

STATE OF SOUTH CAROLINA
COUNTY OF Cherokee
IN THE COURT OF COMMON PLEAS

JUDGMENT IN A CIVIL CASE

CASE NO. 2007CP1100802

David L O'shields
PLAINTIFF(S)

Piedmont Glass & Mirror et al
DEFENDANT(S)

DISPOSITION TYPE (CHECK ONE)

- JURY VERDICT.** This action came before the court for a trial by jury. The issues have been tried and a verdict rendered.
- DECISION BY THE COURT.** This action came to trial or hearing before the court. The issues have been tried or heard and a decision rendered.
- ACTION DISMISSED (CHECK REASON):** Rule 12(b), SCRPC; Rule 41(a), SCRPC (Vol. Nonsuit); Rule 43(k), SCRPC (Settled);
 Other
- ACTION STRICKEN (CHECK REASON):** Rule 40(j), SCRPC; Bankruptcy;
 Binding arbitration, subject to right to restore to confirm, vacate or modify arbitration award;
 Other
- STAYED DUE TO BANKRUPTCY**
- DISPOSITION OF APPEAL TO THE CIRCUIT COURT (CHECK APPLICABLE BOX):**
 Affirmed; Reversed; Remanded;
 Other

NOTE: ATTORNEYS ARE RESPONSIBLE FOR NOTIFYING LOWER COURT, TRIBUNAL, OR ADMINISTRATIVE AGENCY OF THE CIRCUIT COURT RULING IN THIS APPEAL.

IT IS ORDERED AND ADJUDGED: See attached order (formal order to follow) Statement of Judgment by the Court:

See below additional order information:

ORDER INFORMATION

This order ends does not end the case. See Page 2 for additional information.

For Clerk of Court Office Use Only

This judgment was electronically entered by the Clerk of Court as reflected on the Electronic Time Stamp, and a copy mailed first class to any party not proceeding in the Electronic Filing System on 01/02/2020 .

RECEIVED

JAN 31 2020

SC Court of Appeals

NAMES OF TRADITIONAL FILERS SERVED BY MAIL

Court Reporter:

E-Filing Note: The date of Entry of Judgment is the same date as reflected on the Electronic File Stamp and the clerk's entering of the date of judgment above is not required in those counties. The clerk will mail a copy of the judgment to parties who are not E-Filers or who are appearing pro se. See Rule 77(d), SCRCP.

This matter came before the Court on a Plaintiff's motion to Alter or Amend Judgement. After reviewing and considering the present motion, the volumes of documents presented during the testimony of the witnesses who testified at the trial, and arguments presented by the attorneys, this Court declines to alter or amend its prior ruling.

As to issue 1 (i) this Court allowing the defendant the ability to assert the Statute of Fraud, the Court continues to believe it was correct;

As to issue 1 (ii), the Plaintiff is correct that this Court did not accept it arguments. This Court continues to believe the position it set forth in its prior order was correct; and that as to subparagraph (b), this Court reconsidered Plaintiff's position and continues to believe its prior order is correct;

As to the "Issues and Arguments by Plaintiff that did not Receive a Ruling" (a) Additional arguments on Statute of Frauds, including estoppel and partial performance of the oral agreement, this Court noted that even if the oral agreement could be enforced, it would fail to have any bearing on Plaintiff's standing as a shareholder in either the incorporated businesses for the same reason pertaining to the subscription agreement and Statute of Limitation discussed in the Order. As to (b) the consistency doctrine, assuming this issue was properly raised before this Court as a separate legal theory, this doctrine does not apply as a separate legal theory to this case. As a factual matter, the representations made to the taxing authority were considered and referenced in the prior order. Additionally, plaintiff has never and does not seek to have his ownership interest in the company be made consistent with the representations made to the tax authorities.

Finally, the Plaintiff asks the Court to make an official determination as to whether or not Carolina Storefront Systems is the alter ego of PGM and also as to whether or not the Defendants violated the fiduciary duties owed to the entity's shareholders, partook in ultra vires transactions, oppressed minority shareholders and participated in conflict of interest transactions. Given this court previously concluded that the Plaintiff has failed to establish that he is in fact a shareholder of these entities, and given that such a finding would be necessary in order for the plaintiff to have standing to pursue these specific claims, this Court shall continue to refrain from making an official ruling as to those matters. The Plaintiff's failure to prove shareholder status in PGM or Carolina Storefront Systems is dispositive of these issues, and thus no amendment is made to this Court's prior order.

This ruling will be incorporated into a form 4 for filing with the Clerk's office. If a more formal order is needed, defendant's attorney is asked to prepare a formal order for this Court to sign.

Thank you all for your attention and cooperation



Cherokee Common Pleas

Case Caption: David L O'shields VS Piedmont Glass & Mirror , defendant, et al

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Type: Order/Electronic Form 4

IT IS SO ORDERED

s/ J. Mark Hayes, II #2132