

**IN THE 19TH JUDICIAL CIRCUIT COURT
COLE COUNTY
STATE OF MISSOURI**

Elad Gross,)		
)		
Plaintiff,)		
)		
v.)	No.	
)		
A New Missouri, Inc., Michael G.)		
Adams, Robin Simpson, and)		
Jeff Stuerman,)		
)		
Defendants.)		

AMENDED PETITION

COMES NOW Plaintiff Elad Gross, *pro se*, and for his Petition for this Court to order Defendants A New Missouri, Inc., Michael G. Adams, Robin Simpson, and Jeff Stuerman to produce records as required under Missouri law states to the Court as follows:

PARTIES

1. Plaintiff is now and, at all times relevant to this lawsuit, was a resident of the State of Missouri.
2. Defendant A New Missouri, Inc., is now and, at all times relevant to this lawsuit, was a nonprofit corporation incorporated in the State of Missouri with its principal and registered office located in Cole County, State of Missouri.
3. Defendant Michael G. Adams is now and, at all times relevant to

this lawsuit, was the President and Treasurer of A New Missouri, Inc.

4. Defendant Robin Simpson is now and, at all times relevant to this lawsuit, was the Secretary of A New Missouri, Inc.
5. Defendant Jeff Stuerman is now and, at all times relevant to this lawsuit, was a board member of A New Missouri, Inc.

JURISDICTION AND VENUE

6. This Petition is filed pursuant to RSMo. § 355.836, which requires a plaintiff to file a petition for a Court order in the “circuit court in the county where the corporation's principal office, or, if none in this state, its registered office, is located.”
7. Defendant A New Missouri, Inc.’s principal office and registered office is in Cole County.
8. The 19th Judicial Circuit Court has jurisdiction over this matter as granted by RSMo. § 355.836.
9. Venue is therefore appropriate in the 19th Judicial Circuit Court.

FACTS

10. Defendant A New Missouri, Inc. is a nonprofit public benefits corporation organized under Missouri law. (Ex. 1, Articles of Incorporation).
11. Defendant A New Missouri, Inc.’s registered office and principal

- place of business is at 105 East High Street, Suite 100, Jefferson City, Missouri 65101. (Change of Registered Agent, Ex. 2; Ex. 1).
12. Defendant Simpson is A New Missouri, Inc.'s registered agent. (Ex. 2).
 13. Defendants Adams, Simpson, and Stuerman are board members of A New Missouri, Inc. (Charitable Organization Initial Registration Statement, Ex. 3).
 14. Defendant Simpson is A New Missouri, Inc.'s secretary. *Id.*
 15. Defendant A New Missouri, Inc. does not have members. (Ex. 1).
 16. Defendant A New Missouri, Inc. is "organized for the purpose of conducting activities allowed pursuant to the Act, including but not limited to, the advancement of social welfare by promoting ideas, policies and/or legislation to create more jobs, higher pay, safer streets, better schools, and more, for all Missourians." *Id.*
 17. Plaintiff Elad Gross is a Missourian and is therefore a beneficiary of Defendant A New Missouri, Inc. according to RSMo. § 355.826.6 with all of the rights beneficiaries have under RSMo. § 355.826.
 18. Pursuant to RSMo. § 355.826, Plaintiff sent Defendant A New Missouri, Inc. written requests to inspect and copy Defendant's records on June 2, 2018, via certified mail sent with first class

postage to Defendant's registered office and principal place of business. (Certified Mail Receipts, Ex. 4). Those letters were returned as undeliverable despite being properly addressed. (Returned Letters, Ex. 5).

19. Plaintiff sent Defendant A New Missouri, Inc. written requests to inspect and copy Defendant's records on June 5, 2018, via regular mail. Plaintiff has not received a response to his requests.
20. Plaintiff sent Defendant A New Missouri, Inc. written requests to inspect and copy Defendant's records through two attorneys whom Plaintiffs believe represent A New Missouri, Inc. These requests were sent via certified mail with first class postage and by email on June 7, 2018. (Ex. 4). Plaintiff received a return receipt. (Return Receipts, Ex. 6). Plaintiff has not received a response to his correspondence.
21. On June 11, 2018, Plaintiff sent a courier to Defendant A New Missouri, Inc.'s registered office and principal place of business to pick up the records they previously requested on June 2, June 5, and June 7, 2018. The courier arrived around 1 PM on Monday, June 11, 2018, to Defendant's office. No one at the office responded. The courier returned before 5 PM and attempted to pick up records again. Again, no one responded. The courier left

notices on Defendant's office door. (Photograph, Ex. 7; Notice, Ex. 8).

