

Jianqiu Xia v Finnie

2026 NY Slip Op 30455(U)

February 6, 2026

Supreme Court, Kings County

Docket Number: Index No. 517654/2025

Judge: Reginald A. Boddie

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At an IAS Commercial Part 12 of the Supreme Court of the State of New York, held in and for the County of Kings, at the Courthouse, located at 360 Adams Street, Borough of Brooklyn, City and State of New York on the 6th day of February 2026.

P R E S E N T:
Honorable Reginald A. Boddie
Justice, Supreme Court

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JIANQIU XIA and ERKIN TAGIEVICH
MAMARIZAYEV, both suing individually and as
majority shareholders on behalf of 777 BEK INC.,

Index No. 517654/2025

Plaintiffs,

Cal. No. 20-21 MS 3-4

-against-

OLGA FINNIE a/k/a OLGA MAMARIZAYEV,
XYZ CORP., JOHN DOE and JANE DOE,

Decision and Order

Defendants.

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The following e-filed papers read herein:

NYSCEF Doc Nos.

MS 3

63-80, 82-83

MS 4

85-103, 107-115

Plaintiffs' motion for contempt and defendant's cross-motion to vacate or modify the preliminary injunction are decided as follows:

Background

This action arises out of an ownership and control dispute concerning 777 BEK Inc., in which plaintiffs Jianqiu Xia ("Xia") and Erkin Mamarizayev ("Erkin"), two shareholders allegedly owning 50% and 25% of 777 BEK Inc. respectively, suing individually and on behalf of the corporation, allege that defendant Olga Finnie ("Olga") wrongfully seized control of the company,

excluded them from management and operations, misappropriated and dissipated corporate assets, terminated employees, and diverted business opportunities. Olga disputes plaintiffs' ownership claims and contends that she and Erkin are equal 50% shareholders, that Xia was merely a creditor whose loan has been fully repaid, and that plaintiffs relied on forged corporate documents to manufacture majority ownership and exclude her from the company. Defendant further alleges that Xia and a nonparty lender, Zhumei Zheng ("Lisa"), engaged in long-running unauthorized withdrawals and misused temporary access to corporate accounts.

Pending the hearing, the Court issued a temporary restraining order enjoining defendant from dissipating corporate assets, excluding plaintiffs from the business premises or accounts, or terminating employees or business relationships without unanimous owner consent (NYSCEF Doc No. 15). By Decision and Order dated June 26, 2025, the Court denied defendant's motion to vacate or modify the temporary restraining order, holding that the opposing evidence submitted by plaintiffs and the alleged forgery of corporate meeting minutes presented a disputed factual issue insufficient to warrant vacatur of the temporary restraining order. Thereafter, by Decision and Order dated July 7, 2025, the Court granted plaintiffs' motion for a preliminary injunction, enjoining defendant from:

“(1) interfering with plaintiffs' rights as owners of 777 BEK Inc.; (2) transferring, concealing, destroying, taking, or dissipating any funds, inventory, or assets of 777 BEK Inc.; (3) excluding plaintiffs from the business premises or accounts of 777 BEK Inc.; and (4) terminating any further business relationships, vendor contracts, or employees of 777 BEK Inc. without the written agreement of all owners” (NYSCEF Doc No. 59).

On July 15, 2025, Olga sought a stay of the Court's preliminary injunction by order to show cause in the Appellate Division, which was denied.

Plaintiffs now move by order to show cause for contempt, seeking an order compelling Olga to comply with the Court's July 7, 2025 preliminary injunction, holding Olga in civil and/or

criminal contempt, and an award of attorneys' fees and costs. Plaintiffs argue that Olga has knowingly and willfully defied the July 7 injunction and the earlier temporary restraining order, particularly the directives enjoining her from interfering with plaintiffs' rights as owners and excluding plaintiffs from the business premises or accounts. Plaintiffs assert that Olga continues to maintain sole control over the company by refusing to provide keys and keeping plaintiffs locked out of the premises and safe, maintaining exclusive control over the company's bank accounts, including allegedly opening new accounts to which plaintiffs have no access after closing prior accounts, and controlling operations through exclusive access to the point-of-sale system, security systems, books and records, and payroll. Plaintiffs further assert they made repeated attempts to obtain compliance, including multiple in-person attempts by Xia and others to regain access and repeated communications by counsel to defendant's counsel, yet remain prejudiced because they have no ability to monitor finances, ensure rent is paid despite being on the lease, participate in management, or receive any profits or distributions, with Erkin allegedly reduced to a paid employee in a business he co-owns.

