

THE STATE OF SOUTH CAROLINA  
In The Court of Appeals

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SC Court of Appeals

APPEAL FROM GREENVILLE COUNTY  
Circuit Court

D. Garrison Hill, Circuit Court Judge

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Appellate Case No. 2015-000476

Case No. 2012-CP-23-02887

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David Wilson, individually and derivatively on behalf of Carolina Custom Converting, LLC, Plaintiff,

v.

John Gandis, Andrea Comeau-Shirley, Zoi Films, LLC, and Carolina Custom Converting, LLC, Defendants,

John Gandis and Andrea Comeau-Shirley, Third-Party Plaintiffs,

v.

Carolina Custom Converting, LLC, Third-Party Defendant and Counterclaim Plaintiff,

v.

David Wilson, Steve Norvell, Neologic Distribution, Inc. and Fresh Water Systems, Inc.,

Of Whom David Wilson, Neologic Distribution, Inc. and Fresh Water Systems, Inc. are the Respondents,

and

John Gandis, Andrea Comeau-Shirley, and Carolina Custom Converting, LLC, are the Appellants.

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**DESIGNATION OF MATTERS TO BE INCLUDED  
IN THE RECORD ON APPEAL**

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Respondent proposes the following to be included in the Record on Appeal:

- 1) Order filed January 9, 2015

- 2) Rule 59 Motion for New Trial and/or Reconsideration filed January 20, 2015
- 3) Motion to Reconsider and Memorandum in Support filed January 22, 2015
- 4) Order Denying Defendants' Rule 59 Motion filed January 28, 2015
- 5) Transcript of Record Vol. I & II for September 29-30 and October 1-3, 2014

**Defense Exhibits**

- 6) Articles of Incorporation dated November 2, 2007
- 7) Email between John Gandis and Dave Simmons (US Trust Bank) Re: Carolina Custom dated April 13, 2008
- 8) Email between J. Gandis and David Wilson (Eastern Films) Re: Payroll dated April 23, 2008
- 9) Email between John Gandis and David Wilson (Eastern Films) Re: CCC Questions dated May 28, 2008
- 10) Email between Andrea Comeau-Shirley and John Gandis Re: Custom Carolina (Color Attachment) dated June 16, 2008
- 11) Email between David Wilson and John Gandis Re: EFS Sales and CCC Projected Sales dated June 24, 2008
- 12) Email between David Wilson and John Gandis Re: New Email Addresses dated June 24, 2008
- 13) Email between David Wilson and John Gandis Re: EFS Sales and CCC Projected Sales dated June 24, 2008
- 14) Email between John Gandis and David Wilson Re: AR Report for Eastern Films dated July 10, 2008
- 15) Email between David Wilson and Steve Norvell Re: West Carrollton Update dated July 14, 2015
- 16) Email between John Gandis and David Wilson FW: Please forward this to Dave dated July 23, 2008
- 17) Email between John Landis and David Wilson re: Lamborn dated August 12, 2008
- 18) Email between David Wilson and Steve Norvell Re: Additional Paperwork dated August 14, 2008
- 19) Email between David Wilson and Steve Norvell Re: EFS LOC XFER \$1000 dated August 21, 2008
- 20) Email between David Wilson and Steve Norvell Re: West Carrollton Inv #4532

- Due 8/20/08 dated August 22, 2008
- 21) Email between Steve Norvell and John Gandis Re: Lamborn Invoices dated August 25, 2008
  - 22) Email between Steve Norvell and David Wilson Re: West Carrollton – Good News! dated August 28, 2008
  - 23) Email between Carolina First Bank and Eastern Film Solutions LLC Re: Notice of Address Change dated October 16, 2008
  - 24) Email between Carolina First Bank and Eastern Film Solutions LLC Re: Statement of Account for Eastern Film Solutions Line of Credit dated November 11, 2008
  - 25) Email between Carolina First Bank and Eastern Film Solutions LLC Re: Statement of Account for Eastern Film Solutions Checking Account dated November 30, 2008
  - 26) Email between Carolina First Bank and Eastern Film Solutions LLC Re: Letter Notice Granting Request for Loan Modification dated December 8, 2008
  - 27) Email between David Wilson and Steve Norvell Re: West Carrollton and New Financing Opportunity dated December 10, 2008
  - 28) Email between David Wilson and Steve Norvell Re: JM Lamborn dated December 10, 2008
  - 29) Email between David Wilson and Carolina First Bank Re: Signature Page for EFS Modification dated December 18, 2008
  - 30) Profit & Loss by Job Spreadsheet for Commerce Films dated January 9, 2009
  - 31) Email between Steve Norvell and Eastern Film Solutions LLC Re: Copy of \$1324.95 check from EFS to “Eastern Films or Kirk Augsburg” for Replacement of Check # 203 dated March 6, 2009
  - 32) Email between Steve Norvell to David Wilson Re: Import Business for Carolina First LOC dated March 16, 2009
  - 33) Carolina First Bank Statement of Account for Eastern Film Solutions Checking Account dated March 31, 2009
  - 34) Email between David Wilson (CCC) and John Gandis Re: Andrea Responds dated April 13, 2009
  - 35) Email between David Wilson and Steve Norvell Re: LOC Financing for Lamborn Orders dated April 14, 2009
  - 36) Email between Steve Norvell and David Wilson (Eastern Films) Re: LOC Financing for Lamborn Orders dated April 19, 2009

