

EXHIBIT B

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NASSAU**

NYMP ACQUISITION, LLC as acquirer of
substantially all of the assets of
NEW YORK MERCHANTS PROTECTIVE CO., INC.,

X

Index No. 602220/12

VERIFIED ANSWER

Plaintiff,

-against-

33 UNION SQUARE WEST INC. d/b/a UNION
SQUARE WINE & SPIRIT and UNION SQUARE WINES
& SPIRITS, and "XYZ CORP." the name of said
defendant being Fictitious and unknown to plaintiff,
person intended being as described herein,

Defendants.

X

Defendants 33 UNION SQUARE WEST INC. d/b/a UNION SQUARE WINE & SPIRIT
and UNION SQUARE WINES & SPIRITS, by their attorney, IRA LEVINE, ESQ. as and for
their answer to the complaint, state as follows:

1. Deny the allegations contained in ¶¶ 1, 2, 5 through 9, inclusive, 11, 13 through 22, inclusive 24, 25, 27 through 32, inclusive, of the complaint.
2. Deny the allegations contained in ¶ 12 of the complaint and beg leave to refer to the agreement for the rights and obligations of the parties thereto.
3. Deny knowledge and information sufficient to form a belief with respect to the allegations contained in ¶¶ 34 through 39, inclusive, of the complaint.

AS AND FOR A FIRST AFFIRMATIVE DEFENSE

4. By letter dated December 13, 2010, plaintiff's predecessor in interest, NEW YORK MERCHANTS PROTECTIVE CO., INC. ("Merchants") released these answering defendants from the remaining term of the agreement.

5. As of December 13, 2010, the agreement between these answering defendants and Merchants was a month-to-month agreement that was terminable at will by either party on thirty (30) day notice.

6. On September 28, 2012, these answering defendants terminated the agreement.

7. Based upon the foregoing, these answering defendants have no liability to the plaintiff.

AS AND FOR SECOND AFFIRMATIVE DEFENSE

8. In May 2007, Merchants confirmed in writing that these answering defendants purchased the equipment that was the subject of the parties' written agreement.

9. Based on the foregoing, these answering defendants are the owners of the equipment which consist of, among other things, the Burglar Alarm and CCTV systems.

AS AND FOR A THIRD AFFIRMATIVE DEFENSE

10. The complaint is barred, in whole or in part, by the doctrines of waiver and estoppel.

AS AND FOR A FOURTH AFFIRMATIVE DEFENSE

11. The complaint is barred, in whole or in part, by the doctrine of ratification.

AS AND FOR A FIFTH AFFIRMATIVE DEFENSE

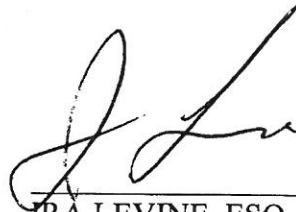
12. The complaint is barred, in whole or in part, by virtue of the inequitable conduct of the plaintiff and its predecessor, Merchants.

AS AND FOR A SIXTH AFFIRMATIVE DEFENSE

13. The agreement upon which this action is based was modified and amended by writings of Merchant, upon which these answering defendants relied.

WHEREFORE, defendants demand judgment dismissing the complaint, together with the costs and disbursements of this action.

Dated: Great Neck, New York
December 20, 2012



IRA LEVINE, ESQ.
Attorney for Defendants
33 UNION SQUARE WEST INC.
d/b/a UNION SQUARE WINE & SPIRIT
and UNION SQUARE WINES & SPIRITS
320 Northern Blvd. Suite 14
Great Neck, NY 11021
(516) 829-7911

TO:
CERTILMAN BALIN ADLER & HYMAN, LLP
Attorneys for Plaintiff
90 Merrick Avenue
East Meadow, New York 11554
(516) 296-7000

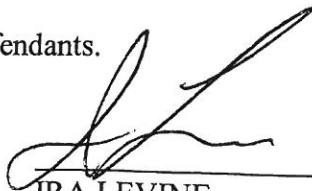
ATTORNEY VERIFICATION

STATE OF NEW YORK)
) ss.:
COUNTY OF NASSAU)

