

STATE OF MICHIGAN
IN THE 3RD JUDICIAL CIRCUIT COURT FOR THE COUNTY OF WAYNE

THE PEOPLE OF THE STATE OF
MICHIGAN

25- 25-009137-CZ -CZ

Hon. Edward Ewell, Jr.

Plaintiff,

v

DOWNTOWN FERNDALÉ BIKE SHOP
LLC (ID No. 803081789); URBANREST
BREWING COMPANY LLC (ID NO.
803272129); THE DETROIT BUBBLE TEA
COMPANY LLC (ID NO. 8032683580);
BAGS & BEADS LLC (ID NO. 803266356);
BEAU'S GRILLERY LLC (ID NO,
803268375); COMO'S LLC (ID NO.
8032683700); COMO'S OF FERNDALÉ
LLC (ID NO. 803268378); COMO'S
RESTAURANT LLC (ID NO. 803268364);
DESSERT OASIS COFFEE ROASTERS
LLC (ID NO. 803268355); DETROIT
MARTIAL ARTS INSTITUTE LLC (ID NO.
803274802); FOUND SOUND LLC (ID NO.
803266359); GOT PHO LLC (ID NO.
803266357); MEX LLC (ID NO. 803268373);
MEX RESTAURANT LLC (ID NO.
803268379); H&X LLC (ID NO. 803266358);
TC COCKTAILS LLC (803268368); TIN
CAN COCKTAILS LLC (ID NO.
803268360); all Michigan limited liability
companies; ERIC VANDER LEY, an
individual; and DANIEL VANDER LEY, an
individual,

**COMPLAINT TO DISSOLVE
LIMITED LIABILITY
COMPANIES AND FOR
PUBLIC NUISANCE AND
CIVIL CONSPIRACY**

Defendants.

Michael S. Hill (P73084)
Jeffrey D. Mapes (P70509)
Assistant Attorneys General
Michigan Department of Attorney General
Corporate Oversight Division
P.O. Box 30736
Lansing, MI 48909
(517) 335-7632
Hillm19@michigan.gov
mapesj1@michigan.gov

An administrative appeal between Eric Vanderley and the Michigan Department of Licensing and Regulatory Affairs arising out of the same transaction or occurrence as alleged in the complaint was previously filed in this Court, was given case number 25-000219-AA, and assigned to the Honorable Edward Ewald, Jr. That matter is no longer pending.

**COMPLAINT TO DISSOLVE LIMITED LIABILITY COMPANIES AND FOR
PUBLIC NUISANCE AND CIVIL CONSPIRACY**

INTRODUCTION

The purpose of corporation statutes, such as the Michigan Limited Liability Company Act, is to establish an orderly and organized system for individuals to form corporate entities and conduct lawful business while utilizing the legal benefits of incorporation. It is not intended for an individual to capture and claim names used by legitimate businesses and then hold them for ransom and harass the business owners in an attempt to obtain money from them under false claims of “copyright infringement” or other interference with business interests.

This is a civil lawsuit to dissolve seventeen limited liability companies using the Attorney General’s authority under MCL 450.4803, as these were procured by fraud in a scheme to claim false intellectual property rights in business names.

Defendants Eric and Daniel Vander Ley organized limited liability companies with LARA using the same or similar names of legitimate businesses located in Ferndale....¹ Defendants Eric and Daniel Vander Ley formed these clone companies to capture the business names and harass the business owners to obtain money. The Vander Leys' actions have caused severe damage to these small businesses, and the companies should be dissolved so they can no longer be used for such nefarious purposes.

PARTIES, JURISDICTION, AND VENUE

1. The People of the State of Michigan, by and through its Attorney General, Dana Nessel, bring this civil enforcement action on behalf of themselves and as *parens patriae* on behalf of the people of the State, pursuant to MCL 14.28 and 14.101.

2. In this capacity, the Attorney General has the authority to bring an action to dissolve a limited liability company that has been organized through fraud or that repeatedly and willfully unlawfully conducts its business. See MCL 450.4803(1).

3. The Attorney General also has the authority to bring civil actions to enjoin public nuisances. See *Attorney General v PowerPick Club*, 287 Mich App 13, 22 (2010)(citing *Attorney General, ex rel Optometry Bd of Examiners v Peterson*, 381 Mich 4445, 465-66 (1969)).