- 37) Email between Wesley Lehrer (Carolina First Bank) to Steve Norvell and David Wilson Re: Eastern Films LOC App dated April 23, 2009
- 38) Email between Steve Norvell to Dorothy McKenna (Carolina First Bank) Re: Letter of Credit dated April 27, 2009
- 39) Statement of Account for Eastern Film Solutions Checking Account dated June 30, 2009
- 40) Cancelled Checks from Eastern Film Solutions Checking Account dated July 1, 2009
- 41) Email between David Wilson and Steve Norvell Re: LOC Financing for Lamborn Orders dated July 14, 2009
- 42) Copy of \$3,000.00 Check from Eastern Film Solutions to Flexible Technologies dated January 5, 2010
- 43) Email between Andrea Comeau-Shirley (Namaste Consulting /CCC) to Dave Wilson (CCC) Re: Inventory Discrepancy dated May 4, 2010
- 44) Email between David Wilson and Gary McCarrol (Modular Metal) Re: Transmission Letter dated September 9, 2010
- 45) Invoices from LAMTE Corp to Eastern Film Solutions dated November 2, 2010
- 46) Neologic's Response to Second Request for Production dated August 15, 2014 (pages 1049-1102)
- 47) Email between David Wilson (CCC) and John Gandis Re: Any Progress? dated July 6, 2011
- 48) Email between Andrea Comeau-Shirley (Namaste Consulting/CCC) and Joy Whitten Re: Employee Handbook ... Holiday Schedule dated July 18, 2011
- 48) Email between Andrea Comeau-Shirley (Namaste Consulting/CCC) and John Gandis Re: Inventory Reduction Plan dated August 12, 2011
- 50) Email between Andrea Comeau-Shirley (Namaste Consulting/CCC) and John Gandis and David Wilson (CCC) Re: Inventory Reduction Planning dated September 6, 2011
- 51) Email between Andrea Comeau-Shirley (Namaste Consulting/CCC) and John Gandis (CCC) Re: BOA - Sherrie dated September 6, 2011
- 52) Email between David Wilson (CCC) and John Gandis Re: 4<sup>th</sup> or 6<sup>th</sup> dated September 7, 2011

- 53) Email between David Wilson (CCC) and John Gandis (CCC) Re: K-1 Changes dated October 12, 2011
- 54) Email between Andrea Comeau-Shirley (Namaste Consulting/CCC) and John Gandis (CCC) Re: Restructuring for Dave dated October 13, 2011
- 55) Email between David Wilson and John Gandis Re: (no subject) dated October 17, 2011
- 56) Email between Andrea Comeau-Shirley (Namaste Consulting/CCC) and John Gandis Re: Confidential dated October 17, 2011
- 57) Email between David Wilson and John Gandis Re: Questions dated October 20, 2011
- 58) October 31, 2011 Letter from John Gandis to David Wilson Re: Outlining Three (3) Options for New Structure
- 59) Email between John Gandis and David Wilson Re: (no subject) dated October 31, 2011
- 60) November 3, 2011 Letter from John Gandis to David Wilson Re: Advising No More Loans after the December Loan
- 61) Purchase Order from Valencia Specialty Films to Eastern Film Solution, LLC dated November 8, 2011
- 62) Email between John Gandis to David Wilson Re: Reminder dated November 21, 2011
- 63) Email between John Gandis and David Wilson Re: Scan Data from (Dell9c646A) dated November 22, 2011
- 64) Email between John Gandis and David Wilson Re: Mailing Address Change dated November 30, 2011
- 65) Email between David Wilson and John Gandis Re: Buyout Structure dated December 1, 2011
- 66) Email between Andrea Comeau-Shirley and David Wilson Re: The Plan for 2012 - CCC dated December 13, 2011
- 67) Email between Andrea Comeau-Shirley and David Wilson Re: Selling CCC dated December 29, 2011
- 68) December 31, 2011 "Cash Position – Late 2011" Spreadsheet and Supporting Documents
- 69) Email between Steve Novell and David Wilson, Anthony Baumann Re: Carolina Custom Converting dated January 2, 2012

- 70) Email between Steve Novell and David Wilson, Anthony Baumann Re: Carolina Custom Converting dated January 5, 2012
- 71) Email between Andrea Comeau-Shirley and John Gandis Re: Dave's Offer Expires ? Patience, Grasshopper, Patience ... dated January 5, 2012
- 72) Email between Andrea Comeau-Shirley and David Wilson Re: Offer To Buy dated January 9, 2012
- 73) Three emails between Mark McGarel and David Wilson Re: Discussing Dave going to work for/with Mark dated January 9, 2012
- 74) Email between Bill Shaw and John Gandis Re: CCC Credit Information dated January 10, 2012
- 75) Email between David Wilson and Mark McGarel Re: Thanks dated January 11, 2012
- 76) Email between David Wilson and Mark McGarel Re: McGarel - FILMtech dated January 13, 2012
- 77) Email between David Wilson and Mark McGarel Re: FILMtech dated January 16, 2012
- 78) Email between Marty Eggers (3M) and David Wilson Re: Opportunity for Converting dated January 16, 2012
- 79) Email between Mark McGarel and David Wilson FW: McGarel -FILMtech dated January 16, 2012
- 80) January 19, 2012 Letter from William Floyd to Clayton Jennings Re: Preservation Letter - Do Not Destroy, Copy, Sell or Use Any CCC property
- 81) Email between Andrea Comeau-Shirley and John Zamer, John Gandis Re: Wilson's Intent to Compete with CCC – Analysis of Sales Mix – FILMtech dated January 22, 2012
- 82) Expert Report of Analysis by Kenny McLean, Computer Forensics Lab Re: Summary of the analysis of the two computer hard drives (Color) dated February 2, 2012
- 83) Expert Report of Analysis by Kenny McLean, Computer Forensics Lab Re: Summary of the preservation of Blackberry Bold contents (Color) dated February 10, 2012
- 84) Email between Steve Norvell and David Wilson Re: Gandis letter March 5, 2012 dated March 10, 2012
- 85) Email between David Wilson and Steve Norvell Re: Foil Deal for Neologic Distribution dated March 14, 2012

