



Court File No.: CV-23-00092340-00CP

**ONTARIO
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE
JUSTICE HOOPER

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)

THURSDAY, THE 15th
DAY OF JUNE, 2023

B E T W E E N:

(Court Seal)

TAYLAN MCRAE-YU

- and -

**PROFITLY INCORPORATED, DMCB HOLDINGS INC., IVAN AVRAMENKO,
ALEXANDRA STINSON, and JOHN DOE**

Proceeding under the *Class Proceedings Act, 1992*

**ORDER
(MAREVA INJUNCTION)**

NOTICE

If you, the Defendant, disobey this order you may be held to be in contempt of court and may be imprisoned, fined or have your assets seized. You are entitled to apply on at least twenty-four (24) hours notice to the Plaintiff, for an order granting you sufficient funds for ordinary living expenses and legal advice and representation.

Any other person who knows of this order and does anything which helps or permits the Defendant to breach the terms of this Order may also be held to be in contempt of court and may be imprisoned, fined or have their assets seized.

THIS MOTION, made without notice by the Plaintiff, Taylan McRae-Yu, on their own behalf and on behalf of the proposed class as defined in Statement of Claim to be filed, for an interim Order in the form of a *Mareva* injunction restraining the corporate Defendants, Profitly Incorporated and DMCB Holdings, and the individual Defendants, Ivan Avramenko, Alexandra Stinson, and John Doe (collectively, the “**Boneheads team**” and “**Mareva Respondents**”), from dissipating its assets and other relief, was heard this day at in person at the Ottawa Courthouse.

ON READING the Motion Record of the Plaintiff dated June 7, 2023 (Mareva Injunction), the Affidavit of Taylan McRae-Yu sworn June 6, 2023, and the Factum of the Plaintiff dated June 7, 2023 (“**Motion Materials**”).

AND ON HEARING the submission of counsel for the Plaintiffs;

Mareva Injunction

1. **THIS COURT ORDERS** that the Defendants, and its servants, employees, agents, assigns, officers, directors and anyone else acting on their behalf or in conjunction with any of them, and any and all persons with notice of this injunction, are restrained from directly or indirectly, by any means whatsoever:

- (a) selling, removing, dissipating, alienating, transferring, assigning, encumbering, or similarly dealing with any assets of the Mareva Respondents including but not limited to the assets and accounts listed in Schedule “A” hereto;
- (b) instructing, requesting, counselling, demanding, or encouraging any other person to do so; and
- (c) facilitating, assisting in, aiding, abetting, or participating in any acts the effect of which is to do so.

2. **THIS COURT ORDERS** that paragraph 1 applies to all of the assets listed in Schedule “A” to this Order, whether or not they are in the Mareva Respondents’ own names, whether or not they are solely or jointly owned and whether or not the Mareva Respondents have exclusive control over the asset. For the purpose of this Order, a Mareva Respondent’s assets include any asset which he or she has the power, directly or indirectly, to dispose of or deal with as if it were his own. The Mareva Respondent is to be regarded as having such power if a third party holds or controls the assets in accordance with his direct or indirect instructions.

3. **THIS COURT ORDERS** that if the total value free of charges or other securities of the assets listed in Schedule “A” to this Order exceeds \$4,118,385.43 Canadian Dollars (CAD), the Defendant may sell, remove, dissipate, alienate, transfer, assign, encumber, or similarly deal with them so long as the total unencumbered value of the Mareva Respondent’s assets remains above \$4,118,385.43 CAD.

Undertaking as to Damages

4. **THIS COURT ORDERS** that the requirement in Rule 40.03 of the *Rules of Civil Procedure* for the moving party to an undertaking as to damages potentially arising from the granting and enforcing of this Order is hereby dispensed with at this time subject to submissions from the Defendants.

Ordinary Living Expenses

5. **THIS COURT ORDERS** that any Mareva Respondent may apply for an order, on at least twenty-four (24) hours notice to the Plaintiff, specifying the amount of funds which the Defendant is entitled to spend on ordinary living expenses and legal advice and representation.

Disclosure of Information

6. **THIS COURT ORDERS** that each Mareva Respondent prepare and provide to the Plaintiff within 7 days of the date of service of this Order, a sworn statement describing the nature, value, and location of his assets worldwide [whether in his own name or not and whether solely or jointly owned.

