



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

B.E. CAPITAL MANAGEMENT)	
FUND LP,)	
)	
Petitioner,)	
)	C.A. No. 12843-VCL
- against -)	
)	
FUND.COM INC.,)	
)	
Respondent.)	

RULE 151(1)-(2) INVENTORY AND LIST

Pursuant to Chancery Rule 151(1)-(2), Thomas Braziel, as receiver (the “Receiver”) of Fund.com Inc. (the “Company”), by and through his undersigned counsel, submits the following inventory of Company property and list of debtors and creditors of the Company, showing all debts due to/from the Company and their respective addresses:

INVENTORY

Cash: Checking account funded with \$10,211.01 payment from David Berke from approximately \$200,000 in AdvisorShares settlement proceeds he previously paid to himself.

Investments: The Company stated in its SEC filings that it holds a 100% ownership interest in the following entities: Vensure Employer Services, Inc., Weston Capital Management, LLC, and Whyte Lyon Socratic Inc. The Company

also stated it holds an interest in National Holdings Corporation. The value of the foregoing interests is unknown.

CD/Annuity: The Company stated it owned a \$20 million CD held at an Antiguan bank in its initial SEC filings, but later stated the CD was converted to an annuity issued by an insurance company located in the British Virgin Islands, and that the annuity may have to be written down by \$15 million and that the Company's financial statements would have to be restated (which restatement never occurred). The Receiver believes this asset is fictitious but lists it out of an abundance of caution.

Causes of Action: The Receiver believes he has potential claims and causes of action against, among others, (1) Jason Galanis, (2) two companies through which he controlled the Company, Equities Media Acquisition Corp. Inc. and IP Global Investors, Ltd., (3) Robert Levin and David Berke, purported sole directors and officers of the Company, (4) Murphy, Pearson, Bradley & Feeney, Inc., a Professional Corporation, and certain of its attorneys that aided and abetted Galanis's breach of fiduciary duty and conversion of the fund.com domain name and other domain names (collectively, the "URLs") in or about April 2014, which domain name (fund.com) the Company represented it purchased for \$10 million,¹

¹ The URLs the Company owned, in addition to fund.com, are:

- (1) accreditedinvestor.com,
- (2) accreditedinvestor.biz,

(5) one or more entities controlled by Brett Klein and/or Ronald Lieberman of NorthStar Asset Management Group Inc. which purchased the URL from Galanis in a private sale, and (6) former directors and officers of the Company. The value of these causes of action is unknown.

Insurance Policies. The Company owns two claims made D&O insurance liability policies issued by Liberty Insurance Underwriters Inc. with policy periods of Jan. 31, 2010-11, and Jan. 31, 2011-12. Each has a liability limit of \$5 million per policy period. The policy numbers are D03H755228002 and D03H755228003, respectively.

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- (3) accreditedinvestor.info,
 - (4) accreditedinvestor.org,
 - (5) accreditinvestors.biz,
 - (6) allthingsfund.com,
 - (7) allthingsfund.net,
 - (8) allthingsfund.org,
 - (9) exchangetradedfund.biz,
 - (10) exchangetradedfund.org,
 - (11) exchangetradedhedgefund.com,
 - (12) exchangetradedhedgefunds.com,
 - (13) hedgefundetf.com,
 - (14) hedgefundratings.com,
 - (15) hedgefundreview.com,
 - (16) hedgefundnews.com, and
 - (17) listedhedgefunds.com.

LIST OF DEBTORS

AdvisorShares Investments, LLC: Pursuant to a Confidential Settlement Agreement and So-Ordered Stipulation, so ordered by Justice Anil Singh on October 26, 2015, AdvisorShares agreed to pay the Company an agreed amount spread over multiple installments. Two installment payments totaling \$2.5 million have yet to be made, and are therefore owing together with interest on the same that accrues at the rate of 6% per annum. AdvisorShares' address is: AdvisorShares Investments, LLC, Attn: Noah Hamman, 4800 Montgomery Lane, Suite 150, Bethesda, Maryland 20814; Morgan Lewis & Bockius LLP, Attn: Bernard J. Garbutt III, 101 Park Avenue, New York, New York 10178.

LIST OF CREDITORS

Continental Stock & Trust Company. The Company's stock transfer agent advised the Receiver it is owed fees of approximately \$16,000. This claim is disputed by the Receiver. Continental's address is: Continental Stock & Trust Company, Attn: Karri Van Dell, 17 Battery Place, New York, New York 10004.

Philip Gentile. A former employee of the Company advised the Receiver he is owed \$497,739 under an employment contract. This claim is disputed by the Receiver. Philip's address is: Philip Gentile, 54 Paul Court, Pearl River, New York 10965.

Delaware Department of State, Division of Corporations. Upon information and belief, the Company has not filed annual reports or paid annual fees to the Division of Corporations since approximately 2011. The amount owed to the Division of Corporations is unknown. The Division's address is Division of Corporations, John G. Townsend Building, 401 Federal Street, Suite 4, Dover, Delaware 19901.

New Millennium PR Communications, Inc. New Millennium filed an action asserting the Company breached its contractual obligation to pay it \$108,000 plus 337,354 shares of (pre-120:1 reverse split) "unregistered" Class A common stock, plus a warrant. The case name and number are: *New Millenium PR Commc'ns, Inc. v. Fund.com Inc.*, Index No. 650428/2011 (N.Y. Co. Sup. Ct.) This claim is disputed by the Receiver. The name and address of New Millennium's counsel of record is: Larry Kars, Larry Kars, P.C., 600 Lexington Avenue, 9th Floor, New York, New York 10022.