- 86) Email between David Wilson and JulieAnne London (Freshwater Systems) Re: Quote: Slitting Materials dated March 19, 2012
- 87) Email between Bill Roberts (All Foils) and JulieAnne London (Freshwater Systems) Re: Quote: Slitting Materials dated March 21, 2012
- 88) April 11, 2013 Screen Shot: "Manage Users" Tab for Database
- 89) Email between David Wilson and Steve Norvell Re: Neologic Film Sales dated April 23, 2011
- 90) Email between David Wilson and [Matt@sleeveco.com](mailto:Matt@sleeveco.com) Re: Dave Wilson Contact Update – Film and Foil Supply dated May 16, 2012
- 91) Email between David Wilson and Tracy Lyons Re: Various dated May 23, 2012
- 92) Email between David Wilson (Neologic) and Marc Middleton (Royal Metal Products) Re: Dave Wilson Contact Update - Film and Foil Supply dated June 18, 2012
- 93) Email between David Wilson (Neologic) and Steve Norvell Re: Neologic Credit Information dated June 19, 2012
- 94) Email between David Wilson and John Pastor Re: Polyester Film dated June 19, 2012
- 95) Email between Anthony Cuschieri and David Wilson Re: 92 Gauge Matte Pet dated August 21, 2012
- 96) Email between David Wilson and Ray Harris Re: CCC Financials dated September 10, 2012
- 97) Email between Ray Harris and David Wilson Re: Business Analysis dated September 20, 2012
- 98) September 20, 2012 Transactions by Account – Andrea Comeau-Shirley Equity
- 99) September 20, 2012 Transactions by Account – David Wilson Equity
- 100) September 20, 2012 Transactions by Account – John Gandis Equity
- 101) Email between Joe Benedict and David Wilson (Neologic) Re: Toll Slitting dated November 6, 2012
- 102) Email between David Wilson (Neologic) and Steve Norvell Re: CCC dated December 3, 2012
- 103) December 5, 2012 Email from W. Andrew Arnold Re: "I can't forward ...

- 104) Hearing Transcript
- 105) Email between John Gandis and David Wilson Re: Term Sheet dated December 10, 2012
- 106) Email between David Wilson (Neologic) and Marty (ESA Inc) Re: Updates dated December 10, 2012
- 107) Email between David Wilson (Neologic) and Trip Gentry (Supply One) Re: Polyester Film ? dated January 3, 2013
- 108) Email between Steve Novell and David Wilson Re: INTL UPS Shipment JBF Dubai UAE dated January 10, 2013
- 109) Email between David Wilson (Neologic) and Bill Shaw Re: 217005 9.4.12 dated January 15, 2013
- 110) Email between David Wilson and [jabell@mmm.com](mailto:jabell@mmm.com) Re: Polyester Supply dated January 16, 2013
- 111) Email between David Wilson (Neologic) and Karl Szelpal Re: Holographic Films dated January 16, 2013
- 112) Email between David Wilson and Beth Dunn Re: Polyester Film (mylar) dated March 4, 2013
- 113) Email between David Wilson (Neologic) and JulieAnne London, Bill Shaw (Neologic) Re: 20,000 lbs. PvDC Film dated March 29, 2013
- 114) Email between Bill Shaw (Neologic) and Ian VanderBeek (Toray) Re: Meeting Follow-Up dated April 16, 2013
- 115) Email between Steve Norvell and David Wilson Re: Legal Invoice and Interest Rate dated May 28, 2013
- 116) Email between Steve Talley (American Color Tech) and David Wilson Re: Visit to Eldo Next Week dated May 31, 2013
- 117) Email between Steve and David Wilson Re: Lawsuit CCC v. Neologic dated June 27, 2013
- 118) Email between David S. Fowler and David Wilson Re: Resin Index Question dated August 5, 2013
- 119) Email between Andrea Comeau-Shirley and John Gandis Re: Proof Created on January 9<sup>th</sup> dated December 4, 2013
- 120) Damages Report dated December 31, 2013 (created by Nexsen Pruet)

- 121) Email between Steve Norvell and John Gandis Re: Compensation dated January 17, 2014
- 122) Wilson's Responses to CCC's Second Set of Interrogatories dated March 7, 2014
- 123) Email between Dave Wilson and Jim Bucks Re: Happy Reading dated May 23, 2014
- 124) Affidavit of Kenny McLean dated June 18, 2014
- 125) 2007 – 2011 Funds Advanced by John Gandis
- 126) 2007-2012 Annual Cash To and From Members (with supporting documentation)
- 127) 2007 – 2014 Deferred Rent Payable (spreadsheet)
- 128) 2007-2014 Eastern Film Sales by Customer Detail (spreadsheet)
- 129) Excerpt from Southern First Bank Document Production
- 130) Excerpt from First Citizens Bank Document Production
- 131) 2008-2011 Annual Cash Position Distribution Ratio Per Year
- 132) 2009-2011 Misuse of Company Money – D. Wilson's Expense Report (spreadsheet)
- 133) 2011-2012 Improper Purchase Orders
- 134) 2012-2014 Neologic Sales by Customer Summary (spreadsheet)
- 135) 2012-2013 Series of Emails To and From David Wilson
- 136) 2012-2014 Neologic, Inc. Balance Sheets
- 137) List of Customers (undated)
- 138) List of Vendors (undated)
- 139) CCC PowerPoint Presentation "What is Scrap" (undated)
- 140) Email between David Wilson (CCC) and John Gandis (CCC) re: Inventory as of 9-12 dated September 12, 2011
- 141) September 21, 2011 Letter from Ray Batson Re: David Wilson
- 142) Email between David Wilson (CCC) and Andrea Comeau-Shirley, John Gandis Re: Sales Trend ( ) or Fluke (Color Attachment) dated September 29, 2011
- 143) Email between David Wilson and John Gandis Re: 2012 Sales Budget dated