22. On June 12, Plaintiff sent certified mail with first class postage to Defendants and to the attorneys Plaintiff believes represent Defendant A New Missouri, Inc. The certified mail sent to Defendant Adams was sent by overnight mail. (Ex. 4). Plaintiff also sent Defendant Adams an email and left voice messages for him at two phone numbers. Defendants have not responded to Plaintiff's requests.
23. Plaintiff received a return receipt for the mail sent to Defendants Adams and Simpson. (Ex. 6).
24. Plaintiff received a return receipt for the mail sent to the attorneys Plaintiff believes represent Defendant A New Missouri, Inc. *Id.*
25. Plaintiff attempted to provide notice directly to Defendant A New Missouri, Inc., by sending multiple letters to its registered agent and principal place of business pursuant to RSMo. § 355.176.1.
26. Although Defendant A New Missouri, Inc., did not identify its secretary on its reports with the Missouri Secretary of State's Office, Plaintiff provided notice to A New Missouri, Inc.'s secretary, registered agent, treasurer, and additional board

member through mail sent to Defendants on June 12, 2018, pursuant to RSMo. § 355.176.2.

27. Plaintiff waited five days after his last requests to Defendants were deposited in the mail on June 12, 2018, and 15 business days after their first requests were sent to Defendant A New Missouri, Inc.'s registered agent on June 2, 2018, in excess of the minimum waiting time requirements under RSMo. §§ 355.176.2(3) and 355.826.
28. On June 18, Plaintiff provided Defendants an additional five business days to respond. Defendants have not responded to any of Plaintiff's numerous attempts to contact them.
29. Pursuant to RSMo. §§ 355.821 and 355.826, Plaintiff requested to inspect and copy:
 - All minutes of meetings of Defendant A New Missouri, Inc.'s board of directors;
 - All records of all actions taken by Defendant's directors without a meeting;
 - All records of all actions taken by committees of Defendant's board of directors;
 - All accounting records;
 - All of the corporation's bylaws, restated bylaws, and

amendments to its bylaws;

- A list of the names and business or home addresses of Defendant's directors and officers; and
- All financial statements of all income and expenses of the corporation. (Letters, Exhibit 9).

30. Plaintiff provided several reasons for his requests. These reasons are:

- a. To determine whether Defendant A New Missouri, Inc., acted improperly as a nonprofit corporation under Missouri law, including but not limited to violating Missouri's Merchandising Practices Act, which prohibits nonprofit organizations from using "deception, fraud, false pretense, false promise, misrepresentation, unfair practice or the concealment, suppression, or omission of any material fact in connection with... the solicitation of any funds for any charitable purpose...." RSMo. § 407.020;
- b. To assist other beneficiaries who wish to see increased transparency in Missouri government, especially with respect to the influence A New Missouri, Inc., may have on Missouri government and policy; and
- c. To determine whether to lodge a complaint against Defendant

A New Missouri, Inc., with the Internal Revenue Service for violating federal law governing nonprofit organizations with tax-exempt status. *Id.*

COUNT I: VIOLATION OF MISSOURI NONPROFIT RECORDS LAW

31. Plaintiff incorporates the preceding paragraphs by reference.
32. Plaintiff is entitled to inspect and copy Defendant A New Missouri, Inc.'s records.
33. Plaintiff provided Defendants with sufficient notice that he sought to inspect and copy the records of Defendant A New Missouri, Inc.
34. Plaintiff provided Defendants with sufficient reason to inspect and copy the records of Defendant A New Missouri, Inc.
35. Defendants have failed to give Plaintiff the requested records.
36. Defendants failed to comply with RSMo. § 355.826 and have denied Defendant A New Missouri, Inc.'s donors, beneficiaries, and the general public transparency that is required under Missouri law while benefiting from Defendant A New Missouri, Inc.'s nonprofit corporate status.

RELIEF REQUESTED

37. Plaintiff requests relief under RSMo. § 355.836.
38. Under RSMo. § 355.826.6, because Defendant A New Missouri,

Inc., has no members, Plaintiff has all the rights members are provided under RSMo. § 355.836 to copy and inspect Defendant A New Missouri, Inc.'s records.

39. Under RSMo. § 355.836.1, the Court “may summarily order inspection and copying of the records demanded at the corporation's expense upon application of the member or resident” because Defendants have failed to provide the requested records to Plaintiff.
40. Under RSMo. § 355.836.2, the Court “shall dispose of an application under this subsection on an expedited basis” because Defendants have not provided Plaintiff with the requested records within a reasonable time.
41. Plaintiff therefore requests that the Court address his Petition on an expedited basis and summarily order Defendants to produce the requested records to Plaintiffs.
42. Plaintiff also requests the Court order Defendants to pay Plaintiff's costs, including reasonable counsel fees, as required under RSMo. § 355.836.3.

WHEREFORE, Plaintiff prays that this Court, on an expedited basis, summarily order Defendants to produce the requested records to Plaintiff and pay Plaintiff's incurred costs, including reasonable counsel

fees, and for such other and further orders as this Court deems just and proper.

Respectfully submitted,

/s/ Elad Gross

Elad Gross #67125MO

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CERTIFICATE OF SERVICE

I hereby certify that on this 23rd day of June, 2018, the foregoing was filed electronically with the Clerk of the Court to be served upon all parties by operation of the Court's electronic filing system.

/s/ Elad Gross
Elad Gross
Attorney at Law

CERTIFICATE OF ORIGINAL SIGNATURE

I hereby certify that on this 23rd day of June, 2018, the original of the foregoing document was signed by the attorney of record.

/s/Elad Gross

Elad Gross

Attorney at Law



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