

EXHIBIT A

At Commercial Part 3 of the Supreme Court of the State of New York, held in and for the County of New York, at the courthouse located at 60 Centre Street, New York, New York, on the ____ day of _____, 2023.

PRESENT: Hon. Joel M. Cohen
Justice of the Supreme Court

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK – COMMERCIAL DIVISION

JEFFREY SIMPSON, individually and derivatively, as
managing member of JJ ARCH LLC, suing derivatively
as managing member of ARCH REAL ESTATE
HOLDINGS LLC, and JJ ARCH LLC,

Plaintiff,

- against -

JARED CHASSEN and FIRST REPUBLIC BANK,

Defendants.

608941 NJ INC,

Plaintiff,

- against –

JEFFREY SIMPSON, JJ ARCH LLC and ARCH REAL
ESTATE HOLDINGS LLC,

Defendants,

and

ARCH REAL ESTATE HOLDINGS LLC,

Nominal Defendant.

Index No.: 158055/2023

Motion Seq. No. 005

**ORDER GRANTING
PRELIMINARY
INJUNCTIVE RELIEF**

Upon the submissions on behalf of 608941 NJ Inc. (“Oak”) on Motion Sequence 005, except, without passing on the propriety or impropriety thereof, the Court did not rely on Oak’s submissions in reply (NYSCEF Doc. Nos. 375-389) in issuing this Order, and having reviewed and considered all papers submitted in opposition thereto on behalf of Jeffrey Simpson and JJ Arch LLC, and having heard oral argument thereon on November 20, 2023, and having found that Oak has demonstrated (a) a substantial likelihood of success on the merits that it properly exercised its rights under Section 7.1.4 of the AREH LLC Agreement to remove JJ Arch as managing member due to the existence of various Cause Events; (b) irreparable harm to it in the absence of the relief sought, including the violation of its Major Decision rights; and (c) a balance of the equities in its favor based on the parties’ respective conduct during the pendency of this action:

ORDERED that, during the pendency of this action, pursuant to CPLR 6301, (a) Jeffrey Simpson and JJ Arch LLC shall cease and refrain from acting as managing members of Arch Real Estate Holdings LLC (“AREH”), and (b) Oak shall act in their stead as AREH’s sole managing member, owing all applicable duties to AREH and its members, but without having to obtain the consent of Jeffrey Simpson or JJ Arch LLC, or any entities subject to Jeffrey Simpson’s or JJ Arch LLC’s control, to any action Oak takes as AREH’s sole managing member, including without limitation, to restructure loans for AREH and/or any of its subsidiaries, enter into forbearance or modification or related agreements associated with such loans, give or escrow deeds or other transfers in lieu of foreclosure, and/or effect a sale or refinancing or recapitalization, as Oak in its discretion determines to be appropriate, consistent with its owing all applicable duties to AREH and its members.

ORDERED that, during the pendency of this action, Jeffrey Simpson and JJ Arch LLC, or any entities subject to Jeffrey Simpson’s or JJ Arch LLC’s control, are prohibited and enjoined

from denying any consents reasonably necessary to effectuate such loan forbearances, restructurings, modifications, and/or sales, refinancings or recapitalizations, as Oak as sole managing member approves on behalf of AREH as its sole managing member.

ORDERED that, during the pendency of this action, Jeffrey Simpson and JJ Arch LLC are enjoined and prohibited from holding themselves out to third parties as having any authority to act on behalf of AREH or otherwise interfering with Oak acting as sole managing member of AREH during the pendency of this action.

ORDERED that, during the pendency of this action, Jeffrey Simpson and JJ Arch LLC are enjoined and prohibited from making any filings with the New York City Department of Buildings or any other similar building authorities in other jurisdictions, on behalf of AREH or any of its subsidiary entities.

ORDERED that, during the pendency of this action, Jeffrey Simpson is enjoined and prohibited from (a) entering the offices of AREH except with and upon the terms stated in an advance written consent provided by Oak and/or (b) contacting any employees of AREH or its subsidiaries, in writing, in person or by phone or email, except through counsel or with the advance written permission of Oak.