December 14, 2012

- 144) Email between Andres Comeau-Shirley and John Gandis Re: ProForma Balance Sheet dated December 29, 2011
- 145) December 31, 2011 ProForma Balance for Dave Proposal
- 146) December 31, 2011 ProForma Equity for Dave Proposal
- 147) Email between Andrea Comeau-Shirley and David Wilson (CCC), John Gandis (CCC) Re: ProForma Balance Sheet dated January 1, 2012
- 148) Email between Davis Wilson (Eastern Film Solutions) and Steve Norvell Re: Foil Deal Neologic Distribution dated March 14, 2012
- 149) Email between David Wilson (Neologic) and Trip Gentry (Supply One) Re: New Contact Info – Dave Wilson dated May 3, 2012
- 150) Email between David Wilson (Eastern Film Solutions) and [mmyers@pcfi.net](mailto:mmyers@pcfi.net) Re: Credit Reference dated May 8, 2008
- 151) Email between David Wilson (Neologic) and Sonia Garza [soniagr@vermont.com.mx](mailto:soniagr@vermont.com.mx) Re: Dave Wilson Contact Update dated May 14, 2012
- 152) Email between David Wilson and [matt@sleeveco.com](mailto:matt@sleeveco.com) Re: Dave Wilson Contact Update – Film and Foil Supply dated May 16, 2012
- 153) Email between David Wilson (Neologic) and Mary Gervais (Toray) Re: 48 Gauge dated June 29, 2012
- 154) Email between David Wilson (Neologic) and Angele Doiron (Imperial Group) Re: FOIL and POTR RFQ dated September 20, 2012
- 155) Email between David Wilson (Neologic) and Ray Hughes (BPR Plastics) Re: Silicone Coated Pet dated January 3, 2013
- 156) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: Polyester Film? dated January 4, 2013
- 157) Email between David Wilson (Neologic) and Ray Hughes (BPR Plastics) Re: Silicone Coated Pet dated January 7, 2013
- 158) Email between David Wilson (Neologic) and Trip Gentry (Supply One) Re: Polyester Film ? dated January 8, 2013
- 159) Email between David Wilson (Neologic) and Bill Shaw (Neologic) Re: Polyester Film Clear and Yellow dated January 14, 2013
- 160) Email between Rosie Jaipual and John Gandis (CCC) Re: Neologic Dist Welcomes Bill Shaw (Color Attachment) dated January 14, 2013

- 161) Email between David Wilson (Neologic) and Bill Shaw (Neologic) Re: 217005 9.4.12 dated January 15, 2013
- 162) Email between David Wilson (Neologic) and Bill Shaw (Neologic) Re: Bare Foil Pricing dated January 22, 2013
- 163) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: FOIL-325 3.25 Wide 35 GA Wet Able Aluminum dated January 23, 2013
- 164) Email between David Wilson (Neologic) and Bill Shaw (Neologic) Re: O.C. 1026165 dated February 4, 2013
- 165) Email between David Wilson (Neologic) and Bill Shaw (Neologic) Re: Vermont Labels dated February 4, 2013
- 166) Email between David Wilson (Neologic) and Bill Shaw (Neologic) Re: Toll Slitting dated February 4, 2013
- 167) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: POTR-225 PO # 21545-5 dated February 13, 2013
- 168) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: Neologic Distribution Available Film List 2.20.13 dated February 22, 2013
- 169) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: PO 120414-1 dated March 12, 2013
- 170) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: Industries Vermont Costs dated March 20, 2013
- 171) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: Neologic Distribution Available Film List 3-21-13 dated March 22, 2013
- 172) Email between David Wilson (Neologic) and Eterne Yu (Foil Film Tape), Andy (Foil Film Tape) Re: Aluminum/Copper Foil/Pet Laminate Tape Supplier... EternalChina dated June 21, 2013
- 173) Email between David Wilson (Neologic) and Angele Doiron (Imperial Group) Re: [spam] Re: [spam] Re: FW: Can me when you can dated June 26, 2013
- 174) Email between John Tarchala (Prime Packaging) and Bill Shaw (Neologic), David Wilson (Neologic) Re: PO# 32014 & 32015 dated July 25, 2013
- 175) Email between Bill Shaw (Neologic) and David Wilson (Neologic) Re: 48g Metallized PET Film dated November 21, 2013
- 176) Email between Bill Shaw (Neologic) and [susan@hcdxcl.com.cn](mailto:susan@hcdxcl.com.cn) Re: Dave Wilson

has sent you a new message dated April 16, 2014

- 177) Email between David Wilson (Neologic) and Randy J. Fox (Patrick Ind.)  
Re: 500g metallized Pet films dated June 17, 2014
- 178) Email between CCC and All Employees Re: Employee Handbook from Gandis  
Affidavit (undated)
- 179) Stoddard Affidavit dated December 31, 2009
- 180) Email between Marvin Larrimore (Faith Group) and David Wilson (Neologic)  
Re: Dave Wilson Contact Information dated May 9, 2012

### **Plaintiff Exhibits**

- 181) John Gandis Business Opportunities Meeting, October 30, 2007
- 182) Email between John Gandis and Steve Potts Re: Carolina Custom dated  
November 14, 2007 - November 27, 2007
- 183) Emails between John Gandis and Andrea Comeau-Shirley Re: Update dated  
May 30, 2008 – June 2, 2008
- 184) Email to John Gandis from Andrea Comeau-Shirley Re: Custom Carolina, Attachment:  
Carolina Custom LLC Formation Questionnaire dated June 16, 2008
- 185) Emails between John Gandis and Andrea Comeau-Shirley Re: Checking In dated  
June 23, 2008-July 10, 2008
- 186) Emails between Dave Wilson and John Gandis Re: EFS Sales and CCC Projected  
Sales dated June 24, 2008
- 187) Emails between John Gandis and David Wilson Re: EFS Sales and CCC Projected  
Sales dated June 24, 2008
- 188) Emails between John Gandis and Andrea Comeau-Shirley Re: Documents for  
Suppliers dated June 23, 2008 - July 14, 2008
- 189) Emails between Dave Wilson and John Gandis Re: Invoice from CCC dated  
July 9, 2008 – August 4, 2008
- 190) Email between John Gandis and Andrea Comeau-Shirley Re: Please forward this to  
Dave dated July 14, 2008
- 191) Email between Andrea Comeau-Shirley and John Gandis Re: Documents for Suppliers  
dated July 14, 2008
- 192) Email between John Gandis and to David Wilson Re: Lamborn dated  
August 12, 2008