¹ Defendant Eric Vander Ley sought to expand this scheme statewide, as alleged further in the complaint.

4. Defendant Downtown Ferndale Bike Shop LLC (ID No. 803081789), is a Michigan limited liability company formed with the Michigan Department of Licensing and Regulatory Affairs (LARA) on August 9, 2023 by Daniel Vander Ley as organizer. The resident agent is listed as Daniel Vander Ley, and the resident agent's address is [REDACTED].

5. Defendant Urbanrest Brewing Company LLC (ID No. 803272129) is a Michigan limited liability company formed with LARA on September 11, 2024, by Eric Vander Ley as an organizer. Its registered agent is Eric Vander Ley, and its resident agent address is [REDACTED].

6. Each of the following Defendants are Michigan Limited Liability companies formed with LARA by Eric Vander Ley as both the organizer and registered agent; all with registered offices located at [REDACTED]
[REDACTED]

<u>Defendant Name</u>	<u>Identification No.</u>	<u>Formation Date</u>
Bags & Beads LLC	803266356	August 29, 2024
The Detroit Bubble Tea Company LLC	803268358	September 4, 2024
Beau's Grillery LLC	803268375	September 4, 2024
Como's LLC	803268370	September 4, 2024
Como's of Ferndale LLC	803268378	September 4, 2024
Como's Restaurant LLC	803268364	September 4, 2024

Dessert Oasis Coffee Roasters LLC	803268355	September 4, 2024
Detroit Martial Arts Institute, LLC	803274802	September 18, 2024
Found Sound LLC	803266359	August 29, 2024
Got Pho LLC	803266357	August 29, 2024
MEX LLC	803268373	September 4, 2024
Mex Restaurant LLC	803268379	September 4, 2025
H&X LLC	803266358	August 29, 2024
TC Cocktails LLC	803268368	September 4, 2024
Tin Can Cocktails LLC	803268360	September 4, 2024

7. Defendant Eric Vander Ley is an individual who resides in the City of Detroit, Wayne County, Michigan, at [REDACTED]

8. Defendant Daniel Vander Ley is an individual who resides in the City of Detroit, Wayne County, Michigan, at [REDACTED]

9. This Court has jurisdiction over this matter under MCL 600.605

10. Wayne County is an appropriate venue under MCL 450.4803 and MCL 600.1641.

FACTS

I. Downtown Ferndale Bike Shop and Jon H[REDACTED]

11. A legitimate business named the Downtown Ferndale Bike Shop is located in downtown Ferndale, Michigan. Its owner is Jon H[REDACTED] who formed Downtown Ferndale Bike Shop, Inc. in July 2010 and has continuously operated it as a bicycle retail and repair shop. See the affidavit of Jon H[REDACTED] attached as **Exhibit A**.

12. Defendant Eric Vander Ley worked at the bike shop during the summer of 2022 but wasn't brought back the following summer because the extra help was not needed.

13. Afterward, Defendant Eric Vander Ley, with the assistance of Daniel Vander Ley, began harassing Jon and interfering with Jon's operation of the bike shop.

14. In November 2023, after reviewing LARA's online records, Jon discovered that Downtown Ferndale Bike Shop, Inc. was no longer in good standing with LARA.

15. On the same occasion, Jon also discovered that a limited liability company using the same name as the bike shop, Downtown Ferndale Bike Shop, LLC, was formed on August 9, 2023, with Defendant Daniel Vander Ley named as the organizer and registered agent in its Articles of Organization. A copy of the Articles of Organization is attached as **Exhibit B**.

16. The formation of Downtown Ferndale Bike Shop, LLC with LARA prevented Jon from bringing Downtown Ferndale Bike Shop, Inc. back into good standing because LARA would not accept the past-due annual reports because the business name was now used by Daniel Vander Ley's LLC.

17. As a result, Jon had to change the corporation's name to the Original Downtown Ferndale Bike Shop, Inc. to obtain good standing with LARA.

18. During the summer of 2024, Jon received a cease-and-desist letter from Defendant Eric Vander Ley alleging his "client" is the exclusive owner of trademarks and copyrights in the name "Downtown Ferndale Bike Shop".

19. The letter accused Jon of infringing on those rights. A copy of the letter is included in **Attachment 1 to Exhibit A**.