IRA LEVINE, being duly sworn deposes and says:

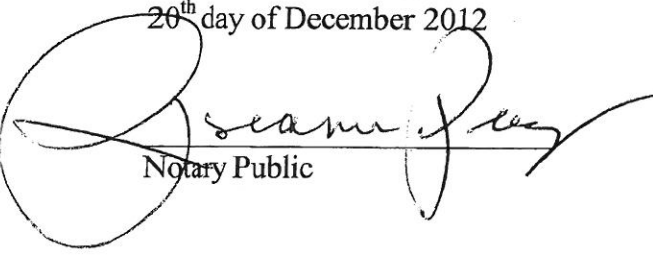
Your deponent is an attorney admitted to practice in the courts of the State of New York and is the attorney of record for the defendants 33 UNION SQUARE WEST INC. d/b/a UNION SQUARE WINE & SPIRIT and UNION SQUARE WINES & SPIRITS, in the within action; I have read the foregoing ANSWER and know the contents thereof; the same is true to my own knowledge, except as to the matters therein alleged to be on information and belief, and as to those matters I believe it to be true. The reason this verification is made by me and not by the defendants is because the defendants are not located in the county wherein your affiant maintains his office.

The grounds of my belief as to all matters not stated upon my knowledge are as follows:
Records contained in my file and conversations had with the defendants.

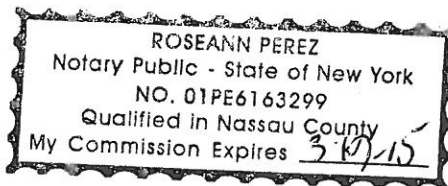


IRA LEVINE

Sworn to before me this
20th day of December 2012



Notary Public



STATE OF NEW YORK)
) ss:
COUNTY OF NASSAU)

Deponent is not a party to the action, is over 18 years of age and resides at Great Neck, NY.

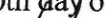
On December 20, 2012, deponent served the within enclosed

in a postpaid wrapper in an official depository under the care and custody of the U.S. Postal Service within New York State, addressed to each of the following persons at the last known address set forth after each name:

JOAN F. LEVINE

Sworn to before me this
20th day of December, 2012

20th day of December, 2012



Notary Public

IRA LEVINE
Notary Public, State of New York
No. 02LE5004847
Qualified in Nassau County
Commission Expires 11/23/14

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NASSAU**

Index No: 60220 Year: 2012

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Plaintiff,

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& SPIRITS, and "XYZ CORP." the name of said
defendant being Fictitious and unknown to plaintiff,
person intended being as described herein,

Defendants.

VERIFIED ANSWER

IRA LEVINE, ESQ.

Attorneys for Defendants

Office and Post Office Address, Telephone

320 Northern Boulevard - Suite 14

Great Neck, New York 11021

(516) 829-7911 • FAX (516) 829-7913

To

Signature (Rule 130-1.1-a)

Attorney(s) for

Service of a copy of the within is hereby admitted.
Dated: _____

Sir: -Please take notice

☐ NOTICE OF ENTRY

That the within is a (certified) true copy of a
duly entered in the office of the clerk of the within named court on

20

☐ NOTICE OF SETTLEMENT

Than an order
settlement to the HON.
of the within named court, at
on _____
Dated,

20

at

of which the within is a true copy will be presented for
one of the judges

M.

Yours, etc.

IRA LEVINE, ESQ.

