ORIGINAL

No. 23-6444

IN THE

SUPREME COURT OF THE UNITED STATES

David D. Madriz, Jr.,
Petitioner,
v.

Adam Aron et al,
Respondents.

On Petition for Writ of Certiorari to the

Supreme Court of Delaware

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Petitioner

QUESTIONS PRESENTED

Whether the Supreme Cour of Delaware failed to follow Delaware Chancery Court's procedures of and whether this court was required to consider scope of § 1292(a)(1) "extraordinary circumstances," before the denial of Petitioner's Appeal?

The main question presented is: Does a non-frivolous appeal of the denial to consider a Motion equal to other Motions a violation of Petitioner's Constitutional rights?

Related Cases:

- Delaware Supreme Court: AMC Entertainment Holdings Inc., et al. Case No.: 258; 2023
- Chancery Court: AMC Entertainment Holdings Inc. et al., Stockholders' Litigation, Consol. Civil Action No.: 2023-0215-MTZ

PARTIES TO THE PROCEEDING

Petitioner is David D. Madriz, Jr. Pro Se Litigant and Class Member.

Respondent is Defendants AMC's CEO Adam M. Aron, AMC Entertainment Holdings, Inc., Denise Clark, Howard W. Koch, Jr., Kathleen M. Pawlus, Keri Putman, Anthony J. Saich, Philip Lader, Gary F. Locke, Lee Wittlinger, and Adam J. Sussman.

Plaintiffs Allegheny County Employees' Retirement System and Anthony Franchi

CORPORATE DISCLOSURE STATEMENT

Pursuant to Supreme Court Rule 29.6, AMC ENTERTAINMENT HOLDINGS, INC., began trading publicly on the New Your Stock Exchange on December 18, 2013.

Fintel reports on 2023-02-10 - Vanguard Group Inc has filed an SC 13G/A form with the Securities and Exchange Commission (SEC) disclosing ownership of 52,427,292 shares of AMC Entertainment Holdings Inc - Class A (US:AMC). This represents 10.14 percent ownership of the company. In their previous filing dated 2023-02-09 , Vanguard Group Inc had reported owning 51,297,509 shares, indicating an increase of 2.20 percent.

(Source: https://fintel.io/so/us/amc/vanguard-group)

STATEMENT OF RELATED CASES

None.

STATUS BELOW

In Petitioner's Application for Certification of an Interlocutory Order the Chancery Court Vice Chancellor Zurn has yet to approve, deny or respond to; AMC Entertainment Holdings Inc. et al., Stockholders' Litigation, Consol. Civil Action No.: 2023-0215-MTZ

In Petitioner's Interlocutory Appeal to Delaware Supreme Court the Court denied appeal based on the Court's strict rules. RE: AMC ENTERTAINMENT et al. Case No.: 258, 2023

TABLE OF AUTHORITIES

Federal Cases

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Other

PETITION FOR WRIT OF CERTIRARI

David D. Madriz, Jr., Petitioner, respectfully files this petition for a writ of certiorari to review whether the Chancery Court, "trial court", Vice Chancellor Morgan T. Zurn's, "V.C. Zurn" violated the United States Constitution by failing to process Petitioner's Motion while processing other motions which also did not attach a proposed order, failure to respond to Petitioner's Application for Interlocutory Order and review the judgement of the Delaware Supreme Court for not considering and responding to evidence, facts, case law and law filed by Petitioner's Interlocutory Appeal.

OPINIONS BELOW

Delaware Supreme Court IN RE AMC ENTERTAINMENT HOLDINGS, INC. STOCKHOLDER LITIGATION, Court No. 258, 2023, Court Below—Court of Chancery of the State of Delaware, Consol. C.A. No. 2023-0215. In which this court dismissed Petitioner's appeal without addressing why the trial court failed to respond to Petitioner's application for an interlocutory order. (See Addendum A, Order Decided August 3, 2023, signed by Chief Justice Collins J. Seitz, Jr.)

JURISDICTION

This Court has jurisdiction on this case under 28 U.S.C. § 1254(1).