- 193) Email between Andrea Comeau-Shirley and John Gandis Re: Update, etc. dated August 27, 2008
- 194) Emails between Andrea Comeau-Shirley and John Gandis Re: Joy Whitten – Additional CCC Accounting Items dated September 7, 2008
- 195) Emails between Andrea Comeau-Shirley, John Gandis, and Joy Whitten Re: Dialogue with Joy Whitten dated November 14, 2008
- 196) Email between David Wilson and John Lamborn Re: Please call me dated January 13, 2009
- 197) Email between John Gandis, Andrea Comeau-Shirley, David Wilson Re: West Carolton, Re: Ahlstom West Carrollton and Weifang Hongrun - few last questions dated June 17, 2009
- 198) Email between John Gandis and Andrea Comeau-Shirley Re: EFS questions dated June 22, 2009 and June 23, 2009
- 199) Email between David Wilson and John Gandis Re: West Carrollton Quote7-14-08 rev. dated October 30, 2009
- 200) Email between Andrea Comeau-Shirley and David Wilson Re: Plan 250 dated November 13, 2009
- 201) Email between Andrea Comeau-Shirley and David Wilson Re: CCC Plan for 2010 dated January 18, 2010
- 202) Email between Andrea Comeau-Shirley and David Wilson dated June 29, 2010
- 203) Emails between Andrea Comeau-Shirley and John Gandis Re: Cash...what to do with it... dated March 4, 2011 - March 7, 2011
- 204) Email between Andrea Comeau-Shirley and John Gandis Re: Funding the Tax Bill dated March 7, 2011
- 205) Emails between Andrea Comeau-Shirley, Bill Shaw and John Gandis Re: IT Coming to Greenville and Re: Various Administration Things dated March 9, 2011 – March 10, 2011
- 206) Emails between Andrea Comeau-Shirley and Bill Shaw Re: Various Administration Things dated March 10, 2011
- 207) Emails between Andrea Comeau-Shirley, Cherish Moss, John Gandis and Gurley Re: Old Emails and the New Emails dated March 11, 2011
- 208) Email between Andrea Comeau-Shirley and Joy Whitten Re: We need your help on Monday for Lizza – Need to get into the old Decotex on CCC dated March 12, 2011
- 209) Email between Andrea Comeau-Shirley and John Gandis Re: Email Changes Alternative

#2 dated March 12, 2011

- 210) Email between Andrea Comeau-Shirley and John Gandis Re: Bookkeeper Job Description dated March 15, 2011
- 211) Emails between Andrea Comeau-Shirley and John Gandis Re: Paper dated March 14, 2011 - March 15, 2011
- 212) Emails between Andrea Comeau-Shirley and John Gandis Re: Decotex and Re: IP dated March 14, 2011 – March 16, 2011
- 213) Email between Andrea Comeau-Shirley and John Gandis Re: Leasing Property dated March 29, 2011
- 214) Email between Andrea Comeau-Shirley and John Gandis Re: Private...Structure with Dave dated March 29, 2011
- 215) Email between Andrea Comeau-Shirley and David Wilson Re: K1 dated April 15, 2011
- 216) Email between Andrea Comeau-Shirley and John Gandis Re: M-Tech LOC dated April 26, 2011
- 217) Emails between Andrea Comeau-Shirley and John Gandis Re: M-Tech LOC dated April 25, 2011 – April 26, 2011
- 218) Emails between John Gandis and David Wilson, Andrea Comeau-Shirley Re: CC Charges, Re: Efax...duplicating incoming emails...and blackberries dated August 11, 2011 – August 25, 2011
- 219) Email between John Gandis and Andrea Comeau-Shirley Re: Buck's Existing Customers dated August 16, 2011
- 220) Email between Andrea Comeau-Shirley and John Gandis Re: BOA – Sherrie dated September 6, 2011
- 221) Email between Andrea Comeau-Shirley and John Gandis Re: Business CONFIDENTIAL DO NOT FORWARD (Andrea Comeau-Shirley forwarding David Wilson's email from his wife) dated September 19, 2011
- 222) Email between from Andrea Comeau-Shirley and John Gandis Re: CONFIDENTIAL BUSINESS STRUCTURING dated September 20 2011
- 223) Email between Andrea Comeau-Shirley and John Gandis Re: Information for the Bank dated September 22, 2011
- 224) Email between Andrea Comeau-Shirley and John Gandis Re: Restructuring for Dave dated October 13, 2011
- 225) Email between Andrea Comeau-Shirley and John Gandis Re: Restructuring for Dave - CONFIDENTIAL\*\*\*DO NOT FORWARD dated October 12, 2011 0 October 12, 2011

- 226) Email between Andrea Comeau-Shirley and John Gandis Re: Dave's Capital Account dated October 17, 2011
- 227) Email between Andrea Comeau-Shirley and John Gandis Re: Andrea Dated October 21, 2011
- 228) Email between Andrea Comeau-Shirley and John Gandis, David Wilson Re: Dave's Distributions dated October 24, 2011
- 229) Email between Andrea Comeau-Shirley and John Gandis Re: Letter for Dave dated October 31, 2011
- 230) Email between Andrea Comeau-Shirley and John Gandis Re: What to do with our money dated October 31, 2011
- 231) Email between Andrea Comeau-Shirley and to John Gandis Re: Happy Halloween Dated October 31, 2011
- 232) Emails between David Wilson, John Gandis and Andrea Comeau-Shirley Re: Paycheck and Loan Agreement dated October 31, 2011
- 233) Email between Andrea Comeau-Shirley to Witten Re: Check to Dave, with Attachment: Request for Advance dated October 12, 2011
- 234) Email between David Wilson, Andrea Comeau-Shirley and John Gandis Re: Request For Advance dated November 2, 2011
- 235) Email between Andrea Comeau-Shirley and John Gandis Re: I think you will like this one much better! Attachments: Dave Letter dated November 2, 2011 (Image003.jpg)
- 236) November 3, 2011 Letter from John Gandis to David Wilson Re: Proposed 2012 Agreement dated November 3, 2011
- 237) Email between Andrea Comeau-Shirley and John Gandis Re: Dave Today – Starting to see what has happened to our money - here is a schedule for you dated November 6, 2011
- 238) Email between Andrea Comeau-Shirley and John Gandis Re: Strictly Confidential Dated November 9, 2011
- 239) Email between Andrea Comeau-Shirley and John Gandis Re: Dave Letter see my suggested addition near the end dated November 9, 2011
- 240) Email between John Gandis and David Wilson Re: Business Analysis dated November 10, 2011
- 241) Emails between John Gandis and Andrea Comeau-Shirley Re: CCC Thought dated November 11, 2011 – November 13 2011

