

EXHIBIT A

ELECTRONICALLY FILED - 2021 Jun 17 8:26 AM - HORRY - COMMON PLEAS - CASE#2017CP2604187

STATE OF SOUTH CAROLINA)
)
COUNTY OF HORRY)
)
C. Barry Dykes and Barbara Eisenhardt,)
Individually and Derivatively On Behalf Of)
The Wild Wing Plantation Property)
Owners' Association, Inc.,)

IN THE COURT OF COMMON PLEAS
THE FIFTEENTH JUDICIAL CIRCUIT

C/A NUMBER: 2017-CP-26-04187

Plaintiffs,)

**ORDER GRANTING SUMMARY
JUDGMENT IN FAVOR OF DEFENDANTS
STRATFORD LAND MANAGER, LP and
STRATFORD LAND FUND IV, LP**

vs.)

Wild Wing Company, LLC; Sunstar, LLC;)
Ralph R. Teal, Jr.; SLF IV/SBI Wild Wing,)
LLC; SLF IV/SBI JV, LLC; SLF IV/SBI)
Properties MM, LLC; SLF IV/SBI)
Development Holdings, LLC; Wild Wing)
Residential Development, LLC; Stratford)
Land Manager, L.P. d/b/a Stratford Land;)
Stratford Land Fund IV, L.P.;)
SB Investments LLC; Realstar Management,)
LLC; Graeme T. Black; H. Gilford)
Edwards; Founders Wild Wing, LLC;)
Founders Group International, LLC; Dan)
Liu; Xian "Nick" Dou; Rick Schultz; Rick)
Taylor and Thomas Plankers,)

Defendants.)

Wild Wing Plantation Owners' Association,)
Inc.,)

Normal Defendant.)

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SC Court of Appeals

Defendants Stratford Land Manager, LP d/b/a Stratford Land and Stratford Land Fund IV, LP (the "Stratford Defendants") filed their Motion for Summary Judgment as to call causes of action alleged against them by Plaintiff pursuant to Rule 56 of the South Carolina Rules of Civil Procedure on December 22, 2020. The matter was heard before me, with all pending

motions filed by all parties in this matter on May 4, 2021. This Order is entered as to the Stratford Defendants. Other Orders have been filed as to the remaining Defendants. This Order addresses the Stratford Defendants only. The summation of claims set forth in the other orders presented to the Court granting Summary Judgment in favor of Defendants, as well as the standard to be applied based on the Stratford Defendants Motion, is incorporated herein.

PROCEDURAL SUMMARY

On June 30, 2017 the Plaintiffs brought this action individually and allegedly in a derivative capacity on behalf of the Wild Wing Plantation Property Owners' Association, Inc. (hereinafter "POA") claiming causes of action for Breach of Fiduciary Duty, Unjust Enrichment, and Veil Piercing/Alter Ego/Amalgamation. Plaintiffs filed an Answer to the Counterclaim on November 16, 2017. On June 10, 2019 the Plaintiffs filed an Amended Complaint which added nine new Defendants, made allegations that Amendments to the Declaration were improper, and asserted an additional cause of action under the South Carolina Unfair Trade Practices Act.

Plaintiffs later filed a revised Amended Complaint on March 19, 2020. An Answer and Counterclaim to the Amended Complaint was filed on behalf of Declarant entities and their members on April 16, 2020. Plaintiffs filed an Answer to the Counterclaim on May 19, 2020. On October 29, 2020, Declarant Defendants filed numerous Motions for Summary Judgment on the following grounds:

- The Business Judgment Rule;
- The Statute of Limitations;
- The Validity of the Amendments to the Declaration;
- Inadequate Derivative Capacity of the Plaintiffs;
- Lack of Standing of the POA; and
- South Carolina Unfair Trade Practices Act.

On October 30, 2020, Plaintiffs also filed several Motions for Summary Judgment. On May 4, 2021, this Court heard all Motions for Summary Judgment. All filed materials, briefs,

memoranda, and supporting documents were incorporated as part of the Summary Judgment Motions record with all matters therein preserved for review. During the Summary Judgment Motions hearing, Plaintiffs announced on the record that they were dismissing their causes of action for Unjust Enrichment, Veil Piercing, and Alter Ego. These causes of action are therefore not addressed further. Plaintiffs proceeded on their claims for Breach of Fiduciary Duty and the South Carolina Unfair Trade Practices Act.

At the conclusion of the hearing, this Court denied all of Plaintiffs' Motions and granted all Defendants' Motions for Summary Judgment. In accordance with the foregoing and for the following reasons, Plaintiffs' claims fail as this Court finds no issue of material fact and that Declarant Defendants are entitled to judgment as a matter of law.

STANDARD OF REVIEW

Summary judgment is appropriate where there is no genuine issue of material fact and it is clear that the moving party is entitled to a judgment as a matter of law. S.C.R. Civ. P. 56(c). Although the court must view the facts and inferences therefrom in the light most favorable to the non-moving party, the non-movant may not rest on mere allegations or denials of his pleading. Instead, the non-movant must set forth or point to specific facts showing that there is a genuine issue of material fact. *Hancock v. Mid-South Management Co.*, 381 S.C. 326, 330-331, 381 S.E.2d 801, 803 (2009).

FINDING OF FACTS

In the light most favorable to the non-movant, The Court finds the record in this case to show as follows:

In the Amended Shareholder Derivative Complaint filed March 19, 2020, the Plaintiffs allege that Stratford Land Fund IV, LP was a member of a JV formed November 29, 2010. The

Plaintiffs also allege that the JV, of which Stratford Land Fund IV, LP was a member, owned, controlled and directed the operations of the Wild Wing Association. However, it is undisputed that on or about December 22, 2010, the initial Declarant/Developer One assigned all its rights to another entity, SFL IV/SBI Wild Wing, LLC, which Plaintiff refers to as Developer Two. Neither of the moving Defendants were involved in this matter in any capacity after December 22, 2010. No evidence exists to suggest otherwise. All allegations and causes of action brought by Plaintiff are based on actions/omissions after January 1, 2011 against Defendants other than the Stratford Land Manager, LP and Stratford Land Fund IV, LP.

In his deposition taken December 5, 2018, when asked who Plaintiff Dykes believed Stratford Land Manager was, he replied “I believe they were involved with the second developer.” P. 65, ln. 4-7, 12/5/18 deposition of Dykes. Dykes further testified that his intent in naming entity Defendants was to sue “anyone who was involved in the decision-making” for Wild Wing Plantation. P. 68, ln16-17, 12/5/18 deposition of Dykes. Dykes was later asked what role Stratford Land Fund IV played in appointing the board members of the property owners association. He answered “I don’t know specifically.” P. 79, ln 6, 12/5/18 deposition of Dykes.

CONCLUSION

Based on my review of the pleadings filed by the parties, the briefs/memorandums and evidence in the record in support of all Defendant’s Motions filed in this matter and heard this date, Defendants Stratford Land Manager, LP d/b/a Stratford Land and Stratford Land Fund IV, LP Motion for Summary Judgment is hereby GRANTED and Plaintiff’s case against the Stratford Defendants is hereby dismissed with prejudice.

(JUDGE’S SIGNATURE PAGE TO FOLLOW)

IT IS SO ORDERED.

The Honorable R. Markley Dennis, Jr.
Judge of the South Carolina Business Court

:



Horry Common Pleas

Case Caption: C Barry Dykes , plaintiff, et al VS Wild Wing Company LLC ,
defendant, et al

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Type: Order/Summary Judgment

R. Markley Dennis Jr., 2060

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