20. In the letter, Eric demanded Jon sign and return an enclosed agreement requiring Jon to pay Eric \$2,500.00 "in lieu of litigation."

21. After Jon refused Eric's demands, Eric began driving by the bike shop while Jon was walking his dog. He even showed up at the bike shop filming with his phone.

22. Eric also contacted the bike shop's landlord, M. Sempliner, L.L.C., making similar allegations of trademark infringement and demanding \$5,000.00 "in lieu of litigation." A copy of the Cease-and-Desist Letter to M. Sempliner is attached as **Exhibit C**.

23. Eric's ongoing conduct made Jon feel unsafe and Jon successfully obtained a personal protection order against Eric.

24. In September 2024, Eric Vander Ley filed a complaint pro se against the bike shop, Jon, and M. Sempliner L.L.C. A copy of the complaint is attached as **Exhibit D**.

25. In the complaint, Eric Vander Ley claimed to be a sole proprietor doing business as Downtown Ferndale Bike Shop; when in reality, he was a temporary employee at the bike shop and was not give any ownership interest in the business.

26. Eric Vander Ley's actions interfered with the bike shop's operations, damaged its reputation with customers and vendors, and caused Jon to incur significant costs defending himself and the bike shop.

II. Urbanrest Brewing Company and Zachary T [REDACTED]

27. Also located in downtown Ferndale, near the Downtown Ferndale Bike Shop, is Urbanrest Brewing Company, a microbrewery and banquet space owned by Zachary T [REDACTED]

28. To incorporate his business, Zachary formed Urbanrest Brewing Company LLC in July 2015 and has continuously operated it as a microbrewery since then. See Zachary T [REDACTED] affidavit, attached as **Exhibit E**.

29. Zachary later registered "Urbanrest Brewing Company" with the United States Patent and Trademark Office on May 29, 2018.

30. In September 2025, Zachary discovered that Urbanrest Brewing Company LLC was no longer in good standing, so he submitted the required filings to LARA in order to bring the company back into good standing.

31. LARA rejected the filings because the company name was used by another limited liability company. Zachary then discovered the formation of Urbanrest Brewing Company LLC ID No. 803272129 with Eric Vander Ley named as both the organizer and registered agent.

32. Thinking this was possibly an innocent mistake, Zachary's counsel contacted Eric, asking him to cease and desist from using the name that Zachary had trademarked.

33. Eric responded that he would not discuss the matter further unless he was paid a non-negotiable rate of \$500.00 per hour, for his time, paid in advance for one-hour blocks. See correspondence- attached as **Exhibit F**.

34. After Zachary refused to pay, Eric began harassing him and interfering with the brewery's operations, causing Zachary to become fearful for the safety of himself and his staff.

35. For example, in October 2024, Zachary was contacted by the Ferndale Police, warning him that Eric had tried to file complaints against his business and had harassed several other Ferndale business owners.

36. Another example occurred on January 15, 2025 when Eric appeared at the brewery demanding to see its liquor license. He was rude to staff and customers and threatened to break into the office and "get the liquor license himself."

37. This incident caused Zachary to contact local law enforcement.

38. Further, on January 22, 2025, Defendant Daniel Vander Ley appeared at the brewery carrying around a complaint from the 43rd District Court and loudly asking customers where the manager was so he could serve them with the complaint.

39. After law enforcement was called, Daniel left the brewery.

40. To further harass Zachary and Urbanrest Brewing Company, In April 2025, Defendant Eric Vander Ley filed a pro se complaint in Oakland County Circuit Court alleging liquor license violations against Zachary and Urbanrest Brewing Company. A copy of the complaint is attached as **Exhibit G**.

41. In the lawsuit, Defendant Eric Vander Ley falsely accuses Zachary and/or Urbanrest Brewing Company of committing the crime of selling alcoholic beverages without a valid license; and causing Eric emotional distress “by being sold alcohol by a unlicensed entity.” See Exhibit G ¶ 140.

42. Like Jon H. [REDACTED] Zachary continues to incur significant costs and attorney’s fees repairing the damage caused to his reputation and his business by Defendants Eric and Daniel Vander Ley.

III. Bags and Beads.

43. Also located in Downtown Ferndale at 145 Nine Mile Rd. is Bags and Beads, a boutique that sells clothing and other custom products.