- 242) Email between Andrea Comeau-Shirley and John Gandis Re: CCC Thought dated November 13, 2011
- 243) Email between Andrea Comeau-Shirley to Denise, John Gandis Re: M-tech – Her is Joy Whitten’s access – you should probably call QuickBooks and have them help you rest the Admin sign in – as no one can get in as Admin. dated November 15, 2011
- 244) Email between Andrea Comeau-Shirley and John Gandis Re: Expense check for Dave, Attachment: Export Proforma Invoice dated November 21, 2011
- 245) Email between Andrea Comeau-Shirley and John Gandis - Forwarding Bill Shaw’s Email Re: FW: RBF RAK Prepayment information CCC-810, Attachment: Export Proforma Invoice dated November 14, 2011 – November 21, 2011
- 246) Email between Andrea Comeau-Shirley and to John Gandis Re: Dave Employment Offer Letter, Attachments: Dave Offer Letter dated November 22, 2011
- 247) Email between John Gandis and Andrea Comeau-Shirley Re: Now we wait. . . dated November 22, 2011 – November 23, 2011
- 248) Email between Andrea Comeau-Shirley and to [tiffanycharles@ustrust.com](mailto:tiffanycharles@ustrust.com) Re: Film Purchase RBF RAK Prepayment Information CCC-810 dated November 28, 2011
- 249) Email between Andrea Comeau-Shirley and [tiffanycharles@ustrust.com](mailto:tiffanycharles@ustrust.com) Re: Money Market Account Authorization dated November 28, 2011
- 250) Emails between Andrea Comeau-Shirley, John Gandis and [tiffanycharles@ustrust.com](mailto:tiffanycharles@ustrust.com) Re: FW: Money Market Account Authorization, Attachment: Wire Transfer Profile Dated November 28, 2011
- 251) Emails between Andrea Comeau-Shirley and [tiffanycharles@ustrust.com](mailto:tiffanycharles@ustrust.com) Re: Money Market Account Authorization dated November 28, 2011
- 252) Email between Andrea Comeau-Shirley and John Gandis Re: Replying to Dave’s Buyout Structure - Strictly Confidential dated December 3, 2011
- 253) Email between Andrea Comeau-Shirley and John Gandis Re: Phone Follow up dated December 4, 2011
- 254) Email between Andrea Comeau-Shirley and John Gandis Re: Discussing Credit Cards - American Express Credit Card – Cancelling Others dated December 13, 2011
- 255) Email between Andrea Comeau-Shirley and John Gandis Re: The Plan for 2012- For Your Review dated December 13, 2011
- 256) Email between Andrea Comeau-Shirley and David Wilson Re: The Plan for 2012 – CCC dated December 13, 2011

- 257) Email between Andrea Comeau-Shirley and John Gandis Re: Sales Trips for Dave dated December 15, 2011
- 258) Email between Andrea Comeau-Shirley and John Gandis Re: FW: Payoff on Dave's Car Loan dated December 15, 2011
- 259) Email between Andrea Comeau-Shirley and John Gandis Re: CCC Distributions dated December 15, 2011
- 260) Email between Andrea Comeau-Shirley and John Gandis, Cook Re: FW: Lambro – Custom Laminating dated December 19, 2011
- 261) Email between Andrea Comeau-Shirley and John Gandis Re: Confidential – Member Redemption Request dated December 28, 2011
- 262) Email between Andrea Comeau-Shirley and David Wilson Re: Selling CCC dated December 29, 2011
- 263) Email between Andrea Comeau-Shirley and David Wilson Re: ProForma Balance Sheet dated January 2, 2012
- 264) Email between Andrea Comeau-Shirley and John Gandis Re: Dave dated January 2, 2012
- 265) CONFIDENTIAL DO NOT FORWARD Email between Andrea Comeau-Shirley and John Gandis Re: CDA dated January 5, 2012
- 266) Email between Andrea Comeau-Shirley and John Gandis Re: I changed Dave so that the only thing that he has access to is the SALES area within QuickBooks dated January 5, 2012
- 267) Email between Andrea Comeau-Shirley and John Gandis Re: Strictly Confidential Dated January 5, 2012
- 268) Email between David Wilson and John Gandis Re: Dave Offer Expires ? Patience, Grasshopper, Patience dated January 5, 2012
- 269) Email between Andrea Comeau-Shirley and David Wilson Re: Offer to Buy dated January 6, 2012
- 270) Email between Andrea Comeau-Shirley and John Gandis Re: Please forward the email you sent to Dave to Zamer dated January 6, 2012
- 271) Email between from Andrea Comeau-Shirley and John Gandis Re: Advice poorly given dated January 16, 2012
- 272) Email between Andrea Comeau-Shirley and John Gandis Re: Help dated January 17, 2012
- 273) Email between Andrea Comeau-Shirley and John Gandis Re: Spoke with the

- Police Dept. dated January 18, 2012
- 274) Emails between John Gandis and Andrea Comeau-Shirley Re: dave@ccc-films.com dated January 18, 2012
- 275) Email between Andrea Comeau-Shirley and John Gandis Re: dave@ccc-films.com dated January 19, 2012
- 276) Email between Andrea Comeau-Shirley and John Gandis Re: Eastern Films dated January 21, 2012
- 277) Email between Andrea Comeau-Shirley and John Gandis Re: FYI Bruce and Bill dated January 21, 2012
- 278) Email between Andrea Comeau-Shirley and John Gandis Re: M-Tech RENT – LOC Transfer and Related Interest Charges dated February 1, 2012
- 279) Emails between Bruce Hotmer, John Gandis, and Andrea Comeau-Shirley Re: Issue to be Resolved dated February 1, 2012 – February 2, 2012
- 280) Email between Andrea Comeau-Shirley and John Gandis Re: M-Tech RENT – LOC Transfer and Related Interest Charges dated February 2, 2012
- 281) February 7, 2012 Letter from Jennings Law Firm, LLC to William Floyd, Esq. Re: CCC LLC Settlement
- 282) CONFIDENTIAL Email between Andrea Comeau-Shirley and John Gandis FW: Letter dated February 10, 2012
- 283) February 15, 2012 Letter from William H. Floyd, III to Clayton Jennings
- 284) February 27, 2012 Letter from Jennings Law Firm, LLC to William Floyd, Esq. Re: CCC Settlement
- 285) March 5, 2013 Letter from David Wilson to John Gandis Re: CCC, LLC
- 286) Email between Andrea Comeau-Shirley and John Gandis Re: Brian Cunningham and Michael dated March 15, 2012
- 287) Email between from Andrea Comeau-Shirley and John Gandis Re: New Company Name dated March 15, 2012
- 288) Email between Andrea Comeau-Shirley and John Gandis Re: Sales Person Question dated March 28, 2012
- 289) Email between Andrea Comeau-Shirley and John Gandis Re: Spelling of New Name dated March 28, 2012
- 290) Email between Andrea Comeau-Shirley and Stephen Potts Re: New SC LLC dated April 2, 2012

