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San Diego United Holdings Group, LLC
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ELECTRONICALLY FILED
Superior Court of California,
County of San Diego
06/27/2018 at 04:33:00 PM
Clerk of the Superior Court
By Erika Engel, Deputy Clerk

8 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
9 **COUNTY OF SAN DIEGO- CENTRAL DIVISION**

10
11 AVAIL SHIPPING, INC., a California
12 corporation,

13 Plaintiff,

14 vs.

15 RAZUKI INVESTMENTS, L.L.C., a
California limited liability company,
16 SALAM RAZUKI, an individual, NINUS
MALAN, an individual, MARVIN
17 RAZUKI, an individual, AMERICAN
LENDING AND HOLDINGS, LLC a
18 California limited liability company, SAN
DIEGO PRIVATE INVESTMENTS, LLC
19 a California limited liability company; SH
WESTPOINT GROUP, LLC, a California
20 limited liability company, SAN DIEGO
UNITED HOLDINGS GROUP, LLC, a
21 California limited liability company; and
DOES 1 through 100, inclusive;

22 Defendants.

23 **SAN DIEGO UNITED HOLDINGS**
24 **GROUP, LLC, a California limited liability**
company;

25 Cross-complainant,

26 vs.

27 **RAZUKI INVESTMENTS, LLC, a**
28 **California limited liability company;**

CASE NO. 37-2018-00022710-CU-FR-CTL

SAN DIEGO UNITED HOLDING
GROUP'S VERIFIED CROSS-
COMPLAINT FOR:

(1) QUIET TITLE;
(2) DECLARATORY RELIEF

[IMAGED FILE]

1 SALAM RAZUKI, an individual; All
2 persons unknown, claiming any legal or
3 equitable right, title, estate, lien or interest
4 in the properties described in the Cross-
5 complaint adverse to Cross-complainant's
6 title thereto; and ROES 1-15, inclusive.

7 Cross-defendants.

8 Cross-complainant San Diego United Holdings Group, LLC alleges as follows:

9 **PARTIES**

10 1. Cross-complainant San Diego United Holdings Group, LLC ("Cross-complainant"
11 or "SDUHG") is, and at all times relevant to this action was, a California limited liability
12 company with its principal place of business in San Diego County, California.

13 2. Cross-defendant Razuki Investments, LLC is, and at all times relevant to this
14 action was, a California limited liability company with its principal place of business in San
15 Diego County, California.

16 3. Cross-defendant Salam Razuki is, and at all times relevant to this action was, an
17 individual residing in San Diego County, California.

18 4. Collectively Razuki Investments and Salam Razuki ("Cross-defendants").

19 5. SDUHG owns a 100% interest in real property located at 8861 Balboa Ave, Suite
20 B, San Diego, California 92123 (APN 369-150-13-23) ("8861 Balboa").

21 6. SDUHG owns a 100% interest in real property located at 8863 Balboa Ave, Suite
22 E, San Diego, California 92123 (APN 369-150-13-15) ("8863 Balboa").

23 7. 8861 Balboa and 8863 Balboa are collectively referred to as the "Properties." A
24 complete legal description of the Properties is attached as Exhibit A and incorporated by
25 reference.

26 8. Cross-complainant does not know the true names of Cross-defendants All Persons
27 Unknown, Claiming Any Legal or Equitable Right, Title, Estate, Lien, or Interest in the
28 Properties Described in the Cross-complaint adverse to Cross-complainant's title or any cloud on
Cross-complainant's title thereto and ROES 1-15 inclusive, and therefore sues them by those
fictitious names. Cross-complainant will amend this Cross-complaint to allege their true names

1 and capacities when ascertained. Cross-complainant is informed and believes, and thereon
2 alleges that at all relevant times mentioned in this Cross-complaint, each of the fictitiously named
3 Cross-defendants are responsible in some manner for the injuries and damages to Cross-
4 complainant so alleged and that such injuries and damages were proximately caused by Cross-
5 defendants, and each of them. Cross-complainant is informed and believes that each of the ROE
6 defendants claims, or may claim, some interest in the real properties described in this Cross-
7 complaint.

8 9. Cross-complainant is informed and believes and thereon alleges that at all times
9 herein mentioned, each of the Cross-defendants were the agents, employees, servants and/or the
10 joint-venturers of the remaining Cross-defendants, and each of them, and in doing the things
11 alleged herein below, were acting within the course and scope of such agency, employment
12 and/or joint venture.

13 JURISDICTION

14 10. The transaction and events which are the subject matter of this Cross-complaint all
15 occurred in San Diego County, California.