44. Based on information and belief, Bags and Beads is affiliated with Bags and Beads LLC, which, according to LARA's records, was organized on May 8, 2015, by Metari H. [REDACTED]

45. According to LARA’s records, Bags & Beads LLC lost its good standing.

46. While it was not in good standing with LARA to capture the business name, Eric Vander Ley organized Bags & Beads LLC (ID No. 803266356) on August 29, 2024, and appointed himself the registered agent.

IV. The Detroit Bubble Tea Company, LLC.

47. Another business in downtown Ferndale, the Detroit Bubble Tea Company, was a café at 22821 Woodward Ave in Ferndale, MI, serving bubble tea and other food and beverage items.

48. The café was located across Woodward from Como's Restaurant and half a block from the Downtown Ferndale Bike Shop.

49. The café's owner, Arun P [REDACTED] formed The Detroit Bubble Tea Company, LLC in April 2014.

50. To capture the business name, Eric Vander Ley formed another entity, The Detroit Bubble Tea Company LLC (ID No. 803268358) and named himself as the organizer and registered agent.

V. Beau's Grillery.

51. According to LARA's records, Beau's Grillery is an assumed name registered to 4108 Michigan LLC, a Michigan limited liability corporation formed on February 14, 2024, by Zack S [REDACTED] Its registered address is [REDACTED]

52. Based on information and belief, Beau's Grillery is a bar and grill located at 4108 W. Maple Rd., Bloomfield Hills, MI.

53. To capture the business name of Beau's Grillery, on September 4, 2024, Eric Vander ley formed Beau's Grillery LLC (ID No. 803268375).

VI. Como's Restaurant.

54. Upon information and belief, Como's Restaurant serves Italian and American Food at 22812 Woodward Ave #100, Ferndale, MI 48220.

55. To capture the business name of Como's Restaurant, Defendant Eric Vander Ley formed at least three limited liability companies including, Como's LLC (ID No. 803268370), Como's of Ferndale LLC (ID No. 803268378), and Como's Restaurant LLC (ID No. 803268364).

VII. Dessert Oasis Coffee Roasters.

56. Upon information and belief, Dessert Oasis Coffee Roasters is a coffee roastery, bakery, and cafe located in Downtown Ferndale, MI. It maintains three other locations in Rochester, Detroit, and Royal Oak, Michigan. ²

57. According to LARA's records, "Dessert Oasis Coffee Roasters" is an assumed name of The Dessert Oasis, L.L.C., a Michigan limited liability company organized by Nathan H [REDACTED] on April 15, 2009. Its registered address is [REDACTED]

58. To capture the business name, Eric Vander Ley created a clone Michigan limited liability company, Defendant Dessert Oasis Coffee Roasters LLC (ID No. 803268355), on September 4, 2024.

² <https://docr.coffee/pages/ferndale-cafe-headquarters> [accessed May 30, 2025].

VIII. Detroit Martial Arts Institute.

59. Based on information and belief, Detroit Martial Arts Institute is a martial arts education and training facility located at 13030 W Seven Mile Rd, Detroit, MI 48235, and is associated with Detroit Martial Arts Institute, LLC.

60. According to LARA's records, Detroit Martial Arts Institute, LLC, was organized by George N R [REDACTED] on May 12, 2004 and its registered address is [REDACTED]
[REDACTED]

61. As of March 1, 2024, Detroit Martial Arts Institute, LLC exists but is not in good standing with LARA.

62. To capture the business name, on September 18, 2024, Eric Vander Ley organized a clone company, Detroit Martial Arts Institute, LLC (ID No. 803274802).

IX. Found Sound.

63. Also located in Downtown Ferndale, Michigan, at 234 W. Nine Mile Rd., Ferndale, MI, is a retail music store named Found Sound.

64. Based on information and belief, Found Sound's retail location is associated with Found Sound Records, which, according to LARA's records, is the assumed name of My Turn Records, Inc.

65. According to LARA's records, My Turn Records, Inc. is a Michigan corporation formed in November 2011 by Dean Y [REDACTED] who is also its registered agent. Its registered office is located at [REDACTED].

66. To capture the business name, on August 29, 2024, Eric Vander Ley organized a clone company, Found Sound LLC (ID No. 803266359).