Olga cross-moves for an order vacating the preliminary injunction pursuant to CPLR 6314 or, in the alternative, modifying and clarifying the injunction. Olga argues that the injunction is ambiguous, internally conflicting, and contains no clear and unequivocal mandates capable of supporting contempt. Olga argues that plaintiffs have failed to show willful disobedience or prejudice, and that the injunction has been misused by the non-party Lisa, who allegedly attempted to enforce the order by falsely claiming ownership, demanding keys and account access, seeking control over hiring and bookkeeping, and creating confrontations that disrupted business operations and required police intervention. Olga further asserts that she has preserved the status quo by keeping the store operating, paying rent, payroll, and vendors, issuing no dividends or

distributions, and safeguarding corporate assets, while offering reasonable alternatives consistent with the injunction, such as view-only account access to plaintiffs. Olga reasserts that the injunction was procured through fraud and misrepresentation, including forged meeting minutes and falsified tax filings.

In opposition to Olga's cross-motion and in further support of their motion, plaintiffs argue that Olga's cross-motion to vacate or "clarify" the preliminary injunction should be denied because she shows no compelling or changed circumstances under CPLR 6314 and is instead trying to dodge a clear order she has knowingly defied for months by continuing to exclude plaintiffs from the premises and the company's accounts, despite repeated in-person attempts and counsel communications. Plaintiffs assert that Olga's claim that Lisa's involvement is improper third-party enforcement is unavailing, as Lisa is a long-known assistant to Xia and her presence does not excuse Olga's noncompliance. Plaintiffs contend Olga's fraud argument was already considered by the Court when the temporary restraining order and the preliminary injunction were issued, and that Olga's proposed "clarifications" would improperly narrow the injunction and frustrate its purpose of restoring equitable owner access and control.

In reply, Olga argues that plaintiffs have not rebutted material post-injunction events showing that continuation of the preliminary injunction in its current form is inequitable, as plaintiffs, through non-party Lisa, misused the injunction as a self-help tool by engaging in repeated confrontations at the business, asserting ownership and authority not granted by the Court, demanding keys and financial access, disrupting operations, and involving police multiple times, as confirmed by multiple unrebutted employee affidavits. Olga contends this misuse constitutes changed circumstances under CPLR 6314 and warrants vacatur or, at minimum, clarification barring third-party "enforcement" and requiring compliance disputes to be addressed through

counsel and the Court. Olga further asserts that the modification she proposed that was rejected by plaintiffs, which would grant plaintiffs monitoring-only access to company accounts while limiting withdrawals to legitimate business expenses, would best preserve company assets and operation, particularly in light of allegations that Erkin misappropriated company funds and Xia is not a member of the company.

Discussion

Plaintiffs' Motion for Contempt (Motion Sequence 3)

“In order to adjudicate a party in civil contempt, a court must find: (1) that a lawful order of the court, clearly expressing an unequivocal mandate, was in effect, (2) that the party against whom contempt is sought disobeyed the order, (3) that the party who disobeyed the order had knowledge of its terms, and (4) that the movant was prejudiced by the offending conduct” (*Spencer v Spencer*, 159 AD3d 174, 177 [2d Dept 2018] [citations omitted]). “The party seeking a finding of civil contempt must prove these elements by clear and convincing evidence” (*id.*).

Here, the preliminary injunction enjoins defendant from “interfering with plaintiffs’ rights as owners” of the company and from “excluding plaintiffs from the business premises or accounts.” However, the record before the Court demonstrates that the alleged noncompliance arises from disputed interpretations of the scope and manner of enforcement of these directives, rather than from a clear refusal to obey an unequivocal mandate.

In this regard, defendant alleges, and plaintiffs do not meaningfully dispute, that during each of the in-person confrontations at the business premises, non-party Lisa asserted that “she was the owner” of the company, and that the Court ordered Olga “to give access to the company accounts to her.” It is further undisputed that Lisa is not a shareholder or member of 777 BEK Inc. Defendant submitted multiple affidavits from Olga and company employees attesting that it

was Lisa, not plaintiffs Xia or Erkin, who repeatedly asserted ownership of the company and demanded that keys and access be turned over to her personally.

Moreover, Olga alleges, and plaintiffs do not meaningfully dispute, that they rejected Olga's proposal to add plaintiffs Xia and Erkin, but not non-party Lisa, to the company's bank account, while agreeing that pending a final determination of ownership, none of the parties to this action would withdraw company funds except for salary and legitimate business-related expenses. Olga further alleges, and Erkin does not dispute, that Erkin has not responded to Olga's proposal to "add him to the new bank account and provide financial information to him," with the only condition being that "he doesn't make any unauthorized withdrawals from the account for his personal use." Plaintiffs have not submitted affidavits rebutting these sworn accounts.