ORDERED that, during the pendency of this action, Oak representatives Michael Wiener, Kevin Wiener, and Frank van Biesen shall each be permitted to have online viewing access to the Arch Accounts listed on Exhibit A, attached hereto, and shall each be given authorized signer access to make transactions in the Arch Accounts; and Jeffrey Simpson and Jared Chassen, shall cease to have authorized signer access or viewing access to the Arch Accounts; and all parties must promptly provide any information or documentation requested by First Republic Bank to implement this Order.

ORDERED that, pursuant to CPLR 6312(b), Oak shall be required, with 15 days of the filing of notice of entry of this Order, to cause a duly licensed surety to file an undertaking for costs and damages that may be suffered by Jeffrey Simpson and/or JJ Arch should the preliminary injunction herein ordered be found to have been improvidently granted, in the fixed sum of \$250,000.00, failing which the preliminary injunction herein ordered shall dissolve;

ORDERED that personal service of this Order upon the parties or their counsel via electronic mail (Sam Israel, admin@spi-pc.com; Allen Schwartz, allen@allenschwartzlaw.com; Tyler Kandel, tkandel@shermanatlas.com; Hon. John M. Leventhal (Ret.), judgeleventhal@aidalalaw.com; Steven Altman, Steve@CommercialTrialLawyer.com; Aaron Zerykier, azerykier@polsinelli.com) on or before the ____ day of _____, 2023, shall be deemed good and sufficient service thereof.

ENTERED:

Hon. Joel M. Cohen J.S.C.

Dated: _____

EXHIBIT A

CHECKING XXXXXXXX5334 5952 BENNER MANAGER LLC
CHECKING XXXXXXXX5342 ARCH REAL ESTATE HOLDINGS LLC
CHECKING XXXXXXXX5367 5952 BENNER INVESTOR LLC
CHECKING XXXXXXXX1395 ARCH 11 GREENE ST MM LLC
CHECKING XXXXXXXX1577 ARCH BUILDERS LLC A DISREGARDED ENTITY OF ARCH REAL ESTATE HOLDINGS LLC
CHECKING XXXXXXXX1809 ARCH 11 GREENE ST BUILDERS LLC A DISREGARDED ENTITY OF ARCH REAL ESTATE HOLDINGS LLC
CHECKING XXXXXXXX8449 5401 CALIFORNIA ASSOCIATES LLC
CHECKING XXXXXXXX1160 TDRT 11 GREENE STREET LLC
CHECKING XXXXXXXX2013 ARCH REAL ESTATE HOLDINGS LLC
CHECKING XXXXXXXX1825 ARCH 45 SAVINGS INVESTORS LLC
CHECKING XXXXXXXX1874 ARCH 45 SAVINGS LLC
CHECKING XXXXXXXX1924 ARCH 45 SAVINGS MM LLC
CHECKING XXXXXXXX1932 45 SAVINGS STREET JV LLC
CHECKING XXXXXXXX1973 45 SAVINGS STREET MM LLC
CHECKING XXXXXXXX5952 CAMBRIDGE ACQUISITIONS LLC
CHECKING XXXXXXXX6075 CAMBRIDGE MEZZ LLC
CHECKING XXXXXXXX4165 CAMBRIDGE ACQUISITIONS LLC
CHECKING XXXXXXXX4181 CAMBRIDGE ACQUISITIONS LLC
MONEY MARKET CHECKING XXXXXXXX3763 CAMBRIDGE ACQUISITIONS LLC
CHECKING XXXXXXXX4013 ARCH CAMBRIDGE INVESTORS LLC
CHECKING XXXXXXXX4154 ARCH ADVISORS LLC
CHECKING XXXXXXXX5160 ARCH ASSET MANAGEMENT LLC
CHECKING XXXXXXXX7952 ARCH ADVISORS LLC
CHECKING XXXXXXXX6568 MIDTOWN OAKS JV LLC
CHECKING XXXXXXXX6626 MIDTOWN OAKS MM JV LLC
CHECKING XXXXXXXX9491 CAMELOT CLASS B JV LLC
CHECKING XXXXXXXX9509 CAMELOT JV LLC
CHECKING XXXXXXXX9525 CAMELOT MM JV LLC
CHECKING XXXXXXXX0673 ARCH PROPERTY MANAGEMENT LLC
CHECKING XXXXXXXX0764 MMSS LLC
CHECKING XXXXXXXX7456 NCSC JV LLC
CHECKING XXXXXXXX7464 NCSC MM JV LLC
MONEY MARKET CHECKING XXXXXXXX9197 FRANCISCAN PROPERTY OWNER LLC
MONEY MARKET CHECKING XXXXXXXX9346 ABNER PROPERTY OWNER LLC
MONEY MARKET CHECKING XXXXXXXX8508 OAK GROVE PROPERTY OWNER LLC
CHECKING XXXXXXXX5724 LAKESTAR CAMBRIDGE LLC
CHECKING XXXXXXXX5799 ARCH SLOPE CAMBRIDGE LLC
CHECKING XXXXXXXX5823 ARCH SLOPE CAMBRIDGE MM LLC
CHECKING XXXXXXXX5872 ARCH CAMBRIDGE MM LLC
CHECKING XXXXXXXX5948 102-02 PARTNERS CAMBRIDGE LLC
CHECKING XXXXXXXX6003 4690 ORACLE INVESTORS LLC
CHECKING XXXXXXXX0122 ARCH BUILDERS LLC A DISREGARDED ENTITY OF ARCH REAL ESTATE HOLDINGS LLC
CHECKING XXXXXXXX6194 ARCH PROPERTY MANAGEMENT LLC
CHECKING XXXXXXXX2411 ONE BROWN JV LLC
CHECKING XXXXXXXX2429 ONE BROWN MM JV LLC