X. Got Pho and H&X LLC.

67. Upon information and belief, Got Pho is a family-owned restaurant specializing in Pho and other Vietnamese cuisine located at 172 Nine Mile Rd., Ferndale, MI 48220.

68. According to LARA's records, Got Pho is an assumed name of H&X Inc., a Michigan corporation that was automatically dissolved on July 15, 2022, for failing to file its 2020 annual report.

69. To capture the business name, Eric Vander Ley organized two limited liability companies; Defendant Got Pho LLC (ID No. 803266357), and Defendant H&X LLC (ID No. 803266358).

XI. MEX Restaurant.

70. Upon information and belief, Mex Restaurant serves Mexican cuisine at 6675 Telegraph Rd., Bloomfield Hills, MI 48301.³

71. Upon information and belief, Mex Restaurant is owned by Peas and Carrots Hospitality LLC, a Michigan limited liability company with a registered office at [REDACTED]

72. To try to capture the Mex Restaurant name, Eric Vander Ley formed two limited liability companies; Defendant Mex Restaurant LLC (ID No. 803268379) and Defendant Mex LLC (ID No. 803268373).

³ <https://www.mexbloomfield.com/about> [accessed May 30, 2025].

XII. Tin Can Cocktails.

73. Also located in Downtown Ferndale, Michigan, is a manufacturer and distributor of alcoholic beverages named Tin Can Cocktails.⁴

74. According to LARA's records, Tin Can Cocktails is an assumed name of TC Cocktails, LLC, a Michigan limited liability company organized on February 8, 2021.

75. TC Cocktails, LLC's registered agent is Curt G. [REDACTED] and its registered office is located at [REDACTED].

76. According to LARA's records, TC Cocktails, LLC is not in good standing as of March 31, 2024.

77. To capture the business name, Eric Vander Ley formed two clone limited liability companies; Defendant TC Cocktails LLC (ID No. 803268368) and Defendant Tin Can Cocktails LLC (ID NO 803268360).

XIII. Eric Vander Ley's attempts to expand the business name capture scheme statewide.

78. Seeking to expand his scheme of capturing business names beyond Downtown Ferndale, on or about September 25, 2024, Eric Vander Ley submitted 395 Articles of Organization to form limited liability companies using the same, or substantially similar names of business across the State of Michigan.

79. On October 9, 2024, LARA issued a notice to Eric rejecting the 395 Articles of Organization. See LARA notice- attached as **Exhibit H**.

⁴ <https://www.tincandrinks.com/> [accessed May 30, 2025].

80. Not to be deterred by LARA's rejection of the 395 Articles of Organization, on October 25, 2024, Eric Vander Ley submitted to LARA 533 Certificates of Assumed Name for use under sixteen of the LLCs he previously organized with LARA.

81. Each of the names Eric submitted to LARA, appeared to be the same, or substantially similar names used by individuals and businesses located across the State of Michigan.

82. The below table provides a sample list of some of the 533 business names Eric attempted to capture under fifteen of his previously formed limited liability companies:

<u>Vander Ley Company</u>	<u>Sample of Assumed Names</u>
Bags & Beads LLC (ID No. 803266356)	Airline Bar, Alanson Riverside Bar, Alexander and Family Associates, All Seasons Lodging, Amigos Plaza, Amman Investments, Angelo Brothers Restaurant, Applewood Eatery, Arcadia Hills Golf Course, Aztecas Mexican Restaurant, Babylon Restaurant Group, Bay Port Inn 2020, Beech Front Spirits, Bellagio Hall, Bernies Main Street Tavern, Big Rapids Bowling Center, and Blossom Trails Golf Club.

Como's LLC (ID No. 803268370)	Buddys Downtown Detroit, Bumpers Landing Boat Club, Cadillac Party Lounge, Caribbean Chill & Grill, Cartwright Investments, Club Toxic, Cosmic Burrito Tequila Bar, Chomp Burger and Cheboygan Big Boy.
Como's of Ferndale LLC (ID No. 803268378)	Dearborn Premier Night Life, Desi Foods, Detroit Prestige Show Bar, D.L. Thompson, Downing Farms Golf Course, Eagle View Golf Club, EL Jalapeno Taqueria, and Ever After Decorating.
Como's Restaurant LLC (ID No. 803268364)	Flat Rock Grill, F.O.E. Bowling Club, Galbreath Management, Gaylord Big Boy, George's Senate Bar & Grill, Grace Coffee, Grill of India, and H&H Lanes
Detroit Martial Arts Institute, LLC (ID No. 803274802)	Kews Korner Pub, Kimberly Sowle Corporation of Negaunee, King Cigar Lounge, Lake Ann Golf, Lake Michigan Hills Management, Lake Orion Restaurant Group, and Legends of Saginaw.