INTRODUCTION

This petition seeks an order to rewind the trial court's order approving a rushed settlement agreement. It is Petitioner's position the trial court's decision directly violates each class members federal rights. This petition seeks review on the following:

1. Whether Respondent AMC illegally gave special voting rights to AMC Preferred Equity, (APE) to dilute the common stock coupled with?;

2. Whether this strategy included AMC Tokenization as a method of creating over 400 million plus tokens for pennies to use blockchain technology to represent a security to create a false placer to fraudulently assign a 1 to 1 value with an AMC Share as fraud as it was not backed by any security?;

3. Whether Respondents AMC and AMC CEO Adam Aron conspired without authorization of majority shareholders to let a third party to Tokenize AMC shares therefore breaching their fiduciary duties by carrying out a strategy to dilute the voting per of AMC's Class A Stockholders via fraud?

4. Whether Respondents AMC and AMC CEO Adam Aron was complicit, breached his fiduciary duties and/or allowed without instructing their legal team to send a demand letter to the third party to cease and desist from using "AMC" name without authorization of majority shareholders and seek litigation to stop the use of AMC's name therefore breaching their fiduciary duties by carrying out a strategy to illegitimately add yes votes to the voting of APE merger and reverse split to dilute AMC's common stock shares?

STATEMENT OF THE CASE

This Petition stems from complex and disloyal corporate engineering by the Respondents—described by AMC's Chief Executive Officer and Chairman, Defendant Adam M. Aron ("Aron") in an alleged text book collusion with Citigroup and others as an exercise in "3-D chess"—devised to achieve a simple aim: eviscerating the voting power of AMC's Class A stockholders in order to force through approval of a proposed dilutive share count increase that those stockholders in order to approve a vote for their own profit.

In 2020-21 AMC reported the Retail Investors became majority owners of AMC. At the end of 2021, AMC CEO/Chairman with the executive board exhausted their stock ownership via dilution. This severely decreased the value of AMC shares. AMC sold nearly all of the Company's remaining authorized shares of Class A common stock to raise capital. Thereafter, AMC proposed on multiple occasions to amend the Company's certificate of incorporation to authorize the issuance of additional shares of Class A common stock—but those proposals were withdrawn by AMC.

Due to greed and the want of control it is Petitioner's position Respondents embarked on a course of complex corporate engineering for the plain and obvious purpose of circumventing the will of the Company's existing stockholders and securing a dilutive increase in the number of authorized Class A shares over their unambiguous opposition.

As it was discovered via the discovery from the trial court forced by a few AMC Shareholders the above stated plan to create more Shares to Dilute for profit. Respondent

AMC's Banker Citigroup came up with a scheme, "Project Popcorn" a prospective issuance of an alternative form of equity that could convert into Common Stock. Citigroup Global Markets Inc., drafted a presentation titled, "Project Popcorn Follow-Up Items". (See Exhibit A - a copy of evidence from discovery showing evidence of the implementation of Project Popcorn)

This scheme called for the creation of 10 million new shares of Series A Convertible Participating Preferred Stock (the "Preferred Stock"), which carried super voting rights—100 votes per share, as compared to the 1 vote per share enjoyed by the holders of AMC's existing Class A common stock—and a corresponding economic interest in the Company. The shares of Preferred Stock were deposited with a depositary institution, ComputerShare Inc. ("ComputerShare"), pursuant to a Deposit Agreement dated August 4, 2022. At AMC's direction, ComputerShare then issued AMC Preferred Equity Units—widely referred to as "APEs"—which were listed for trade on the New York Stock Exchange ("NYSE") under the symbol "APE." Each APE is a depositary share and represents an interest in one one-hundredth (1/100th) of a share of the Preferred Stock. AMC touted that each APE was designed to be equivalent to one share of the Company's Class A common stock, both in economic and voting rights, and to be convertible into one share of Class A common stock—if the number of authorized Class A shares were ever increased.

Thereafter, it became apparent that the Preferred Stock and APEs were devised and issued by AMC and the Board for the clear purpose of neutralizing and circumventing the voting rights of AMC's existing Class A stockholders and forcing through the authorization for an increase in the number of Class A shares those stockholders repeatedly had rebuffed. An initial

tranche of some 516 million APEs was distributed by dividend to AMC's existing stockholders on a 1-for-1 basis. In September 2022, however, AMC proceeded to enter into an equity distribution agreement with Citigroup Global Markets, Inc. ("Citigroup") to sell the remaining approximately 425 million APEs and quickly sold more than 125.9 million APEs to new investors.

