and Rule 245 of the South Carolina Appellate Court Rules. Because of the urgency of this matter and the significant public interest it involves, Petitioners further request that the Court give this matter expedited consideration. This petition is related to a pending appeal in the South Carolina Court of Appeals entitled *JE&MA Enterprises, LLC v. WB Services, Inc.* and bearing Appellate Case No.: 2024-001449 and pending case in the Court of Common Pleas for Greenville County, South Carolina entitled *JE&MA Enterprises, LLC v. Express Lien, Inc. d/b/a Levelset* and bearing C. A. No.: 2023CP2306818.

As set forth herein, this case seeks this Court to declare whether Respondent’s actions were the unauthorized practice of law as determined by the Honorable R. Lawton McIntosh in C.A. No.: 2020CP2305689 (the “Original Action”) in an Order dated August 23, 2023 which found JE&MA

Enterprises, LLC (“JE&MA”)’s mechanics’ lien to be illegal, void, and unenforceable as a matter of law due to Respondent’s actions. *See Exhibit A: Order dated August 23, 2023.* This case further seeks, should this Court declare that Respondent’s actions were, and/or currently are, the unauthorized practice of law, to declare that Respondent be enjoined from providing further services in the State of South Carolina, to declare that the contract between Appellant and Respondent was illegal and void, and to award JE&MA damages for the losses it incurred as a direct result of Respondent’s services.

The Original Action arose from a mechanics’ lien which was filed against a Comfort Suites hotel project in Greenville, South Carolina (the “Project”) owned by Diamond Jubilee Pelham, LLC (the “Owner”). In 2018, Owner entered into a contract with WB Services, Inc. (the “General Contractor”), wherein General Contractor agreed to serve as the general contractor for the Project. WB subcontracted with various trades and suppliers, including JE&MA. During the Project, issues arose relating to the work performed and, due to non-payment, the Project became encumbered by nearly \$2,000,000.00 in mechanics’ liens filed by WB’s subcontractors and suppliers; including JE&MA’s.

JE&MA’s lien was prepared and recorded by Respondent, a lien generation software company based in Louisiana. *See, generally, Exhibit C: Deposition of Charles Henson.* All pertinent portions of JE&MA’s lien were executed by a non-lawyer employee of Respondent, Charles Henson. *Id at 8:15-17; 22:2-22:10.* Respondent’s software generated the mechanics lien form, which was filled in with information from JE&MA. *Id at 11:7-12:8.* Respondent, by and through Henson, caused the JE&MA Lien to be recorded in the Greenville County Register of Deeds without reviewing or verifying any of the information provided by JE&MA. *Id at 7:7-32:10.*

Despite Respondent being on notice of Owner's allegation that JE&MA's lien should be deemed illegal, void, and unenforceable as a matter of law due to Respondent's unauthorized practice of law as a result of Respondent's actions above, Respondent chose not to defend its actions. *See Exhibit D: Correspondence with Respondent.* As a result of Respondent's unauthorized practice of law, JE&MA's lien was found to be illegal, void, and unenforceable as a matter of law and JE&MA has suffered damages in excess of \$614,135.04 (the amount of JE&MA's judgment against General Contractor who has since filed bankruptcy). *See Exhibit A and See Exhibit B: Order dated April 19, 2023.*

It is Petitioners' belief and understanding that the execution and processing of the mechanics' lien by Respondent was a Covid-era anomaly and not the typical services provided by Respondent, but was, nevertheless, similarly performed numerous times across the State of South Carolina during the Covid-era (the "Covid-era Processes"). It is Petitioners' belief and understanding that the other services provided by Respondent were and are the services Respondent routinely performs across the State of South Carolina (the "Typical Services"). It is Petitioners' further belief and understanding that Respondent has been and is aware that its Typical Services risk being the unauthorized practice of law as evidenced by Procore Technologies, Inc.'s 2023 Form 10-K filing with the United States Securities and Exchange Commission which states:

**"Certain of our services subject us to complex and evolving laws and regulations regarding the unauthorized practice of law ("UPL")."**

UPL generally refers to a person or entity that is not licensed to practice law but that gives legal advice or advertises its services as the practice of law. As a result of our acquisition of Levelset in November 2021, certain lien rights management services that we now offer involve activities that could represent an alternative to traditional legal services

and, as a result, may potentially subject us to UPL allegations. Our lien rights management business model includes the provision of document-processing services in connection with the filing of mechanic's liens. In the past, various aspects of Levelset's lien rights management offering have been subject to claims of UPL. We currently face, and may in the future, continue to face, similar claims, actions, or proceedings.

The laws and regulations that define UPL, and the governing bodies that enforce UPL rules, differ among the various jurisdictions in which we operate, and the scope of these laws and regulations is often vague, broad, and evolving. As a result, the application and interpretation of these laws and regulations can be uncertain and conflicting. For example, regulation of legal document processing, a component of our lien rights management offering, varies among the jurisdictions in which we conduct business. Compliance with these disparate laws and regulations may require us to structure our business and services differently in certain jurisdictions, which could lead to operating inefficiencies. Maintaining compliance with UPL rules across various jurisdictions may cause us to incur significant expenses and may require that we dedicate significant management time to dealing with UPL issues, which could divert management's attention from other matters.

As we continue to support our lien rights management offering or expand into new jurisdictions, we may face increased scrutiny and risk of additional UPL claims, actions, or proceedings. Any failure or perceived failure by us to comply with applicable UPL laws and regulations may subject us to regulatory inquiries, actions, lawsuits, or proceedings. Levelset has incurred in the past, and we expect to incur in the future, costs associated with responding to, defending, resolving, and settling UPL claims, actions, and proceedings. We

can give no assurance that we will prevail in any such matters on commercially reasonable terms or at all. Responding to, defending, and settling regulatory inquiries, action, lawsuits, and proceedings may be time-consuming and divert management and financial resources or have other adverse effects on our business. A negative outcome in any of these proceedings may result in claims, actions, changes to or discontinuance of some of our services, potential liabilities, and additional costs that could materially adversely affect our business, financial condition, results of operations, and prospects.”

*See Exhibit E: Procore Technologies, Inc.’s 2023 Form 10-K, pg. 28.*

#### CONCLUSION

In its discretion, this Court will take a matter in its original jurisdiction “[i]f the public interest is involved, or if special grounds of emergency or other good reasons exist why the original jurisdiction of the Supreme Court should be exercised,” and if “the matter [cannot] be determined in a lower court in the first instance [] without material prejudice to the rights of the parties.” Rule 245(a), SCACR. This is such a case. This Court should take jurisdiction of this case, direct a response to the proposed complaint, and give this matter expedited consideration.

Respectfully submitted,

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March 6, 2025  
Greenville, South Carolina