16 11. 8861 Balboa and 8863 Balboa are located in San Diego County, California.

17 STATEMENT OF FACTS

18 12. In or about July 2015, the City of San Diego ("City") Planning Commission
19 approved a Conditional Use Permit for a medical marijuana consumer cooperative ("MMCC
20 CUP") at 8863 Balboa. At that time, 8863 Balboa was owned by a California limited liability
21 company named Leading Edge Real Estate.

22 13. On July 29, 2015, the MMCC CUP was recorded with the San Diego County
23 Recorded as a covenant running with the land as to 8863 Balboa.

24 14. Cross-complainant is informed and believes that between July 29, 2015 and
25 August 2016, a California limited liability company named High Sierra Equity ("High Sierra")
26 acquired title to 8863 Balboa and 8861 Balboa was owned by a trust named The Melograno Trust.

27 15. Cross-complainant is informed and believes that by August 2016, The Melograno
28 Trust and High Sierra simultaneously offered 8861 and 8863 Balboa for sale and that Cross-

1 defendants learned the Properties were for sale.

2 16. Cross-complainant is informed and believes that on or about August 22, 2016,
3 Razuki Investments offered to purchase 8863 Balboa from High Sierra for \$375,000 and 8861
4 Balboa from The Melograno Trust for \$375,000. No steps had been taken to open the marijuana
5 dispensary at 8863 Balboa e.g. no tenant improvements had been done and no steps had been
6 taken to have a certificate of occupancy issued by the City.

7 17. Cross-complainant is further informed and believes that Cross-defendants learned
8 the Properties were part of commercial homeowners' association named Montgomery Field
9 Business Condominiums Association ("HOA") and that the HOA adamantly opposed the MMCC
10 and had threatened to sue the property owner and the MMCC operator when it opened.

11 18. On or about October 4, 2016, Razuki Investments purchased 8861 and 8863
12 Balboa for \$750,000. Cross-complainant is informed and believes that Razuki Investments
13 and/or Salam Razuki borrowed money to acquire the Properties and that Razuki Investments
14 and/or Salam Razuki borrowed money from TGP Opportunity Fund I, LLC and that TGP
15 Opportunity Fund I, LLC secured the note through a Deed of Trust.

16 19. On or about October 4, 2016, a Deed of Trust was recorded in the Properties'
17 chain of title; Razuki Investments as Trustor granted a Deed of Trust for the benefit of a limited
18 liability company named TGP Opportunity Fund I, LLC and named a California corporation
19 named FCI Lender Services, Inc. as the trustee ("TGP Deed of Trust").

20 20. Between October 4, 2016 and March 20, 2017, Cross-defendants made no attempt
21 to open the MMCC and did nothing to improve the Properties. Cross-complainant is informed
22 and believes that Cross-defendants decided they did not want to battle the HOA and did not want
23 to pay for and manage the tenant improvements and conditions required by the MMCC CUP.

24 21. On or about March 20, 2017, Cross-complainant purchased 8861 Balboa and 8863
25 Balboa from Razuki Investments for \$750,000. Cross-complainant purchased the Properties
26 subject to the TGP Deed of Trust, in the amount of \$475,000 at closing, and knew that it would
27 be imminently required to borrow money to pay off the TGP Mortgage to allow for a
28 reconveyance of the TGP Deed of Trust.

1 22. On or about March 20, 2017, a Deed of Trust was recorded in the Properties' chain
2 of title; Cross-complainant as Trustor granted a Deed of Trust for the benefit of Razuki
3 Investments and named a California corporation named Allison-McCloskey Escrow Company as
4 the trustee ("Razuki Deed of Trust").

5 23. On or about May 11, 2017, to pay off the TGP Deed of Trust and to relieve Razuki
6 Investments of its obligation on the TGP Note and TGP Deed of Trust, Cross-complainant
7 borrowed money, as evidenced by a note and a Deed of Trust.

8 24. On May 15, 2017, a Substitution of Trustee and Deed of Reconveyance for the
9 Razuki Deed of Trust ("Razuki Deed of Reconveyance") was recorded with the San Diego
10 County recorder. The Razuki Deed of Reconveyance reconveyed to person or persons legally
11 entitled the estate held under the Razuki Deed of Trust. At the time the Razuki Deed of
12 Reconveyance was recorded, Cross-complainant and TGP became the "persons" legally entitled
13 to all estate, title, and interest in the Properties.