On December 22, 2022, that day, AMC announced it had entered into a multi-step agreement allowing a single investor, Antara Capital L.P. ("Antara"), to obtain over 257 million APEs— representing almost 28% of all outstanding APEs—at an average cost of $0.66 per unit. The agreement with Antara also required AMC to propose an increase in the number of authorized shares of Class A common stock, a conversion of all existing APEs into Class A shares on a 1-for-1 basis, and a subsequent 10-for-1 reverse stock split of the Class A shares (the "Proposals"). Antara also signed a voting agreement to support the Proposals.

Prior to the announcement of the Antara deal, shares of Class A stock traded at a significant premium to APEs. The day before the announcement, shares of Class A stock closed at $5.30, whereas APE units closed at $0.685. Following the Antara deal's announcement, the trading price of APEs skyrocketed and the trading price of Class A stock precipitously declined. The market realized the inevitable: that the Proposals would be approved, resulting in a massive transfer of value from the Company's Class A stockholders to its new APE investors. AMC had stacked the deck to ensure that result. Following the September 2022 APE sales and the Antara deal, there were more than 929 million of the Company's new APEs outstanding as compared to just 517 million shares of Class A common stock. And, as APEs consistently have

traded at a significant discount to Class A shares, the holders of APEs were strongly incentivized to approve the Proposal to ensure a massive value transfer from AMC's existing Class A stockholders to its new APE holders.

Moreover, though APEs and Class A shares are each ostensibly entitled to one vote per share, AMC has taken steps to supercharge the voting power of the APEs as a class compared to the Class A common stock. Specifically, in its Deposit Agreement with ComputerShare, AMC included a provision requiring ComputerShare, as depositary for the Preferred Stock, to "[i]n the absence of specific instructions from Holders of [APEs], . . . vote the Preferred Stock represented by the [APEs] . . . of such Holders proportionately with votes cast pursuant to the instructions received from other Holders." Thus, for example, if the holders of just three APEs cast votes on a corporate proposal—say, two in favor and one against— ComputerShare will cast votes for all of the nearly 1 billion outstanding APEs 2/3 in favor and 1/3 against, regardless of the number of votes actually cast (the "Depositary Voting Requirement"). There is, of course, no similar arrangement for the Class A common stock. Uninstructed shares of Class A stock, unlike uninstructed APEs, will not be voted on the Proposals.

In January 2023, AMC set a vote on the Proposals for March 14, 2023. Then, on February 14, 2023, AMC published its Definitive Proxy Statement in support of the Proposals. The Proxy confirms that AMC intends to conduct a vote on the proposals in which all shares—common and preferred—are to vote as a single class on the Proposals, with uninstructed APEs to be voted pursuant to the Depositary Voting Requirement. With outstanding APEs outnumbering the Class A common shares by nearly 2 to 1 and the Depositary Voting Requirement

supercharging the APEs' voting power as a class vis-à-vis AMC's Class A stockholders, AMC is poised to finally force through the Class A share count increase that was opposed repeatedly by Class A stockholders before AMC and the Board took steps to reconstitute their electorate.

AMC and the Board presumably believe their game of "3-D chess" against the Class A stockholders is approaching checkmate. But, as detailed herein, the vote cannot be allowed to proceed as planned. In their zeal to circumvent the will of the Class A stockholders, Defendants have breached their fiduciary duties and violated Delaware's General Corporation Law, "DGCL."

First, the vote on the Proposals cannot be permitted to go forward because it results from, and represents the culmination of, a course of disloyal conduct by Defendants in breach of their fiduciary duties. The Director Defendants approved the creation and sale of the Preferred Stock, imposed the Depositary Voting Requirement, and arranged for the impending vote on the Proposals all for the purpose of circumventing the will of the Company's existing stockholders, who previously had rejected proposals by the Board to increase the total number of authorized shares of Class A common stock—essentially creating a new electorate and new voting rules, simply because they did not have the votes to get what they wanted. All of these steps were taken for the very purpose of reversing the likely outcome of Defendants' desired vote to increase the authorized number of Class A shares. This course of conduct constituted a breach of fiduciary duty, the appropriate equitable remedy for which should include, at minimum, providing the Company's Class A stockholders with a separate class vote on the pending Proposals—the very vote that Defendants' disloyal conduct has been engineered to circumvent. Second, Defendants' disloyal conduct included a violation of the DGCL. Specifically, the issuance of the Preferred Stock was not properly authorized under DGCL Section 242(b).

