

Lego Summit Co. Ltd. v YWA-Amsterdam LLC

2025 NY Slip Op 34157(U)

October 26, 2025

Supreme Court, New York County

Docket Number: Index No. 654004/2025

Judge: Andrea Masley

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SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK: COMMERCIAL DIVISION PART 48

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LEGO SUMMIT COMPANY LTD., and LEGO SUMMIT
HOLDING, LLC,

Plaintiffs,

- v -

YWA-AMSTERDAM LLC, AMSTERDAM MANAGING
MEMBER LLC, AGBCW 85 TENTH L.P., BCEG
AMSTERDAM PARTNERS, LLC, BCEG AMSTERDAM
CAPITAL, INC., AMSTERDAM CAPITAL, INC.,
AMSTERDAM BCEGI MANAGER, LLC, BCEG
INTERNATIONAL INVESTMENT-US, INC., BCEGI, LLC,
AMSTERDAM YWA MANAGER, LLC, YOUNG WOO, and
MARGARETTE LEE,

Defendants.

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INDEX NO. 654004/2025

MOTION DATE --

MOTION SEQ. NO. 001

**DECISION + ORDER ON
MOTION**

HON. ANDREA MASLEY:

The following e-filed documents, listed by NYSCEF document number (Motion 001) 3, 4, 5, 6, 7, 8, 20,
22, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 83, 85, 89

were read on this motion to/for SEAL.

In motion sequence 001, plaintiffs LEGO Summit Company Limited and LEGO Summit Holding, LLC (collectively, Lego) move to seal the Second Amended and Restated Limited Liability Company Agreement (LLCA2) and redact all references thereto in any papers filed in this action. Plaintiffs also sought a TRO to seal the entire case pending argument on this motion. The TRO was initially granted by the ex parte judge. Then, following argument before this court on July 8, 2025, the court modified the TRO and directed the County Clerk to unseal the entire file, except NYSCEF 1 (Summons and Complaint), 2 (LLCA2), 7 (Robinson aff), 8 (Robinson aff), 12 (Wang aff), 13 (Summons and Complaint), and 14 (Lego’s MOL). (NYSCEF 20, OSC.)

By letter dated July 30, 2025, plaintiffs' counsel informed the court that plaintiffs no longer sought to seal the LLCA2. (NYSCEF 89, Letter at 1.) Nevertheless, in response to the OSC, defendants YWA-Amsterdam LLC and Amsterdam Managing Member LLC (collectively, 2420 Amsterdam) requested sealing/redaction of the following documents:

1. LLCA2 (NYSCEF 2¹, 65);
2. Senior Loan Agreement (NYSCEF 59²);
3. Building Loan Agreement (NYSCEF 60³);
4. Project Loan Agreement (NYSCEF 61⁴);
5. Senior Loan Amended and Restated Mortgage Agreement (NYSCEF 62⁵);
6. Building Mortgage Loan Agreement (NYSCEF 63⁶);
7. Project Mortgage Loan Agreement (NYSCEF 64⁷);
8. Consolidated Financial Statements for the Company and its Subsidiaries (NYSCEF 66);
9. IRS Schedule K-1 Reports (NYSCEF 67);
10. Letter from Counsel for 2420 Amsterdam to Counsel for LEGO (NYSCEF 68⁸).

There is no indication that the press or public have an interest in this matter.

¹ During a September 25, 2025 conference, counsel for 2420 Amsterdam confirmed that 2420 Amsterdam seeks to keep NYSCEF 2 filed under seal, in addition to sealing/redacting the documents listed in the chart filed at NYSCEF 78.

² A publicly redacted version is filed at NYSCEF 71.

³ A publicly redacted version is filed at NYSCEF 72.

⁴ A publicly redacted version is filed at NYSCEF 73.

⁵ A publicly redacted version is filed at NYSCEF 74.

⁶ A publicly redacted version is filed at NYSCEF 75.

⁷ A publicly redacted version is filed at NYSCEF 76.

⁸ A publicly redacted version is filed at NYSCEF 77.

Legal Standard

“Under New York law, there is a broad presumption that the public is entitled to access to judicial proceedings and court records.” (*Mosallem v Berenson*, 76 AD3d 345, 348 [1st Dept 2010] [citations omitted].) The public’s right to access is, however, not absolute, and under certain circumstances, “public inspection of court records has been limited by numerous statutes.” (*Id.* at 349.) For example, § 216.1(a) of the Uniform Rules for Trial Courts, empowers courts to seal documents only upon a written finding of good cause. It provides:

“Except where otherwise provided by statute or rule, a court shall not enter an order in any action or proceeding sealing the court records, whether in whole or in part, except upon a written finding of good cause, which shall specify the grounds thereof. In determining whether good cause has been shown, the court shall consider the interests of the public as well as of the parties. Where it appears necessary or desirable, the court may prescribe appropriate notice and opportunity to be heard.” (Uniform Rules for Trial Cts [22 NYCRR] § 216.1 [a].)

The “party seeking to seal court records has the burden to demonstrate compelling circumstances to justify restricting public access” to the documents. (*Mosallem*, 76 AD3d at 349 [citations omitted].) Good cause must “rest on a sound basis or legitimate need to take judicial action.” (*Danco Lab Ltd. v Chemical Works of Gedeon Richter, Ltd.*, 274 AD2d 1, 8 [1st Dept 2000] [internal quotation marks and citation omitted].)

