

1 Keith Beauchamp (012434)
2 Roopali H. Desai (024295)
3 **COPPERSMITH BROCKELMAN PLC**
4 2800 North Central Avenue, Suite 1900
5 Phoenix, Arizona 85004
6 T: (602) 381-5490
7 F: (602) 224-6020
8 kbeauchamp@cblawyers.com
9 rdesai@cblawyers.com
10 *Attorneys for Plaintiff*

11 **ARIZONA SUPERIOR COURT**
12 **MARICOPA COUNTY**

13 FIERCE INVESTMENTS LTD.,) No. CV2018-006866
14 Plaintiff,)
15 v.) **MOTION TO TRANSFER**
16 AZTEC COPPER INC., an Arizona) **(Expedited Consideration Requested)**
17 corporation;)
18 Defendant.) (Assigned to the Hon. Christopher Whitten)

19 Pursuant to Local Rule (“LR”) 3.1(c), Arizona Rules of Civil Procedure, Plaintiff Fierce
20 Investments Ltd. (“Fierce”) moves to transfer civil case CV2019-005943 against Aztec Copper
21 Inc. (“Aztec” or the “Company”) (the “Receivership Action”) to the Hon. Christopher Whitten
22 who is currently presiding over the above-captioned, earlier-filed action, involving the same
23 parties (the “Shareholder Meeting Action”).

24 As set forth below, the factors under LR 3.1(c) are satisfied and, therefore, the
25 Receivership Action should be transferred to the judge presiding over the earlier filed
26 Shareholder Meeting Action. In addition, Fierce respectfully requests that the two cases be
assigned to Judge Whitten for purposes of judicial economy. Both actions are brought by Fierce,

1 a shareholder of the Company, against the Company and arise out of the same facts; they should
2 not be assigned to different judges. Further, both actions are eligible for the commercial court.

3 Transfer of the Receivership Action is warranted because the cases are related under the
4 four factors under Local Rule 3.1(c)(1):

- 5 • The cases arise from substantially the same transaction or event: Fierce owns shares
6 in Aztec. Based on, among other things, concerns that its shares have been improperly
7 diluted, that Aztec is being mismanaged, and that Aztec's current directors and
8 officers are engaged in misconduct, Fierce filed the Shareholder Meeting Action in
9 2018 to require Aztec to hold an annual meeting pursuant to A.R.S. § 10-703 because
10 Aztec had failed to hold annual shareholder meetings and failed to provide notice of
11 such meetings to Fierce. Fierce obtained judgment in the Shareholder Meeting
12 Action, which ordered Aztec and its director and officer to hold a shareholder meeting
13 in Arizona in early 2019, to provide a list of shareholders to Fierce, and to appear for
14 their depositions in Arizona no later than January 4, 2019. Aztec and its director and
15 officer failed to comply with the Shareholder Meeting Judgment. Aztec's defiance of
16 this and other judgments caused Fierce to file the Receivership Action seeking
17 appointment of a receiver. Fierce seeks appointment of a receiver for the purpose of
18 ensuring, among other things, that an annual shareholder meeting is held so that Fierce
19 and other shareholders may exercise their rights at that meeting.
- 20 • The cases involve identical parties: on the one hand, Fierce as Plaintiff and, on the
21 other hand, Aztec as Defendant.
- 22 • The cases call for a determination of substantially the same question of law: This Court
23 has already considered and ruled on motions in the Shareholder Meeting Action. For
24 the sake of consistency and continuity, the Receivership Action should be transferred
25 to Judge Whitten.