Based on the foregoing, plaintiffs' motion for civil and/or criminal contempt is denied.

Olga's Cross-Motion to Vacate or Modify the Preliminary Injunction (Motion Sequence 4)

"A motion to vacate or modify a preliminary injunction is addressed to the sound discretion of the court and may be granted upon compelling or changed circumstances that render continuation of the injunction inequitable" (*Thompson v 76 Corp.*, 54 AD3d 844, 846 [2d Dept 2008] [citations and internal quotation marks omitted]).

Here, Olga has not established grounds for vacatur of the preliminary injunction in its entirety. However, she has demonstrated that post-injunction events and the parties' conflicting interpretations of the Court's directives constitute changed circumstances warranting limited modification and clarification of the injunction.

The second directive, which enjoined Olga from "transferring, concealing, destroying, taking, or dissipating any funds, inventory, or assets of 777 BEK Inc.," is hereby modified to expressly permit transfers made in the ordinary course of business, including, but not limited to,

payment of payroll, rent, utilities, taxes, and vendor expenses, while continuing to prohibit personal use or non-routine transfers of company assets absent the written agreement of all owners.

The third directive, which enjoined Olga from “excluding plaintiffs from the business premises or accounts of 777 BEK Inc.,” is hereby modified to provide that Olga shall not exclude plaintiffs from physical access to the business premises and safe for ordinary business purposes or in their capacity as shareholders, and shall provide Xia and Erkin access to all financial accounts held in the name of 777 BEK Inc., including, but not limited to, existing and newly opened bank accounts and all accounting records.

The first directive, which enjoined Olga from “interfering with plaintiffs’ rights as owners of 777 BEK Inc.,” is hereby clarified to reflect that it is intended to preserve the status quo pending adjudication and to prohibit unilateral acts that materially impair plaintiffs’ ownership interests or the company’s assets. It does not confer managerial authority or operational control beyond that which existed prior to the underlying motion, nor does it authorize self-help enforcement by third parties.

Conclusion

Based on the foregoing, plaintiffs’ motion for contempt is denied. It is further ORDERED that Olga’s cross-motion is granted to the extent that the preliminary injunction issued by the Court’s Decision and Order dated July 7, 2025, is hereby modified and clarified as follows:

- (1) All parties are enjoined from taking unilateral actions that materially impair other shareholders’ ownership interests or the company’s assets pending final adjudication.
- (2) All parties are enjoined from transferring, concealing, destroying, taking, or dissipating any funds, inventory, or assets of 777 BEK Inc., except for transfers made in the ordinary course of business, including, but not limited to, payment of payroll, rent,

utilities, taxes, and vendor expenses, while continuing to prohibit personal use or non-routine transfers of company assets absent the written agreement of all shareholders.

- (3) Defendant is enjoined from excluding plaintiffs from physical access to the business premises and safe for ordinary business purposes or in their capacity as shareholders, and shall provide Xia and Erkin access to all financial accounts held in the name of 777 BEK Inc., including, but not limited to, existing and newly opened bank accounts and all accounting records.
- (4) All parties are enjoined from terminating any further business relationships, vendor contracts, or employees of 777 BEK Inc. without the written agreement of all shareholders.

It is further ORDERED, consistent with the parties' agreement during oral argument, that:

- (1) Within 48 hours of entry of this Decision and Order, Olga shall provide keys to the company's safe and the business premises to Xia and, if Erkin does not already possess them, to Erkin.
- (2) Within 48 hours of entry of this Decision and Order, Olga shall provide Xia and Erkin with all passwords, credentials, or other information reasonably necessary to access the company's security system, operating systems, and point of sale machines. No password shall be changed without the consent of all parties.
- (3) Within 48 hours of entry of this Decision and Order, Olga shall provide Xia and Erkin with the name and contact information of the company's current accountant.
- (4) Within 72 hours of entry of this Decision and Order, Olga shall provide Xia and Erkin access to all bank accounts held in the name of 777 BEK Inc.

The remainder of Olga's cross-motion is denied.

Any argument not explicitly addressed herein was considered and deemed to be without merit or unnecessary to address given the court's determination.

ENTER:

RA

Honorable Reginald A. Boddie
Justice, Supreme Court

**HON. REGINALD A. BODDIE
J.S.C.**