Under Section 242(b)(2), AMC's Class A stockholders were entitled to vote as a class on any amendment to the Company's certificate of incorporation that would "alter or change the powers, preferences, or special rights" of their shares "so as to affect them adversely." Prior to Defendants' course of disloyal conduct, Class A stockholders had the power and the right to reject the Class A share count increase desired and unsuccessfully proposed by the Defendants on multiple occasions. The creation of 10 million shares of Preferred Stock with 100 votes per share—which required an amendment to AMC's certificate of incorporation—was effectuated for the very obvious purpose of eviscerating this specific power and right, thereby "affecting [the Class A stockholders] adversely." Specifically, the unambiguous purpose of Defendants' creation of the Preferred Stock was to neutralize and circumvent the expressed will of the Class A stockholders to exercise their right to reject the Board's desired approval of new Class A shares by driving down the voting power of Class A stockholders from a collective 100% to near 35%. Yet, despite plainly being adversely affected by the creation of the Preferred Stock—which was engineered for the purpose of depriving Class A stockholders of this existing power and right—Class A stockholders were not provided a vote on the creation of the Preferred Stock. Plaintiff and the Proposed Class are, therefore, entitled to a declaration that the Preferred Stock was not properly authorized, and the Company should be compelled to seek ratification of this improper corporate act in accordance with Section 204 of the DGCL, through a vote of the Company's Class A stockholders or by Order of this Court. The trial court allowed Respondents to expedite an unfair settlement while ignoring evidence of collusion, expert witnesses and post reverse split and merger caused AMC share price to fall more than 90% of values prior to reverse split causing shareholders to lose millions of dollars.

REASONS FOR GRATNTING THE PETITION

Before the talks of settlement there was tons of evidence open to the public by doing a search for "AMC Tokenization" on various search engines including but limited to Google. This evidence showed since January 2021 to date bad actors created an illegitimate AMC Token worth less than a penny that was matched 1:1 to a real AMC Share. Many of these reports alleged bad actors are using AMC Tokens as a placer to short the AMC Share price. It was basic to Petitioner that if this is true then its obvious AMC Tokens were also being used to create illegitimate shares that bad actors can use to vote yes for the AMC reverse split and merger with APE vote.

This concerned Petitioner so much that on March 6, 2023, Petitioner emailed Plaintiffs' Attorney Kelly Tucker detailing his concerns regarding the potential AMC Tokenization fraud with links to the Blockchain experts that found what prima facie fraud that FTX was servicing AMC Tokenization. The evidence indicates AMC tokens became active during the time AMC was undergoing a phase of high volatility in June 2021 until approximately December of 2022. In March 2023, Blockchain Expert ZVCH FROST uploaded a video on the YouTube platform showing and stating the evidence that after FTX went into Bankruptcy another company named BINANCE took over and are still servicing the AMC Tokens 1:1 with AMC Shares. Evidence filed on the record.

Not receiving any response from Attorney Tucker on or about April 17, 2023, Petitioner called Attorney Tucker. Keep in mind this conversation took place before any talk of

settlement. The Petitioner asked Attorney Tucker why is she keeping the potential AMC Tokenization scam a secret to the Vice Chancellor Morgan T. Zurn, "V.C. Zurn or V.C."? Attorney Tucker replied she is not keeping any secrets from the judge. Petitioner asked her if the complaint has been amended to include the potential AMC Tokenization scam as a cause of action? She answered: "No." The Petitioner asked if she or any of the Plaintiffs' attorneys ever researched, "AMC Tokenization"? She also answered "No" and that the complaint filed regards whether APE should have voting rights and is restricted on talking too much about the case via Court's orders. The Petitioner explained that he is concerned since the way he views the reports from multiple Blockchain experts AMC Tokenization may be currently being used serviced by BINANCE to create or support thousands if not millions of illegitimate AMC's shares that would of produced unauthorized votes for the March 14, 2023, merger/reverse split election. End of conversation. Keep in mind the above was done before any talk of a settlement was on record.