CHECKING XXXXXXXX6016 1 BROWN STREET ASSOCIATES LP AND 1 BROWN STREET
OWNER LLC (DACA)
CHECKING XXXXXXXX6024 1 BROWN STREET ASSOCIATES LP
CHECKING XXXXXXXX6032 1 BROWN STREET ASSOCIATES LP
CHECKING XXXXXXXX4607 RIDGEWOOD TOWER LLC
CHECKING XXXXXXXX4110 MYRTLE POINT CMLLC
CHECKING XXXXXXXX4243 MYRTLE POINT JV LLC
CHECKING XXXXXXXX4458 MYRTLE POINT MM JV LLC
CHECKING XXXXXXXX5413 DRAKE ARCH BIRMINGHAM 1 LLC
CHECKING XXXXXXXX5470 PEBBLE CREEK BORROWER LLC
CHECKING XXXXXXXX5553 PEBBLE CREEK MM JV LLC
CHECKING XXXXXXXX0862 PEBBLE CREEK BORROWER LLC
CHECKING XXXXXXXX0896 PEBBLE CREEK BORROWER LLC
CHECKING XXXXXXXX4826 2501 VENTURES OP CO I LLC
CHECKING XXXXXXXX1846 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0744 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0785 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0793 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0801 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0843 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0884 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0918 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0942 HAMR BORROWER 3 LLC (DEPOSIT ACCOUNT CONTROL
AGREEMENT)
CHECKING XXXXXXXX2326 ARCH DEVELOPERS LLC
CHECKING XXXXXXXX3294 2501 ARCH LLC
CHECKING XXXXXXXX3351 2501 JV LLC
CHECKING XXXXXXXX1005 3820 1ST OWNER LLC
CHECKING XXXXXXXX1044 3820 1ST OWNER LLC
CHECKING XXXXXXXX1336 3504 12TH OWNER LLC
CHECKING XXXXXXXX5987 3504 12TH OWNER LLC (DEPOSIT ACCOUNT CONTROL
AGREEMENT)
CHECKING XXXXXXXX5995 3504 12TH OWNER LLC
CHECKING XXXXXXXX1203 235 JAMES OWNER LLC
CHECKING XXXXXXXX1810 235 JAMES OWNER LLC
CHECKING XXXXXXXX1054 DRAKE ARCH TUSCALOOSA 1 LLC
CHECKING XXXXXXXX0019 ARCH TUSCALOOSA MM LLC
CHECKING XXXXXXXX7278 2501 BISCAYNE PROPERTY OWNER LLC
CHECKING XXXXXXXX2373 ARCH PROPERTY HOLDINGS 2 LLC
CHECKING XXXXXXXX2418 DRAKE ARCH COLUMBIA 1 LLC
CHECKING XXXXXXXX2475 COLUMBIA MM JV LLC
CHECKING XXXXXXXX8438 9 VANDAM JV LLC
CHECKING XXXXXXXX8776 9 VANDAM OWNER LLC
CHECKING XXXXXXXX6402 HAMR BORROWER 3 LLC
CHECKING XXXXXXXX0347 3504 12TH OWNER LLC
CHECKING XXXXXXXX8537 9 VANDAM MM JV LLC
CHECKING XXXXXXXX2060 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2102 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2128 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL

ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2151 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2169 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2177 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2185 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2201 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2219 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2235 ARCH BUILDERS LLC DISREGARDED ENTITY OF ARCH REAL
ESTATE HOLDINGS LLC
CHECKING XXXXXXXX2045 1700 ARCH LLC
CHECKING XXXXXXXX9537 CENTER POINT BORROWER 1 LLC
CHECKING XXXXXXXX1409 CENTER POINT BORROWER 1 LLC (OPERATING - CAPEX)
CHECKING XXXXXXXX1417 CENTER POINT BORROWER 1 LLC (OPERATING - RENT)
CHECKING XXXXXXXX1540 CENTER POINT BORROWER 1 LLC (SECURITY DEPOSIT)
CHECKING XXXXXXXX9636 CENTER POINT BORROWER 2 LLC
CHECKING XXXXXXXX0154 CENTER POINT BORROWER 2 LLC (SECURITY DEPOSIT
ACCOUNT)
CHECKING XXXXXXXX0188 CENTER POINT BORROWER 2 LLC (OPERATING - RENT)
CHECKING XXXXXXXX0220 CENTER POINT BORROWER 3 LLC
CHECKING XXXXXXXX6215 CENTER POINT BORROWER 3 LLC (OPERATING ACCOUNT -
RENT)
CHECKING XXXXXXXX6223 CENTER POINT BORROWER 3 LLC (SECURITY DEPOSIT
ACCOUNT)
CHECKING XXXXXXXX5922 CAMELOT 3 LLC
CHECKING XXXXXXXX5930 CAMELOT HOLDINGS JV 2 LLC
CHECKING XXXXXXXX5948 CAMELOT JV 2 LLC
CHECKING XXXXXXXX5963 CAMELOT MM JV 2 LLC
CHECKING XXXXXXXX5971 CAMELOT MM JV 3 LLC
CHECKING XXXXXXXX5989 NCSC JV 2 LLC
CHECKING XXXXXXXX5997 NCSC MM JV 2 LLC
CHECKING XXXXXXXX6003 MIDTOWN OAKS MM JV 2 LLC
CHECKING XXXXXXXX6011 MIDTOWN OAKS JV 2 LLC
CHECKING XXXXXXXX4703 9 VANDAM BORROWER 2 LLC
CHECKING XXXXXXXX6583 88 ARCH LLC
CHECKING XXXXXXXX2053 9 VANDAM LP JV LLC
CHECKING XXXXXXXX2460 1580 NOSTRAND LLC
CHECKING XXXXXXXX1303 ARCH NOSTRAND MM LLC
CHECKING XXXXXXXX8400 88 TOWER LLC
CHECKING XXXXXXXX0767 88 TOWER LLC
CHECKING XXXXXXXX0495 CONSTRUCTION SERVICES AND SOLUTIONS LLC
CHECKING XXXXXXXX5316 88 TOWER LLC (DACA ACCOUNT)
CHECKING XXXXXXXX0751 TOWER OWNER TWO LLC
CHECKING XXXXXXXX7223 ORE LIVING II LLC
CHECKING XXXXXXXX6075 ARCH NOSTRAND LLC
CHECKING XXXXXXXX6688 3200 N HAVERHILL BORROWER LLC

CHECKING XXXXXXXX35163200 N HAVERHILL BORROWER LLC