IP Global Investors, Ltd. and Equities Media Acquisition Corp Inc. The Company stated it borrowed \$2.5 million from Equities Media "and/or" IP Global pursuant to certain loan agreements. (Form 8-Ks, Sept. 3, 2009, Jan. 26, 2010.) The Company also stated it borrowed an additional \$1 million from IP Global pursuant to another loan agreement, dated July 27, 2010. (Form 8-K, July 30, 2010.) IP Global asserted in a demand letter to David Berke, dated February 29, 2016, that it

is owed over \$8,627,390.02 under the foregoing agreements. This claim is disputed by the Receiver. IP Global's and Equities Media's address is: Jason Galanis c/o MCC New York, 150 Park Row, New York, New York 10007; Murphy Pearson Bradley & Feeney, P.C., Attn: Patrick Wingfield, 88 Kearny Street, Suite 1000, San Francisco, California 94108.

Additional Notice Parties. To ensure robust service of the deadline for filing claims, the Receiver lists the following persons who could potentially be creditors (although the Receiver does not believe they are):

David Berke
458 South Roxbury Drive
Beverly Hills, California 90212

David Bernard
The Equities Group Inc.
4525 Dean Martin Drive
Las Vegas, Nevada 89103

Joseph Bianco
611 Broadway, Suite 307
New York, New York 10012

Ivar Eilertsen
Harbor Capital Technologies
425 East 51st Street, Suite 3a
New York, New York 10022

Equities Media Acquisition Corp. Inc.
Via Lugano 11
6982 Agno-Lugano
Switzerland

Theo Giovanopoulos
ParkWest Advisors, LLC
597 Fifth Avenue, 9th Floor
New York, New York 10017

Stuart Gross
Gross & Klein LLP
The Embarcadero, Pier 9, Suite 100
San Francisco, California 94111

Jeffrey Hallac
Weston Capital Management Inc.
264 Riverside Avenue
Westport, Connecticut 06880

Albert Hallac
Weston Capital Management Inc.
264 Riverside Avenue
Westport, Connecticut 06880

Michael Hlavsa
Signature Gaming Mgmt. LLC
2161 SW 35th Avenue
Fort Lauderdale, Florida 33312

Daniel Klaus
145 Hudson Street, Suite 5B
New York, New York 10013

Rory Knight
1 Abbey Park Lodge, Abbey Street
OX29 4FN, Eynsham
England

Robert Levin
The Mount Desert Islander
310 Main Street
Bar Harbor, Maine 04609

Meghann McEnroe
IP Global Investors, Limited
499 North Canon
Beverly Hills, California 90210

Lucas Mann
Music Nation
455 Broadway, 4th Floor
New York, New York 10013

Max Volsky
LexStone Capital
33 Whitehall Street, 16th Floor
New York, New York 10004

Noah Hamman
AdvisorShares Investments LLC
4800 Montgomery Lane, Suite 150
Bethesda, Maryland 20814

Jason Huntley
COS Capital Partners LLC
102 South Tejon Street, Suite 430
Colorado Springs, Colorado 80903

Daniel Klaus
Music Nation
455 Broadway, 4th Floor
New York, New York 10013

Rory Knight
John Templeton Foundation
300 Conshohocken State Rd., Suite 500
West Conshohocken, PA 19428

Keith Laslop
71 Philbeach Gardens, Flat # 3
London SW59EY
England

Adam Levin
Vert Capital Corp.
10951 West Pico Boulevard
Los Angeles, California 90064

Darren Rennick
The Intertain Group Limited
24 Duncan Street
Toronto, Ontario M5V 2B8

Richard Stern
Stern & Company
124 West 79th Street, No. 2C
New York, New York 10024

James Tagliaferri
Inmate No. 08900-094
FCI Beckley, Fed. Bureau of Prisons
P.O. Box 350
Beaver, West Virginia 25813

Arie Jan van Roon
Equities Media Acquisition Corp Inc.
Via Lugano 11, 6982 Agno-Lugano
Switzerland

Juan Trillo
Liberty International Underwriters
55 Water Street, 18th Floor
New York, New York 10041

Jean Moore Weiss
Kingswood Capital LLC
4530 West Buckingham Road, No. 200
Garland, Texas 75042

Gregory Webster
74 Fuller Avenue
Chatham, New Jersey 07928

Gregory Webster
Eagle Strategies LLC
51 Madison Avenue, Room 913
New York, New York 10010

Internal Revenue Service
Centralized Insolvency Operation
P.O. Box 7346
Philadelphia, Pennsylvania 19101-7346

Michael Schwartzberg
Winget, Spadafora & Schwartzberg LLP
45 Broadway, 19th Floor
New York, New York 10006

Internal Revenue Service
Wilmington Field Office
844 King Street
Wilmington, Delaware 19801

New York State Department of Taxation
and Finance
P.O. Box 5300
Albany, New York 12205

State of Delaware
Division of Revenue
P.O. Box 8763
Wilmington, Delaware 19899

Securities and Exchange Commission
Headquarters
100 F Street, NE
Washington, D.C. 20549

Securities and Exchange Commission
New York Regional Office
Andrew Calamari, Regional Director
200 Vessey Street, Suite 400
New York, New York 10281

Respectfully submitted,

KLEIN LLC

/s/ Julia B. Klein
Julia B. Klein (Bar No. 5198)
919 North Market Street, Suite 600
Wilmington, Delaware 19801
(302) 438-0456

Attorneys for the Receiver

Of Counsel:

Jeffrey Chubak
STORCH AMINI PC
140 East 45th Street, 25th Floor
New York, New York 10017
(212) 490-4100

Dated: February 7, 2016