Discussion

2420 Amsterdam seeks to seal NYSCEF 2 and 65, alleging that the LLCA2 contains confidential, nonpublic terms that would cause 2420 Amsterdam competitive harm if made publicly available. (NYSCEF 70, Woo aff ¶¶5-6.) Wholesale sealing of the LLCA2 is not warranted. The agreement is replete with terms that on their face are

not business-sensitive and 2420 Amsterdam fails to establish good cause to seal such non-business sensitive information. Moreover, wholesale sealing is generally disfavored. (*See Applehead Pictures LLC v Perelman*, 80 AD3d 181, 192 [1st Dept 2010] [citation omitted].) Nevertheless, NYSCEF 2 and 65 will remain under seal for an additional ten days to permit 2420 Amsterdam or any party to move to seal/redact these documents, providing good cause and supporting law.

2420 Amsterdam further seeks to redact NYSCEF 59, 60, 61, 62, 63, and 64, asserting that these loan documents contain confidential economic terms, including the amount and timing of payment, and the source of funds. Courts have sealed records containing “sensitive proprietary and business information ... [when] [t]he parties had an interest in protecting these documents and there was no countervailing public interest that would be furthered by their disclosure.” (*Jetblue Airways Corp. v Stephenson*, 31 Misc 3d 1241[A], 2010 NY Slip Op 52405[U], *7 [Sup Ct, NY County 2010], *affd* 88 AD3d 567 [1st Dept 2011]; *see also Dawson v White & Case*, 184 AD2d 246, 247 [1st Dept 1992].) Further, courts have sealed records where the disclosure of documents “could threaten a business’s competitive advantage.” (*Mosallem*, 76 AD3d at 350-351 [citations omitted].) The proposed redactions are warranted so that 2420 Amsterdam does not suffer reputational and competitive harm, especially since there is no public interest in these documents. Accordingly, NYSCEF 59, 60, 61, 62, 63, and 64 shall remain sealed.

2420 Amsterdam further seeks to seal NYSCEF 66 and 67, asserting that the consolidated financial statements and the IRS schedule K-1 reports contain confidential and highly sensitive financial information relating to the company and its members’

investments. (NYSCEF 70, Woo aff ¶7.) Records concerning financial information may be sealed where there has not been a showing of relevant public interest in the disclosure of that information. (See *Dawson*, 184 AD2d at 247.) Furthermore, “disclosure of tax returns is disfavored because of their confidential and private nature.” (*Weingarten v Braun*, 158 AD3d 519, 519 [1st Dept 2019] [citation omitted].) Here, good cause exists to seal these financial statements because they contain confidential financial information, and, additionally, no public interest has been shown with regards to these records. Similarly, good cause exists to seal the company’s tax returns because they contain private, confidential, and sensitive information, and there has been no indication of any public interest. Accordingly, NYSCEF 66 and 67 shall remain sealed.

Finally, 2420 Amsterdam seeks to redact NYSCEF 68, asserting that the May 9, 2025 letter from 2420 Amsterdam’s legal counsel to Lego’s legal counsel contains confidential, nonpublic communications that would cause 2420 Amsterdam competitive harm if made publicly available. For the same reasons previously set forth, good cause exists to redact the May 9, 2025 letter. (See *Mosallem*, 76 AD3d at 350-351 [citations omitted].) Therefore, NYSCEF 68 shall remain sealed.

Accordingly, it is

ORDERED that motion sequence 001 is granted in part as to NYSCEF 59, 60, 61, 62, 63, 64, 66, 67, and 68; denied as moot as to NYSCEF 1, 7, 8, 12, 13, 14, and 65; and denied without prejudice to renew within 10 days of the date of this decision as to NYSCEF 2; and it is further

ORDERED that the County Clerk, upon service of this order, is directed to unseal NYSCEF 1, 7, 8, 12, 13, and 14; and it is further:

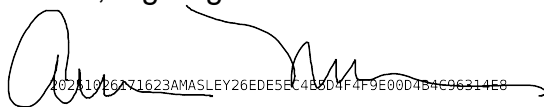
ORDERED that the County Clerk, upon service of this order, is directed to seal NYSCEF 59, 60, 61, 62, 63, 64, 66, 67, and 68; and it is further

ORDERED that the County Clerk shall restrict access to the sealed documents with access to be granted only to authorized court personnel and designees, the parties and counsel of record in this action, and any representative of a party or of counsel of record upon presentation to the County Clerk of written authorization from counsel; and it is further

ORDERED that movant shall serve a copy of this order on the County Clerk in accordance with the procedures set forth in the Protocol on Courthouse County Clerk Procedures for Electronically Filed Cases (accessible at the "E-Filing" page on the court's website at the address www.nycourts.gov/supctmanh); and it is further

ORDERED that if any party seeks to redact identical information in future filings that the court is permitting to be redacted here, that party shall submit a proposed sealing order to the court (via sfc-part48@nycourts.gov and NYSCEF) instead of filing another seal motion; and it is further

ORDERED that this order does not authorize sealing or redacting for the purposes of trial or other court proceedings on the record, e.g. arguments on motions.



10/26/2025
DATE

ANDREA MASLEY, J.S.C.

CHECK ONE:	<input type="checkbox"/> CASE DISPOSED	<input checked="" type="checkbox"/> NON-FINAL DISPOSITION
	<input type="checkbox"/> GRANTED <input type="checkbox"/> DENIED	<input checked="" type="checkbox"/> GRANTED IN PART <input type="checkbox"/> OTHER
APPLICATION:	<input type="checkbox"/> SETTLE ORDER	<input type="checkbox"/> SUBMIT ORDER
CHECK IF APPROPRIATE:	<input type="checkbox"/> INCLUDES TRANSFER/REASSIGN	<input type="checkbox"/> FIDUCIARY APPOINTMENT <input type="checkbox"/> REFERENCE