7. **THIS COURT ORDERS** that each Mareva Respondent submit to examinations under oath within 7 days of the delivery by the Defendant of the aforementioned sworn statements referred to in paragraph 6.

8. **THIS COURT ORDERS** that if the provision of any of this information in paragraph 7 is likely to incriminate the Mareva Respondent, he or she may be entitled to refuse to provide it, but is recommended to take legal advice before refusing to provide the information. Wrongful refusal to provide the information referred to in paragraph 6 herein is contempt of court and may render the Defendant liable to be imprisoned, fined, or have his assets seized.

Intermediaries

9. **THIS COURT ORDERS** that the entities listed in Schedule “B” as well as any banks, financial institutions, money service businesses, fundraising platforms or websites, cryptocurrency exchanges or platforms, digital asset or non-fungible token (NFT) marketplaces, or custodians of any cryptocurrency wallets (collectively, the “**Intermediaries**”) shall, upon being provided with notice of this Order, forthwith freeze and prevent any removal, dissipation, alienation, transfer, assignment, encumbrance, transaction, or similar dealing with any of the assets identified in Schedule “A” to this Order.

10. **THIS COURT ORDERS** that the Intermediaries forthwith disclose and deliver up to the Plaintiff any and all records held by the Intermediary concerning the Mareva Respondents’ assets and accounts, including the existence, nature, value and location of any monies or assets or credit, wherever situate, held on behalf of the Mareva Respondent by the Intermediaries.
Alternative Payment of Security into Court

11. **THIS COURT ORDERS** that this Order will cease to have effect if the Mareva Respondent provides security by paying the sum of \$4,118,385.43 CAD into Court, and the Accountant of the Superior Court of Justice is hereby directed to accept such payment.

Variation, Discharge or Extension of Order

12. **THIS COURT ORDERS** that anyone served with or notified of this Order may apply to the Court at any time to vary or discharge this order, on four (4) days notice to the Plaintiff.

13. **THIS COURT ORDERS** that the Plaintiff shall apply for an extension of this Order within ten (10) days hereof, failing which this Order will terminate.

Statement of Claim

14. **THIS COURT ORDERS** that the Plaintiff will issue the Statement of Claim forthwith but for the purposes of this Order, they may serve the draft Statement of Claim, as outlined in paragraphs 15 and 16.

Service of this Order

15. **THIS COURT ORDERS** that service of this Order, Motion Materials and draft Statement of Claims shall be made on the Mareva Respondents through at least one of the following means, as applicable:

- (a) On the Mareva Respondent, Ivan Avramenko, by delivering a copy to his email address at ivan@profitly.app and legal@profitly.app;
- (b) On the Mareva Respondent, Alexandra Stinson, by delivering a copy through social media to Alexandra Stinson's Facebook page at <https://www.facebook.com/lexi.stinson.1> and Alexandra Stinson's Instagram page at <https://www.instagram.com/llexixoxo/>.
- (c) On the Mareva Respondent, John Doe, by delivering a copy through social media to John Doe's Twitter at <https://twitter.com/nikkibonee?s=20>.
- (d) On the corporate Mareva Respondent, Profitly Incorporated, through service according to paragraph 18(a) or 18(b) above;
- (e) On the corporate Mareva Respondent, DMCB Holdings Inc., through service according to paragraph 18(a) above; and

and that such service shall be deemed valid and effective upon the earlier of (a) confirmation of receipt of the Order, Motion Materials and draft Statement of Claim or (b) 24 hours from the time the Order and Motion Materials and draft Statement of Claim are sent in accordance with paragraphs 15(a) to (e) above.

16. **THIS COURT ORDERS** that service of this Order and the draft Statement of Claim shall be made to the following Mareva Respondents through the following means, as applicable:

- (a) On the Mareva Respondent, John Doe, by airdropping an NFT to John Doe's Ethereum cryptocurrency wallet with address:
 - 0xca5a943044d32fc18c4487195A2Bf9D60918cD55;
- (b) On the Mareva Respondents, by airdropping an NFT into the following Ethereum cryptocurrency wallet addresses:

- 0x8C0fF426dFa77A87Be3729456D1D27fdC8F2DE5F;
- 0xa8c2bc23c4d51642c7c8767e1d2d6647f7281317;
- 0xa1e43fcb51656354931d47458eceedbc6545df57;
- 0x3acef2d359f430cee5e205262a884d6087dda4fa;
- 0xbaf331f090320502380ea975562c0c72e2da3c85;
- 0x17cA15f1FD9593aE035b9fe5B5aCAB95402B1518;
- 0x652aa165Ee33ba02570C4FC7d41B0a05B4fD8147;
- 0x82ef36b1c710e4384eb20d70074bc972972d58b8;
- 0xd697255b298cf5d90f3f0c9a0e525ba8e829c952;
- 0x0bc42633195913892c48a224a846ddae067898ed;
- 0xea415b3b5e02b2259019763e2e81c48668b80f0e; and
- 0x7D7e14Fd2b185d9A0ADA62Ae4b59A5Ea8Ab7Ec05.

and that such service shall be deemed valid and effective upon the earlier of (a) confirmation of receipt of the Order and draft Statement of Claim or (b) 24 hours from the time the Order and draft Statement of Claim are sent in accordance with paragraphs 16(a) to (b) above.

17. **THIS COURT ORDERS** that this Order is and shall be immediately in effect upon issuance regardless of whether it has been formally entered.

18. **THIS COURT ORDERS** that the return of this motion will be heard on June 23, 2023 at 10 a.m., unless agreed upon between the parties.

Electronic Signature


JUSTICE J. HOOPER

Issuance Date: June 16, 2023

SCHEDULE "A"

Boneheads team:

1. Any and all assets of the Boneheads team, including but not limited to any and all funds, including in cryptocurrency or NFT or any other digital asset format, or any of its affiliated or payment processors, where such funds were raised in connection with the sale of Boneheads NFTs and are held in cryptocurrency wallets or bank accounts owned or controlled by or held for the benefit of the Boneheads team.
2. Any and all digital assets or cryptocurrency held in the following digital wallets of or controlled by any member of the Boneheads team including but not limited to the following:

	No.	Wallet Address
Ethereum (ETH)	1	0x8C0fF426dFa77A87Be3729456D1D27fdC8F2DE5F
	2	0xa8c2bc23c4d51642c7c8767e1d2d6647f7281317
	3	0xa1e43fcb51656354931d47458ceadbc6545df57
	4	0x3acef2d359f430cee5e205262a884d6087dda4fa
	5	0xbaf331f090320502380ea975562c0c72e2da3c85
	6	0x17cA15f1FD9593aE035b9fe5B5aCAB95402B1518
	7	0x652aa165Ee33ba02570C4FC7d41B0a05B4fD8147
	8	0x82ef36b1c710e4384eb20d70074bc972972d58b8
	9	0xd697255b298cf5d90f3f0c9a0e525ba8e829c952
	10	0x0bc42633195913892c48a224a846ddae067898ed
	11	0xea415b3b5e02b2259019763e2e81c48668b80f0e
	12	0x7D7e14Fd2b185d9A0ADA62Ae4b59A5Ea8Ab7Ec05

Profitly Incorporated

3. Any and all funds, digital assets, cryptocurrency or NFTs, held in bank accounts and/or cryptocurrency wallets or cryptocurrency exchanges generated or raised in connection with transactions of the Boneheads NFT.

DMCB Holdings Inc.

4. Any and all funds, digital assets, cryptocurrency or NFTs, held in bank accounts and/or cryptocurrency wallets or cryptocurrency exchanges generated or raised in connection with transactions of the Boneheads NFT.

Ivan Avramenko

5. Any and all funds, digital assets, cryptocurrency or NFTs, held in bank accounts and/or cryptocurrency wallets or cryptocurrency exchanges generated or raised in connection with transactions of the Boneheads NFT.

Alexandra Stinson

6. Any and all funds, digital assets, cryptocurrency or NFTs, held in bank accounts and/or cryptocurrency wallets or cryptocurrency exchanges generated or raised in connection with transactions of the Boneheads NFT.

John Doe

7. Any and all funds, digital assets, cryptocurrency or NFTs, held in bank accounts and/or cryptocurrency wallets or cryptocurrency exchanges generated or raised in connection with transactions of the Boneheads NFT.

SCHEDULE "B"

Digital Asset (Cryptocurrency) Platforms/Exchanges

Coinbase

Kraken

Kucoin

Robinhood

NFT Marketplaces:

Opensea

Taylan McRae-Yu

Plaintiff

- and -

Profitly Incorporated et. al.

Defendant

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT OTTAWA

Proceeding under the *Class Proceedings Act, 1992*

ORDER

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