- 291) Email between Bill Shaw, Andrea Comeau-Shirley, and Witten Re: SO 1546 - HELP!  
Dated April 17, 2012
- 292) Email between Andrea Comeau-Shirley and John Gandis Re: Dad dated July 20, 2012
- 293) Email between Andrea Comeau-Shirley and John Gandis Re: ZOI Films -  
Applying for a Line of Credit at BOA – Can you help? Dated July 20, 2012
- 294) Email between Andrea Comeau-Shirley and John Gandis Re: Wilson UCC for CCC  
(SC Secretary of State – Online UCC Filing Receipt) dated August 15, 2012
- 295) November 21, 2012 Jones Law Firm invoice Re: Drafting CCC’s Operating Agreement  
and Articles
- 296) Email between Dave DeAngelis and Mark McGarel attaching CCC ZOI Account  
Information dated December 6, 2013
- 297) Invoice and Sales Order Calflex from EFS for film dated June 16, 2008 - August  
15, 2008
- 298) Invoices to US Flex from EFS dated August 5, 2008 – August 22, 2008
- 299) Invoices and Sales Orders to Dundas from EFS dated July 3, 2008 – September  
12, 2008
- 300) September 5, 2008 Invoice to Flexible Technologies from EFS
- 301) December 15, 2008 Invoice to Horizon Energy from EFS
- 302) Invoices and Sales Orders to Industrias Vermont from EFS dated October 14, 2008 –  
October 20, 2008
- 303) Invoices and Sales Orders to Interflex Group from EFS dated September 29, 2008 –  
October 10, 2008
- 304) Invoices and Sales Orders to JP Lamborn from EFS dated May 14, 2008 –  
June 29, 2009
- 305) Invoices and Sales Orders to Modular Metal Fabricators from EFS dated July 7, 2008 –  
October 23, 2008
- 306) Invoice and Sales Orders to Techniflex from EFS dated September 25, 2008 –  
October 9, 2008
- 307) Invoices and Sales Orders to Ahlstrom Paper from EFS dated December 14, 2007 –  
November 3, 2008
- 308) South Carolina Articles of Organization – LLC for CCC, dated November 2, 2007

- 309) Invoices from CCC to Eastern Film Solutions dated June 30, 2008 – August 25, 2008
- 310) ZOi Films, LLC Operating Agreement dated July 5, 2012
- 311) Declaration of ZOi Films, LLC dated July 9, 2012
- 312) July 19, 2012 IRS letter to Major Brain Storms Inc. as a member of ZOi
- 313) ZOI Opening Account Bank of America dated July 29, 2012
- 314) ZOI Sales & Use Tax Certificate dated July 30, 2012
- 315) Letter from Andrea Comeau-Shirley to IRS re: ZOI application for EIN (drafted on April 11, 2013)
- 316) 2012 -2014 Neologic Sales by Customer Summary
- 317) November 2007 – March 2014 Eastern Film Sales by Customer Detail
- 318) 2008 – 2013 Normalized Income Statement & Balance Sheet for CCC (*Exhibit 38 from Bradshaw's report*)
- 319) Articles of Organization of ZOi Films, LLC dated July 4, 2012
- 320) EFS Check #2299 to CCC dated December 19, 2008 re: Horizon Energy
- 321) Email between John Gandis and David Wilson Re: Invoice from CCC, LLC dated August 4, 2008
- 322) Email between David Wilson and John Gandis Re: Purchase Order from CCC, LLC dated August 8, 2008
- 323) Email between John Gandis and Wilson Re: Lamborn dated August 12, 2008
- 324) Email between David Wilson and John Re: Lamborn Invoices dated August 25, 2008
- 325) Email between John Gandis and David Wilson Re: Dundas payment dated October 3, 2008
- 326) Email between David Wilson and John Gandis Re: 3" Metallized dated December 19, 2008
- 327) Email between David Wilson and John Gandis Re: Need Pallet Weight dated March 11, 2009
- 328) Email between David Wilson and John Gandis Re: CCC Prospect Sales rev.xls dated March 16, 2009
- 329) Email between David Wilson and Joy Whitten Re: Terms dated April 15, 2009

- 330) Email between Andrea Comeau- Shirley to John Gandis, David Wilson  
Re: Financing for Import Business dated May 55, 2009
- 331) Email between Andrea Comeau-Shirley and David Wilson Re: Paper Work  
Examples Still Needed... dated June 18, 2009
- 332) Email between David Wilson and John Gandis Re: UL dated September 16, 2009
- 333) Email between David Wilson and Joy Whitten Re: New Supplier and PO dated  
December 2, 2009
- 334) Email between John Gandis and Andrea Comeau-Shirley Re: Mark Canapa  
dated January 4, 2010
- 335) Email between Andrea Comeau-Shirley and John Gandis, David Wilson  
Re: New Communication with Simon – based on attorney's advice dated  
January 5, 2010
- 336) Email between Andrea-Comeau Shirley and David Wilson, John Gandis  
Re: CCC Accounting Matters dated February 24, 2010
- 337) Email between David Wilson and John Gandis Re: Your Order #601311 dated  
June 7, 2010
- 338) Email between John Gandis to David Wilson Re: Subject: Tax Payment dated  
July 14, 2010
- 339) Email between David Wilson and John Gandis Re: Greetings dated June 9, 2011
- 340) Email between John Gandis and David Wilson Re: Dundas Payment dated  
October 3, 2008
- 341) Email between John Gandis and David Wilson Re: Tax payment dated July 14, 2010
- 342) Email between David Wilson and John Gandis Re: Tomorrow dated  
December 19, 2011
- 343) Email between Andrea Comeau-Shirley and David Wilson, John Gandis  
Re: ProForma Balance Sheet dated December 29, 2011
- 344) Emails between John Gandis and David Fowler Re: Past Due Balance dated  
August 29, 2012 – September 25, 2012
- 345) Emails between Davis Fowler and John Gandis, Parham Shariatzadeh Re: CCC  
Now Invoice Outstanding = USD 6,303.99 dated March 12, 2013 0 April 22, 2013
- 346) CCC Confidential Relationship Agreement
- 347) Valencia Purchase Order 477, Sales Order, Invoice, and Related Emails dated