14 25. On or about May 15, 2017, a Deed of Trust was recorded in the Properties' chain
15 of title; San Diego United Holdings Group, LLC as Trustor of the Properties granted a Deed of
16 Trust for the benefit of Michael J. Hall and Linda D. Hall, Trustees of the Hall Family Trust dated
17 June 14, 1989 and named a California corporation named Statewide Reconveyance Group, Inc.
18 dba Statewide Foreclosure Services as the trustee ("Hall Deed of Trust").

19 26. On or about May 31, 2017, a Deed of Reconveyance for the TGP Deed of Trust
20 ("TGP Deed of Reconveyance") was recorded with the San Diego County recorder. The TGP
21 Deed of Reconveyance reconveyed to person or persons legally entitled the estate, title and
22 interest held by the TGP Deed of Trust with respect to the Properties. At the time the TGP Deed
23 of Reconveyance was recorded, Cross-complainant and the Hall Family Trust became the
24 "persons" legally entitled to all estate, title, and interest in the Properties.

25 27. In or about May 2017, the MMCC opened at 8863 Balboa. SDUHG paid all
26 expenses related to the MMCC CUP and through the date of this Cross-complaint has paid all
27 expenses related to the Properties including property taxes, HOA fees and assessments, the
28 mortgage, and CUP related expenses.

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4. For any other and further relief the Court deems proper.

Dated: June 26, 2018

AUSTIN LEGAL GROUP, APC

Tamara M. Leatham

By: Gina M. Austin/Tamara M. Leatham
Attorneys for Cross-complainant San Diego
United Holdings Group, LLC

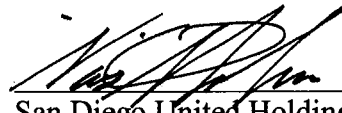
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VERIFICATION

I am the manager and sole member for Cross-complainant in this action. I have read the foregoing Cross-complaint for Quiet Title and Declaratory Relief and know its contents. The matters stated in the Cross-complaint are true based on my own knowledge, except as to those matters stated on information and belief, and as to those matters I believe them to be true.

I declare under penalty of perjury under California state law that the foregoing is true and correct. Executed June 26, 2018 in San Diego, California.



San Diego United Holdings Group, LLC
By: Ninus Malan
Its: Sole member and manager

Exhibit A

EXHIBIT A

Legal Description

8863 Balboa Ave, Suite E, San Diego 92123

The land hereinafter referred to is situated in the City of San Diego, County of San Diego, State of CA, and is described as follows:

A Condominium comprised of:

Parcel 1:

An undivided 1/46th interest in and to the Southwesterly 219.55 feet of the Northeasterly 413.55 feet of Lot 9 of the City of San Diego Industrial Park Unit No. 2, in the City of San Diego, County of San Diego, State of California, according to Map thereof No. 4113, Filed in the Office of the County recorder of San Diego County, March 12, 1959.

Excepting therefrom all office units and industrial units as shown upon that certain Condominium Plan recorded July 31, 1981 as File/Page No. 81-242888 of official records.

Also excepting therefrom the exclusive right to use and possession of all those exclusive use areas designated as parking spaces as shown upon the Condominium Plan above referred to.

Parcel 2:

Unit No. 8863E as shown on the Condominium Plan referred to in Parcel 1 above.

Parcel 3:

The exclusive right to use and possession of those portions of said land described in Parcel 1 above, designated as Parking Space Nos. E-32 and E-31.

APN: 369-150-13-23

EXHIBIT A

Legal Description

8861 Balboa Ave, Suite B, San Diego 92123

The land hereinafter referred to is situated in the City of San Diego, County of San Diego, State of CA, and is described as follows:

A Condominium comprised of:

Parcel 1:

An undivided 1/46th interest in and to the Southwesterly 219.55 feet of the Northeasterly 413.55 feet of Lot 9 of the City of San Diego Industrial Park Unit No. 2, in the City of San Diego, County of San Diego, State of California, according to Map thereof No. 4113, Filed in the Office of the County recorder of San Diego County, March 12, 1959.

Excepting therefrom all office units and industrial units as shown upon that certain Condominium Plan recorded July 31, 1981 as File/Page No. 81-242888 of official records.

Also excepting therefrom the exclusive right to use and possession of all those exclusive use areas designated as parking spaces as shown upon the Condominium Plan above referred to.

Parcel 2:

Unit No. 8861B as shown on the Condominium Plan referred to in Parcel 1 above.

Parcel 3:

The exclusive right to use and possession of those portions of said land described in Parcel 1 above, designated as Parking Space Nos. B-48, B-47 and Airplane Parking Space No. (None).

APN: 369-150-13-15