<p>The Detroit Bubble Tea Company LLC (ID No 803268358)</p>	<p>Kozis Imports, Fat Boys, Gibson Wine Company, Gordon Biersch Brewing Company, Grand Traverse Distillery, Hofbrauhaus of America, IWK USA Importers, Joseph Victori Wines, Joy Faith Hope Enterprise, Leelanau Vodka, Mast-Jaegermeister US, Mishigama Craft Brewing Company, Ugly Dog Distillery, and Redline Brewing Company.</p>
<p>Found Sound LLC (ID No. 803266359)</p>	<p>Louisiana Crab Shack of Michigan, Mama Mia Beech Daly, Manny's Bar & Grill, Maple Creek Golf Club, Marine City Fish Company, Mike Tessmer Management, Montrose Briar Ridge, and New China Fair.</p>
<p>Got Pho LLC (ID No. 803266357)</p>	<p>Nickis Bar & Grill II, Nolans Irish Pub, Nonnas Italian Kitchen, Oak Tree Lounge, Orchard Hills Golf Club, Owosso Hotel Business, Patterson Ice Center, Paul Feeny Company, Peppermint Lounge, Pigeon Inn, Platte</p>

	River Inn, Pompeii's Eatery, and Punchline Comedy Lounge.
Tin Can Cocktails LLC (ID No. 803268360)	PWG.
H&X LLC (ID No. 803266358)	Red Crab Sterling, Red Ox Management, Regency Manor Management Group, Richards Family Enterprises, Riverside Restaurant and Lounge, Rons Roadhouse Tavern, and Sae Young Corporation.
Mex LLC (ID No. 803268373)	Seven Ski Inn, Schwarma Yes, Sirens Saloon, Sports Page Lounge, Steampunk Craft Beer, Steiss Village Inn, Sterling Ponds Plaza, Sunnys Bar & Grill, Sushi Weng, and Terra Verde Restaurant.
Mex Restaurant LLC (ID No. 803268379)	US 131 Motorsports Park, Vassar Golf Club, Village Market Bistro, West Branch Country Club, Williamston Pub & Grill, Wixom Suites, Wolf Lake Tavern, The Shepherd Bar and Restaurant, Thorne Hills Golf Course,

	Three Firemans Pub, and Tony V's Tavern.
TC Cocktails LLC (ID No. 803268368)	Accolade Wines North America, Amphora Imports, Aperture Brewing Company, Baum Wine Imports, Bridge Consulting Services, Cardinal Spirits, Confluxcity Brewing Company, Diamond Importers, and Farmhouse Vineyards.
Dessert Oasis Coffee Roasters LLC (ID No. 803268355)	Hamlin Pub Rochester Hills, Hankerd Hills Golf Course, Hills of Lenawee Golf Club, Hilltop Family Restaurant, Hofman & Holbrook, Jeanies Lounge, and JJK Restaurant Group.

83. On November 12, 2024, LARA issued a notice to Eric Vander Ley rejecting the 533 Certificates of Assumed name. A copy of the notice with the complete list of names Eric attempted to capture is attached as **Exhibit I**.

COUNT I. DISSOLUTION OF THE VANDER LEY COMPANIES

84. The People reincorporate by reference to the other paragraphs of this Complaint.

85. Defendants Downtown Ferndale Bike Shop LLC (ID No. 803081789); Urbanrest Brewing Company LLC, (ID No. 803272129); The Detroit Bubble Tea Company LLC (ID No. 8032683580); Bags & Beads LLC (ID No. 803266356); Beau's Grillery LLC (ID No. 803268375); Como's LLC (ID No. 8032683700); Como's of Ferndale LLC (ID No. 803268378); Como's Restaurant LLC (ID No. 803268364); Dessert Oasis Coffee Roasters LLC (ID No. 803268355); Detroit Martial Arts Institute LLC (ID No. 803274802); Found Sound LLC (ID No. 803266359); Got Pho LLC (ID No. 803266357); Mex LLC (ID No. 803268373); Mex Restaurant LLC (ID No. 803268379); H&X LLC (ID NO. 803266358); TC Cocktails LLC (ID No. 803268368); Tin Can Cocktails LLC (ID NO. 803268360); shall be collectively referred to as the "Vander Ley Companies".

