

Clerk's Office
Filed Date: 1/20/2022

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

**U.S. DISTRICT COURT
EASTERN DISTRICT OF
NEW YORK
BROOKLYN OFFICE**

**SECURITIES AND EXCHANGE COMMISSION,
Plaintiff,**

v.

**PLEXCORPS
(a/k/a and d/b/a PLEXCOIN and SIDEPAY.CA),
DOMINIC LACROIX, and
SABRINA PARADIS-ROYER,
Defendants.**

17 Civ. 7007 (CBA) (RML)

**(Proposed) Order Appointing a
Tax Administrator and Related
Relief**

The Court having considered the Motion of Plaintiff Securities and Exchange Commission (the "SEC") for an Order appointing Miller Kaplan Arase LLP ("Miller Kaplan") as tax administrator and authorizing payment of tax obligations and administrative fees and expenses from the Fair Fund established in this action without further Court Order,

And there being no objection to the Motion,

And for good cause shown,

IT IS HEREBY ORDERED that:

1. The Motion is **GRANTED**;
2. Miller Kaplan is appointed tax administrator (the "Tax Administrator") to execute all income tax reporting requirements, including the preparation and filing of tax returns, for all funds under the jurisdiction of this Court in the captioned matter (the "PlexCorps Fair Fund");
3. As the Tax Administrator, Miller Kaplan shall:
 - a) Be designated the Tax Administrator of the PlexCorps Fair Fund, pursuant to Section 468B(g) of the Internal Revenue Code, 26 U.S.C. § 468B(g), and related regulations, and shall satisfy the administrative requirements imposed by those regulations, including but not

limited to (i) obtaining a taxpayer identification number, (ii) filing applicable federal, state, and local tax returns and paying taxes reported thereon out of the PlexCorps Fair Fund, and (iii) satisfying any information, reporting, or withholding requirements imposed on distributions from the PlexCorps Fair Fund, including but not limited to the Foreign Account Tax Compliance Act. Upon request, the Tax Administrator shall provide copies of any filings to the SEC's counsel of record;

b) Perform services in accordance with, and be entitled to charge reasonable fees for tax compliance services and related expenses. The Tax Administrator shall be entitled to charge reasonable fees for tax compliance services and related expenses in accordance with its agreement with the SEC for the Tax Years 2019 through 2021. If the PlexCorps Fair Fund is transferred to the Receiver appointed in the related action in Canada, *AUTORITÉS DES MARCHÉS FINANCIERS v. DOMINIC LACROIX, et al.*, No.: 200-11-025040-182, Superior Court, Quebec, Canada (the "Canadian Proceeding"), for distribution, Miller Kaplan's fees and expenses shall not exceed \$1583.08, the net earnings on the PlexCorps Fair Fund. The Tax Administrator shall, at such times as the Tax Administrator deems appropriate, submit a request to the SEC's counsel of record for payment of fees and expenses from the PlexCorps Fair Fund; and

c) At such times as the Tax Administrator deems necessary to fulfill the tax obligations of the PlexCorps Fair Fund, submit a request to the SEC's counsel of record for authorization to pay from the PlexCorps Fair Fund tax obligations of the PlexCorps Fair Fund. Tax liabilities shall first be paid from accrued interest if any remains after the payment of fees and expenses, and then from the corpus of the PlexCorps Fair Fund.

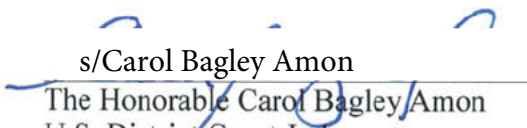
4. The SEC is authorized to approve and arrange payment of all tax obligations owed by the PlexCorps Fair Fund and the fees and expenses of the Tax Administrator directly from the PlexCorps Fair Fund without further order of this Court, provided, however, that if the PlexCorps Fair Fund is transferred to the Receiver in the Canadian Proceeding, the aggregate payments of tax administration fees and expenses may not exceed \$1583.08 without approval by the Court. The Tax Administrator will submit invoices of all fees and expenses incurred in connection with its respective duties to the SEC's counsel of record for review and, as appropriate, payment. All payments will be reflected in the final report or accounting referenced below.

5. If the PlexCorps Fair Fund is transferred to the Canadian Proceeding for distribution, the Tax Administrator will provide to the SEC any information requested to assist the SEC in reporting to the Court. If the PlexCorps Fair fund is not transferred to the Canadian Proceeding for distribution, upon completing its duties as set forth herein, the Tax Administrator will provide to the SEC's counsel of record a final accounting in a form provided by the SEC's counsel of record.

6. The Court will retain exclusive jurisdiction over the distribution, including, but not limited to, claims against the Tax Administrator asserting liability for violation of any duty imposed by Court Order.

IT IS SO ORDERED.

Dated:  2022


s/Carol Bagley Amon
The Honorable Carol Bagley Amon
U.S. District Court Judge