November 20, 2011

- 348) October 17, 2012 JBF Rack Purchased – Made by John Gandis
- 349) Rosen's Spreadsheet of Other Assets Not Appraised
- 350) Daily Journal of Joy Whitten dated March 21 – April 1
- 351) 2008 MTech Rent
- 352) Stoddard's Valuation for 2011 and 2013
- 353) Affidavit of John Gandis dated June 19, 2014
- 354) LogMeIn's Response to Williams' Subpoena
- 355) P-177 EFS Sales by Customer Summary

**Defendant Exhibits**

- 366) D-174 Email correspondence between Gandis and Shirley
- 367) D-180 Appraisal Report
- 368) D-181 Report
- 369) D-182 Email/Invoice
- 370) D-183 Damages Model

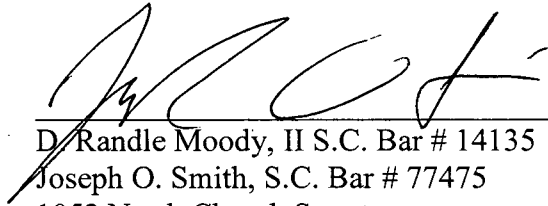
**Court Exhibits**

- 366) C-1 Del Bradshaw Report

I certify that this designation contains no matter which is irrelevant to this appeal.

**(signature page to follow)**

ROE CASSIDY COATES & PRICE, P.A.

A handwritten signature in black ink, appearing to read "Randle Moody, II", is written over a horizontal line. The signature is stylized and cursive.

D. Randle Moody, II S.C. Bar # 14135

Joseph O. Smith, S.C. Bar # 77475

1052 North Church Street

Greenville, South Carolina 29601

(864) 349-2600

(864)-349-0303 fax

*Attorneys for Appellants*

February 29, 2016

Greenville, South Carolina

THE STATE OF SOUTH CAROLINA  
In The Court of Appeals

APPEAL FROM GREENVILLE COUNTY  
Circuit Court

D. Garrison Hill, Circuit Court Judge

**RECEIVED**  
MAR 01 2016  
SC Court of Appeals

Appellate Case No. 2015-000476

Case No. 2012-CP-23-02887

David Wilson, individually and derivatively on behalf of Carolina Custom Converting, LLC,  
Plaintiff,

v.

John Gandis, Andrea Comeau-Shirley, Zoi Films, LLC, and Carolina Custom Converting,  
LLC, Defendants,

John Gandis and Andrea Comeau-Shirley, Third-Party Plaintiffs,

v.

Carolina Custom Converting, LLC, Third-Party Defendant and Counterclaim Plaintiff,

v.

David Wilson, Steve Norvell, Neologic Distribution, Inc. and Fresh Water Systems, Inc.,

Of Whom David Wilson, Neologic Distribution, Inc. and Fresh Water Systems, Inc. are the  
Respondents,

and

John Gandis, Andrea Comeau-Shirley, and Carolina Custom Converting, LLC, are the  
Appellants.

---

**PROOF OF SERVICE**

---

I certify that I have served the Initial Brief of Appellants John Gandis and Andrea Comeau-Shirley and the Designation of Matter on all Counsel of Record by depositing a copy of each in the United States Mail, postage pre-paid, this 29<sup>th</sup> day of February, 2016, addressed as follows:

W. Andrew Arnold, Esq.  
712 E. Washington Street  
Greenville, South Carolina, 29601  
*Attorney for Respondent David Wilson*

Bruce B. Campbell, Esq.  
307 Pettigru Street  
Greenville, South Carolina 29601  
*Attorney for Respondents Steve Norvell,  
Neologic Distribution Inc. and Fresh Water Systems, Inc.*

Burl F. Williams  
NEXSEN PRUET, LLC  
Post Office Drawer 10648  
Greenville, South Carolina 29603-0648  
*Attorney for Co-Appellant, Carolina Custom Converting, LLC*

ROE CASSIDY COATES & PRICE, P.A.



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**RECEIVED**

MAR 01 2016

SC Court of Appeals

February 29, 2016

**VIA FEDERAL EXPRESS**

The Hon. Jenny Abbott Kitchings  
Clerk, South Carolina Court of Appeals  
1220 Senate Street  
Columbia, SC 29201

**Re: David Wilson v. John Gandis**  
**Appellate Case No. 2015-000476**  
**Lower Case No. 2012-CP-23-02887**  
RCCP 2209.0002

Dear Ms. Kitchings:

Enclosed for filing, please find the original and two (2) copies of the **Appellants' Initial Brief and Designation of Matter** in the above-referenced appeal.

Please file the enclosed documents in your usual manner and kindly return a clocked copy of the same to me in the stamped, self-addressed envelope provided herein.

If you have any questions or concerns, please do not hesitate to call. Thank you for your assistance.

With kind regards, I am,

Sincerely,

**ROE CASSIDY COATES & PRICE**



Joseph O. Smith

JOS/esg

Enclosures: (as stated above)

cc: Burl F. Williams with Enclosures  
W. Andrew Arnold with Enclosures  
Bruce B. Campbell with Enclosures

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