It is Petitioner's position the substantial issue of the executed settlement wiped out years of collusion shown on the record in plain sight in the trial court and potential hide the criminality behind the scenes leaving bad actors held not liable for creating the alleged unauthorized shares that were used to create illegitimate votes for the March 14, 2023, election which directly meets the elements for the Complaint's cause of action, of breaching their fiduciary duties by carrying out a strategy to dilute the voting power of AMC's Class A Shareholders.

As time went on Petitioner noticed that in his opine, V.C. Zurn was rubber stamping almost every request made by Respondents AMC's Attorneys. Many objections and many concerned citizens submitted letters to the court and motions to intervene yet V.C. would deny all requests and motions as if they were not ever fully considered if considered at all. The straw that broke the camel back was when the V.C. agreed to expedite the Court's process and cut what takes ninety 90 days for objections and other pleadings to cut down to thirty 30 days. This was done during some of the highest grossing Movies and the beginning of the summer run in which a lengthy past practice of Movies best monthly performance. This is also supported by the latest earnings report of AMC, which contained a profit of $8.6 million in Q2 2023 compared to 2022 of $121.6 quarterly loss. The current cash position of around $435.3 allows the company to continue operations at least until the end of 2023 without going bankrupt. The reductions of the scheduled timeline caused situations where Pro Se litigants and common stock investors had less than 24 hours, to respond/object to V.C.'s decisions or the Special Master's recommendations and/or orders.

As Petitioner's good faith did not allow him to turn away from what he considered wrongdoing he filed a Letter/Motion to V. C. Zurn on April 27, 2023, stating his concerns, providing evidence, and highlighting alleged legal malpractice by Plaintiffs' attorneys. (Transactional I.D. 69956552). Another pro se litigant, Mr. Brian Tuttle, submitted a similar letter/motion on April 13, 2023, (Transaction ID 69818696) to V.C. Zurn and it was also filed without a proposed order, which was accepted and processed as a motion. This was confirmed by V.C. Zurn's in her letter (Transaction ID 69818934). Petitioner believed in good faith he was following the same standards set by the Vice Chancellor for pro se litigants. However, when

Petitioner inquired about his motion's status, he was informed by V.C. Zurn's clerk Michelle Simione that it was not considered a motion and lacked relief and a proposed order. On June 26, 2023, Petitioner called the Chancery Court, explained the above, and asked if his motion was not docketed in error. Clerk Stacey put him on hold. After several minutes Clerk Stacey answered V.C. Clerk Michelle Simione may have rejected his letter for being misappropriate and she'll provide Clerk Simione Petitioner's message and phone number and she'll call Petitioner. The next day June 27, 2023, V.C.'s Clerk Simione called Petitioner and discussed the above issue. Clerk Michelle Simione stated she referred his motion to V.C. Zurn and it is not a motion V.C. considered it a letter to her and it was not rejected and is public docket for May 4, 2023. Petitioner asked Clerk Simione if his Motion was reviewed because it stated multiple requests for relief sought and in addition a letter to V.C. by pro se litigant Brian Tuttle submitted a letter to V.C. without stating it was a Motion and did not see any proposed order attach. Clerk Simione became loud and upset and Petitioner did not catch what she was stating other than, "you do not have the right." Petitioner informed Clerk Simione the two reasons why he submitted his Motion, for V.C. to review as a motion and for other Class A Common Stockholders to review and concerned that since the docket shows no documents were scanned that it most likely never got electronically forwarded to the V.C. Zurn for her review. Clerk Simione stated that V.C. reads everything and there's nothing else that Petitioner can do and hung up. To date Petitioner has asked others if they can view his Motion uploaded on the docket on May 4, 2023, or anywhere on the docket and was told to date it is not viewable with the company contracted with the Court File and Serve. Petitioner again informed clerk Simione that pro se litigant Brian Tuttle also submitted a motion without a proposed order that also did

not attach a proposed order and that motion was processed as a motion, why was Petitioner's motion not processed the same. Clerk Simione did not answer. (See Exhibit B - a copy of Petitioner's April 27, 2023 Motion and a copy of Brian Tuttle's April 7, 2023 Motion, Note: Petitioner's proof of service states a Motion was served)[1]