86. Section 803 of the Michigan Limited Liability Company Act provides the Attorney General the authority to bring an action to dissolve a limited liability company that has procured its organization through fraud and/or repeatedly and willfully conducted its business in an unlawful manner.

87. In organizing the Vander Ley Companies and signing each Article of Organization, Defendants Eric Vander Ley and/or Daniel Vander Ley represented that each limited liability company was being formed to engage in any activity within the purposes for which a limited liability company may be formed under the Michigan Limited Liability Company Act.

88. Section 201 of the Michigan Limited Liability Company Act requires that each limited liability company be formed for a lawful purpose. Accordingly, in

organizing the Vander Ley Companies, Eric Vander Ley and/or Daniel Vander Ley represented that each company is being formed for a lawful purpose.

89. Each of the Vander Ley Companies was formed not to engage in lawful activities (a practical impossibility for two individuals given the number of companies formed) but instead to capture the names of legitimate businesses in Michigan to harass the business owners and make false legal claims of copyright infringement or other interference with business relationships to obtain money from the owners of the legitimate businesses; in the same fashion as Eric Vander Ley and Daniel Vander Ley did with Urbanrest Brewing Company and the Downtown Ferndale Bike Shop.

90. The Vander Ley Companies procured their organization with LARA through fraud. They have repeatedly and willfully unlawfully conducted their business. Each Vander Ley Company should be dissolved pursuant to MCL 450.4803(1).

COUNT II. PUBLIC NUISANCE- VIOLATION OF MCL 750.218 (ERIC VANDER LEY INDIVIDUALLY).

91. The People incorporate by reference the other paragraphs of this complaint.

92. Defendant Eric Vander Ley made the following false representations with the intent to defraud or cheat Jon H [REDACTED], The Original Downtown Ferndale Bike Shop, Inc., and/or its landlord, M. Sempliner L.L.C.:

- a. Eric Vander Ley is the exclusive owner of the trademark and copyright in the name "Downtown Ferndale Bike Shop."
- b. That LARA dissolved Downtown Ferndale Bike Shop, Inc..

- c. Eric Vander Ley is equally interested in Jon H [REDACTED]'s bike shop and the name "Downtown Ferndale Bike Shop."
- d. Eric Vander Ley has continuously used the name "Downtown Ferndale Bike Shop" since August 8, 2023.
- e. Eric Vanderley operates a retail bicycle repair and sales operation in Downtown Ferndale.
- f. Jon H [REDACTED] is not the owner and has no legal right to use the name "Downtown Ferndale Bike Shop."
- g. Jon H [REDACTED] unlawfully infringes on Eric Vanderley's exclusive copyrights and trademarks.
- h. That M. Sempliner L.L.C. is unlawfully infringing on Eric Vanderley's exclusive copyrights and trademarks in "Downtown Ferndale Bike Shop" by approving the content, design, location, and size of a sign using "Downtown Ferndale Bike Shop" without Eric Vander Ley's permission.

93. Eric Vander Ley knew each representation was false when made because he had no ownership interest in the Downtown Ferndale Bike Shop, did not operate a retail bicycle sales and repair facility in Ferndale, did not have any copyright or intellectual property rights in the name "Downtown Ferndale Bike Shop," and did not acquire any property rights in Jon H [REDACTED]'s business by organizing a clone limited liability company with LARA.

94. Eric Vanderley made each representation to obtain money and/or personal property from John H. [REDACTED] The Original Downtown Ferndale Bike Shop, Inc., and/or M. Sempliner L.L.C.

95. MCL 750.218 prohibits a person, with the intent to defraud or cheat, from using a pretense to obtain money or personal property from another person.

96. A common law nuisance is "an unreasonable interference with a right common to the general public," such as public health or safety. Even an otherwise lawful activity can become a nuisance when it unreasonably interferes with public health or safety.

