

Astea Solutions AD v VNUE Inc.

2024 NY Slip Op 34639(U)

November 14, 2024

Supreme Court, New York County

Docket Number: Index No. 652035/2023

Judge: Alan C. Marin

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SUPREME COURT OF THE STATE OF NEW YORK
 COUNTY OF NEW YORK, Part 93

ASTEASOLUTIONS AD,

Plaintiff,

-against-

Index No. 652035/2023
 Decision After Inquest

VNUE INC., STAGE IT CORP.,

Defendants.

Alan C. Marin, Judicial Hearing Officer

This case arises from a June 30, 2014 promissory note and a June 24, 2021 debt agreement that Stage It Corp. gave Astea Solutions; no part of either has been paid.¹ On April 25, 2023 Astea moved, under CPLR §3213, for summary judgment against Stage It, as well as VNUE, Inc, indicating that the latter company had assumed Stage It's liabilities. See Ludmil Pandeff's June 25, 2023 Affidavit in Support (Exhibit 5, paragraph 6).

Neither defendant opposed or otherwise responded to plaintiff's motion. On July 21, 2023, Justice Joel Cohen granted summary judgment against Stage It Corp; he did not do the same with respect to VNUE Inc., ruling that there was insufficient evidence to establish a prima facie case that VNUE had acquired the assets and liabilities of Stage It:

There is no written instrument by which the individual shareholders explicitly obligated themselves to make a required payment of a sum certain. The note at issue was signed only by [the company]; the individual defendants never signed any commercial paper. (Nyscef document no.14, pages 2 and 3; document 21, page 1).

Justice Cohen directed VNUE Inc. to file an answer within 20 days, which it failed to do, as noted in his February 6, 2024 Order (*id.*, page 3). That Order referred the matter to a JHO/Special Referee for an inquest on VNUE's liability and Astea Solutions' damages (*id.*, page 1). The undersigned was so designated on October 1, 2024.

¹ Justice Cohen's July 21, 2023 Decision and Order references the two obligations; see Nyscef document nos. 6 and 8 for their text.

* * *

An inquest was held on November 13, 2024. Bruce Levinson, Esq. represented Astea Solutions; no appearance was made on behalf of VNUE, Inc. Several efforts had been made to reach out to VNUE, Inc., and its principal, Zach Blair. The following were read into the record:

I. An October 2, 2024 email sent to Mr. Levinson: “Attached is the text of a letter that I will send by U.S. mail to the parties. Would you have an email for Mr. Blair/VNUE.” Levinson responded quickly that “The last email address that I have for Mr. Blair is zach.blair@vnue.com”

II. The email address for Mr. Blair did not take, and the following was sent out by U.S. mail:

October 2, 2024

Bruce Levinson, Esq.
17 Mt. Holly Road East
Katonah, NY 10536

VNUE Inc c/o Zach Blair
7496 Wood Rail Cove
Memphis, TN 38119

VNUE Inc.
104 West 29th Street, 11th floor
New York, NY 10001

Re: Astea Solutions AD v VNUE Inc. and Stage It Corp.

Dear Mr. Levinson and Mr. Blair,

Justice Joel Cohen on January 30, 2024 ruled that:

This matter having come before the Court by Plaintiff Astea Solutions AD seeking an award of summary judgment . . . against Defendant Stage It and Defendant VNUE, and the Court having granted Plaintiff’s motion against Stage It, and having denied the motion against VNUE, and having given VNUE the opportunity to file an answer in this action (Nyscef 13), and VNUE having failed to appear, respond, or answer this action, . . . it is now therefore Ordered the matter of VNUE’s liability and Plaintiff’s damages is directed to an Inquest.

A judicial hearing officer, I have been designated to hear the inquest. Please advise if you can make either of these days for a hearing (beginning at 10 a.m.): Wednesday, November 13 or Thursday, November 14 We have been doing remote hearings, via Microsoft Teams with a link to your email. Mr. Blair, please provide your email.

At the hearing, either party may call witnesses or submit documents. If you wish to submit a document or highlight one that is already part of the case file, please email a week or so before the hearing. The link for the remote connection will be sent when the hearing date is set.