While seeking representation with other Attorneys Petitioner did not have a copy of his Motion with him so he used a service that provides copy of pleadings from the Chancery Court. Petitioner's motion was docketed on May 4, 2023, he attempted to pull a copy and it showed, "document missing." In addition, another Clerk Kecia told Petitioner she re-uploaded his Motion on about June 28, 2023, with the proof of service and Petitioner checked and unless the technical errors with Petitioner's File & Serve account and two others accounts the only document that viewable on the docket is Petitioner's Proof of Service of his Motion. Unless there's technical issues with three other File & Serve Express' Law Firm accounts, Petitioner's Motion is still not public on the docket for this case. It is Petitioner's position this trial court's denial to review Petitioner's Motion as a Motion is in de facto an interlocutory order to open the door to file this interlocutory appeal.

Both of Petitioner's reasons for filing his Motion to V.C. Zurn were denied as the V.C. Zurn rejected Petitioner's Motion as a Motion in addition as of July 14, 2023, Petitioner's Motion is still not viewable from the trial court's docket. Petitioner contacted File and Serve (the Company contracted with the trial court for Attorneys and pro se litigants to file, pull and serve legal documents. Petitioner explained to File and Serve representative Kat the problems

[1] Pursuant to Rule 14 (1)(g)(i)(vi) Petitioner files exhibits.

he had and four others some with law firm accounts and they were all not able to pull the Petitioner's Motion. After several minutes representative Kat confirmed Petitioners Motion is not able to be downloaded and it showed rejected. File & Serve representative Kat stated she never seen this before and stated that she created a, "ticket" to detail the issues and asked Petitioner to contact a trial court's clerk and explain the above with the clerk and asked them to contact File & Serve to correct the issue to prevent future similar problems. File & Serve Express Ticket number is TCK-181513-L9K6C3. Petitioner contacted the trial court and explained the above to Clerk. The Clerk detailed this issue and was told a supervising will contact him. It is suspect for the trail court to keep Petitioner's motion hidden from the docket for months. (See Exhibit C – a copy of the email from Court's reporting agent File & ServeXpress confirming the above)

Vice Chancellor Zurn did not respond to Petitioner's motion and since a ruling will cause irreparable harm Petitioner filed an application for certification of interlocutory order.

On Feb 20, 2023 the plaintiffs filed a request for an TRO. The Brief was filed with Transaction ID 69181648. In that brief, the plaintiff acknowledged used the "irreparable harm argument" successfully to get the Status Quo order granted in the first place. "On a motion for expedited proceedings or a temporary restraining order, a plaintiff must show only a "sufficient possibility of threatened irreparable injury." Rohm & Haas Co. v. Dow Chem. Co., 2009 WL 445612, at *2 (Del. Ch. Feb. 6, 2009) (citation and quotation marks omitted) (addressing a motion to expedite); CBS, 2018 WL 2263385, at (addressing a motion for a temporary restraining order). Here, absent a temporary restraining order and expedition, Plaintiff and the other common stockholders of AMC will be damaged irreparably, with only highly speculative

and hypothetical means of unwinding Defendants' proposed amendments to AMC's Charter and proposed conversion." "Indeed, if the March 14 stockholder vote goes forward and the Proposals are adopted, each existing APE unit will convert into shares of AMC common stock traded publicly on the NYSE— resulting in SIGNIFICANT ECONOMIC HARM to the Company's existing Class A Stockholders. If the Court were to later find that the conversion results from a breach of fiduciary duty or that the Preferred Stock was never properly authorized, it does not appear that there would be any practical means of unwinding that conversion— which, as noted above, would result in significant dilution of the economic and voting rights of AMC's common stockholders as a class. See Police & Fire Ret. Sys. of City of Detroit v. Bernal, 2009 WL 1873144, at *2 (Del.Ch., 2009)" This is exactly what occurred post settlement Class Members lost more than 90% value of their AMC shares.

Merely because the 'parties' have deceitfully concocted a resolution based on fraud and the court has, regrettably, approved a settlement that allows a corporate action based on a foundation of illegal voting fraud – a reality explicitly acknowledged in the court's initial opinion on the proposed settlement (Transaction ID 70454004) and the discovery documents – does not in any way invalidate or miraculously eliminate the underlying justifications that led to the issuance TRO on February 27, 2023. This undeniably implies that the initial decision of the trial court to grant the TRO was rooted in a crystal-clear understanding of the substantive, significant, irreversible and imminent financial damage AMC Common Stockholders will face.