97. Through his violations of MCL 750.218, Eric Vander Ley engaged in activities constituting common law nuisances.

98. Defendant Eric Vander Ley's actions undermine the livelihood of small businesses, causing economic harm and job loss in the community.

99. The public nuisance created by Eric Vander Ley's actions is substantial and unreasonable. It has caused and continues to cause significant harm to the community, and the damage inflicted outweighs any offsetting benefits.

100. In addition and independently, Eric Vander Ley's conduct invades a legally protected interest. Eric's conduct constitutes unreasonable interference

because, inter alia, it has violated Michigan law, specifically MCL 750.218 and the common law.⁵

101. The People of the State of Michigan have sustained specific and special injuries because damages include, inter alia, economic harm to small businesses, as described in this Complaint.

102. The People seek all legal and equitable relief as allowed by law, including, inter alia, injunctive relief, abatement of the public nuisance, payment to the Plaintiff of monies necessary to abate the public nuisance, all damages as allowed by law, attorney fees and costs, and pre-and post-judgment interest.

COUNT III- CIVIL CONSPIRACY (ERIC VANDER LEY AND DANIEL VANDER LEY)

103. The People incorporate by reference the other paragraphs of this complaint.

104. Daniel Vander Ley provided substantial assistance and/or acted in concert with Eric Vander Ley to capture the business name of the Downtown Ferndale Bike Shop, make false claims of copyright infringement and/or other

⁵ See *Supreme Lodge Knights of Pythias v. Improved Order Knights of Pythias*, 113 Mich 133, 137 (1897) (“[W]here a corporation has, and has used, a name for such a length of time as to become identified by that name, it is a fraud upon the corporation and the public if others assume that name under such circumstances as to mislead the public into believing it is dealing with the original corporation; and where injury will result to the corporation first adopting the name on account thereof, a court of equity will enjoin the further perpetration of the wrong.”).

intellectual property claims to harass its owner Jon H [REDACTED] and/or its landlord M. Sempliner, L.L.C., in order to obtain money from them through the following conduct:

- a. Signing, or giving permission to use his electronic signature on the Articles of Organization for Downtown Ferndale Bike Shop LLC.
- b. Serving as the company's registered agent.
- c. Using his primary residence as the company's registered office.

105. By serving papers, harassing customers, and making a scene at Urbanrest Brewing Company that caused employees to call law enforcement, Defendant Daniel Vander Ley acted in concert with Eric Vander Ley to capture the business name of Urbanrest Brewing Company, make false claims of liquor license violations against the business, and harass its customers and its owner, Zachary T [REDACTED], in order to obtain money from Mr. T [REDACTED]

106. Daniel Vander Ley agreed to perform the aforementioned acts or encourage Eric Vander Ley, knowing Eric intended to make false representations to Jon H [REDACTED], the Downtown Ferndale Bike Shop, M. Sempliner L.L.C., Urbanrest Brewing Company, and/or Zach T [REDACTED] to obtain money from those individuals and businesses.

107. Defendant Daniel Vander Ley's conduct, in concert with Eric Vander Ley, violates MCL 750.218 and is a public nuisance against The People.

108. The public nuisance created by Daniel Vander Ley and Eric Vander Ley's actions is substantial and unreasonable. It has caused and continues to cause

significant harm to the community, and the damage inflicted outweighs any offsetting benefits.

CONCLUSION AND RELIEF SOUGHT

Accordingly, for the reasons set forth above, the People of the State of Michigan respectfully request that this Court:

- a. Enter an order dissolving each of the Vander Ley Companies under MCL 450.4803;
- b. Enter an order enjoining Defendants Eric Vander Ley and Daniel Vander Ley from engaging in further unlawful conduct and abating the public nuisances caused by their illegal conduct;
- c. Award civil fines against Defendants Eric Vander Ley and Daniel Vander Ley as prescribed by MCL 750.218 and the common law for the public nuisances committed against the People of the State of Michigan; and,
- d. Grant any other relief the Court deems appropriate under the circumstances.

Respectfully submitted,

/s/ Michael S. Hill

Michael S. Hill (P73084)
Jeffrey D. Mapes (70509)
Assistant Attorneys General
Michigan Dep't of Attorney General
Corporate Oversight Division
P.O. Box 30736
Lansing, MI 48909
(517) 335-7632

Dated: June 11, 2025