Office and Post Office Address

320 Northern Boulevard - Suite 14

Great Neck, New York 11021

EXHIBIT C

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NASSAU**

NYMP ACQUISITION, LLC as acquirer of
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Index No. 602220/12

**DEFENDANT'S
SECOND NOTICE FOR
DISCOVERY AND
INSPECTION**

S I R S :

PLEASE TAKE NOTICE, that pursuant to CPLR 3120 the plaintiff is hereby required to produce for discovery, inspection and photocopying, at the offices of the undersigned, 320 Northern Boulevard, Suite 14, Great Neck, New York 11021, on September 12, 2013 at 10 a.m. in the forenoon of that day, the following documents:

1. The Asset Purchase Agreement (with all schedules) between the Receiver, as seller and the plaintiff as purchaser, as identified at page 8 of the transcript of the Hopkins deposition.
2. The Agreement by which plaintiff acquired the contract that is the subject of this lawsuit.
3. The documents which John Hopkins identified as the "court filings" that he reviewed in preparation of the deposition as identified at page 9 of the transcript of the Hopkins deposition.
4. The instructions on how to do a deposition, as identified at page 10 of the

transcript of the Hopkins deposition, and marked as Exhibit "A".

5. Documents set forth in the Sedona accounting system with respect to the contract with the defendant as identified at page 14-16 of the transcript of the Hopkins deposition.
6. Original (not a photocopy) of the contract between plaintiff (or its predecessor) and the defendant.
7. Documents including names and addresses of all customers whose contracts were cancelled by plaintiff in reliance of December 13, 2010 letter, as identified at page 42 and page 43-44 of the transcript of the Hopkins deposition.
8. Paper files and document from the Sedona system with respect to Columbus Avenue Spirits, Park East Wines, Mitchell Soodak, as identified at page 44 of the transcript of the Hopkins deposition.
9. Pleadings, including, without limitation, summons and complaint and answers, with respect to the litigation between the plaintiff and subscribers as identified at page 45-46 of the transcript of the Hopkins deposition.
10. Documents on the Sedona system as identified at page 55 of the transcript of the Hopkins deposition.
11. Final invoice that was sent to the defendant as identified at page 57 of the transcript of the Hopkins deposition.
12. Service tickets, as identified at page 60 of the transcript of the Hopkins deposition.

PLEASE TAKE FURTHER NOTICE, that upon your failure to produce the aforesaid, the undersigned will object at the trial of this action to the offering of any evidence concerning the material contained in such documents.

Dated: Great Neck, New York
August 12, 2013

A handwritten signature in black ink, appearing to read 'IRA LEVINE', is written over a horizontal line.

IRA LEVINE, ESQ.
Attorney for Defendants
33 UNION SQUARE WEST INC.
d/b/a UNION SQUARE WINE & SPIRIT
and UNION SQUARE WINES & SPIRITS
320 Northern Blvd.
Suite 14
Great Neck, NY 11021
(516) 829-7911

TO:
CERTILMAN BALIN ADLER & HYMAN, LLP
Attorneys for Plaintiff
90 Merrick Avenue
East Meadow, New York 11554
(516) 296-7000

STATE OF NEW YORK)
) ss:
COUNTY OF NASSAU)

Deponent is not a party to the action, is over 18 years of age and resides at Great Neck, NY.

On August 12, 2013, deponent served the within enclosed

in a postpaid wrapper in an official depository under the care and custody of the U.S. Postal Service within New York State, addressed to each of the following persons at the last known address set forth after each name:

JOAN F. LEVINE

Notary Public

IRA LEVINE
Notary Public, State of New York
No. 02LE5004847
Qualified in Nassau County
Commission Expires 11/23/14

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Defendants.

DEFENDANTS' SECOND NOTICE FOR DISCOVERY AND INSPECTION

IRA LEVINE, ESQ.

Attorneys for Defendants

Office and Post Office Address, Telephone

320 Northern Boulevard - Suite 14

Great Neck, New York 11021

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To

Signature (Rule 130-1.1-a)

Attorney(s) for

Service of a copy of the within is hereby admitted.
Dated: _____

Sir: -Please take notice

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☐ NOTICE OF SETTLEMENT

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Than an order
settlement to the HON.
of the within named court, at
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Dated,

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of which the within is a true copy will be presented for
one of the judges

M.

Yours, etc.

IRA LEVINE, ESQ.

Office and Post Office Address

320 Northern Boulevard - Suite 14

Great Neck, New York 11021