The case file may be viewed if you go on Google: enter “NY eCourts” > then hit the link for “WebCivil Supreme,”and the link, “Index Search” and enter the index number, 652035/2023 (Justice Cohen’s January 30 Order is document 21). If you have any questions, my email is amarin@nycourts.gov (phone:646-386-4613)

Thank you,

/s Alan C. Marin

(This letter is also being emailed to plaintiff’s counsel: brucelevinson@blevlaw.com)

III. Letter dated Oct 24, 2024, emailed to Mr. Levinson and US mailed to the three addresses:

October 24, 2024

Bruce Levinson, Esq.
17 Mt. Holly Road East
Katonah, NY 10536

VNUE Inc c/o Zach Blair
7496 Wood Rail Cove
Memphis, TN 38119

VNUE Inc.
104 West 29th Street, 11th floor
New York, NY 10001

Re: Astea Solutions AD v VNUE Inc. and Stage It Corp.

Dear Mr. Levinson and Mr. Blair,

This is to followup my October 2 letter in which I had proposed either November 13 or 14 for our inquest in this case as Justice Joel Cohen directed on January 30, 2024: “the matter of VNUE’s liability and Plaintiff’s damages is directed to an Inquest.”

The inquest will be held on Wednesday, November 13, beginning at 10 a.m. It will be remote via Microsoft Teams. Mr. Blair, we have not had a response from you; if you wish you may appear in person at my office in lower Manhattan at 80 Centre Street, room 234 (In any event, Mr. Levinson will be presenting plaintiff’s case remotely via Teams; to appear remotely, a party needs to submit his email).

At the inquest, either side may call witnesses or submit documents. If you wish to submit a document or highlight one that is already part of the case file, please let me know by November 6.

The case file may be viewed if you go on Google: enter “NY eCourts” > then hit the link for “WebCivil Supreme,” and the link, “Index Search” and enter the index number, 652035/2023 (Justice Cohen’s January 30 Order is document 21). If you have any questions, my email is amarin@nycourts.gov (phone:646-386-4613)

Thank you,

/s Alan C. Marin. judicial hearing officer

(This letter is also being emailed to plaintiff’s counsel: brucelevinson@blevlaw.com)

* * *

Counsel Levinson called as a witness, Ludmil Pandeff, chairman and president of Astea Solutions. Given the use of CPLR §3213, Mr. Pandeff’s testimony was largely concerned with identifying and explaining several documents.

This included exhibit nos. 24, 25 and 26. (These are also their Nyscef document numbers). Exhibit 24 is the Agreement and Plan of Merger and Reorganization among VNUE, Inc., Vnue Acquisition Corp., Stage It Corp. and Evan Lowenstein, as Stockholders’ Representative. It was dated February 13, 2022.

Section 2.05 of the Agreement provides that all debts, liabilities and obligations of Stage It Corp. shall become those of VNUE, Inc (the “Surviving Corporation”). Exhibit 26 are two mails from Zach Blair to Mr. Pandeff. The more recent one, dated February 14, 2024, includes the following:

The amount that we had on the closing documents that was owed to Astea was \$403k. Is this correct? . . . We are at a critical place in the development of some of our tech, and it would be great to re-establish a good relationship with you (especially since we were not even the ones to create the debt).

The unchallenged documentary showing is that VNUE, Inc. assumed the debts and liabilities of Stage It Corp. The amount due from VNUE, Inc. thus will match the amount that Justice Cohen found against defendant Stage It Corp.

Accordingly, IT IS:

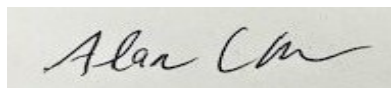
ORDERED that the Clerk is directed to enter judgment in favor of plaintiff Astea Solutions AD and against defendant VNUE Inc. in the amount of - -

(i) the unpaid principal balance of \$179,000.00 with accrued and unpaid interest totaling \$272,975.00 through April 1, 2023, plus additional interest at the contractual rate of 6% per annum from April 1, 2023 until entry of judgment;

(ii) the unpaid additional amount of \$369,861.37 under the 2021 Agreement, together with interest at the statutory rate of 9% interest from April 1, 2023 until entry of judgment; and

(iii) the costs and disbursements to be taxed by the Clerk upon submission of an appropriate bill of costs.

This constitutes the Decision After Inquest of the Judicial Hearing Officer.



Dated: November 14, 2024

Alan C. Marin
Judicial Hearing Officer