For reasons not immediately apparent, the perplexing decision of the Chancery Court to lift the status quo order and deny a motion (Transaction ID 70620767) to let the status quo intact before a higher court can review an appeal. This decision diverges from the well-founded

conclusions reached during the TRO proceedings, resulting in an apparent contradiction and oversight. This decision renders all Delaware investor protection laws ad absurdum or how an objector eloquently described the situation: "Investor protection should never be compromised for the sake of expediency approving a harmful settlement. I must speak frankly, but if this settlement will be approved, it will render Delaware's investor protection laws as worth less as a piece of toilet paper." (Transaction ID: 70265387)

Consequently, what remains is an unbroken chain of irreparable financial catastrophe for MILLIONS of shareholders all over the world that remains as potent as ever, the sound basis of the initial TRO ruling, and the ongoing relevance of the plaintiffs' assertions from February 20, 2023.

It is Petitioner's concern the residual results of merger with the APE security, along with the subsequent reverse split, and the link between these questionable AMC Tokens and genuine AMC Shares will allow other companies to use this deceitful pal to cause fraudulent dealings in the future, invisible to both federal agencies and regulatory oversight, allowing those responsible to potentially evade accountability.

In less than a week Delaware Supreme Court ignored Petitioner's position where he states, "Delaware's Courts Website states, "the Court's decisions largely turned on application of an ancient trust concept of fiduciary duty. Unlike its extinct English ancestor, the High Court of Chancery of Great Britain, Delaware's Court of Chancery has never become so bound by procedural technicalities and restrictive legal doctrines that it has failed the fundamental purpose of an equity court--to provide relief suited to the circumstances when no adequate

remedy is available at law. The historical roots are deep but the Delaware bloom remains fresh." (See https://r.search.yahoo.com/_ylt=AwrOo7MS_TdlhI4MdSgPxQt.;_ylu=Y29sbwNncTEEcG9zAzEEdnRpZAMyNjA3OUNfMQRzZWMDc3I-/RV=2/RE=1698196883/RO=10/RU=https%3a%2f%2fcourts.delaware.gov%2fchancery%2fhistory.aspx/RK=2/RS=J20dk_wM0EzbWZpVJvSkBH5FDBk-)

In addition under the trial court's guidelines V.C. Zurn had options under "Sept 30, 2023, A party who prevails on a motion at a hearing may be instructed by the court to prepare a proposed order. Alternatively, the court may elect to prepare its own order ..."

(See: https://www.smartrules.com/guides/delaware-proposed-order/)

When considering the aforementioned factors alongside the V.C. Zurn's handling of a comparable Motion (filed by pro se litigant Brian Tuttle under Transaction ID 69818696), a Motion that, much like the petitioners one, lacked a proposed order – it becomes abundantly clear that in an equitable court, like the Delaware Supreme Court should not be confined by mere "procedural technicalities". Rather, it should approach Applicant's Motion in line with its essence – a genuine request for redress considering his Pro Se status.

It is an established principle that the court cannot engage in "cherry picking", nor can it exhibit the inconsistency of treating motions and individuals disparately. The bedrock of our judicial system rests on equal treatment, a principle that courts are ethically and legally bound to uphold written down in the essence of the constitution. Their role is to adjudicate

impartially, extending the same consideration to all parties, regardless of their individual circumstances.

Furthermore, in light of the trial court's hesitation in rendering a decision on whether to deny or approve Applicant's Interlocutory Appeal – a hesitation accentuated by the exceptional elements outlined in this Good Cause statement – the court must weigh these substantial issues holistically. This consideration is essential to safeguard fairness and justice within the totality of the circumstances at hand. (https://courts.delaware.gov/chancery/history.aspx)

Delaware Supreme Court merely denied interlocutory appeal by stating he did not follow court's, "Strict Standards" ignoring the extraordinary circumstances on record.

REVERSABLE LEGAL ERROR

By granting approval of the above state Petition for Writ may allow the lower Courts to reverse legal errors.

Discovery of AMC Tokenization is needed before a settlement is executed as it's Petitioner's experience of searching for, "AMC Tokenization" on the internet anyone will view multiple results from Blockchain Experts that show AMC Tokens were used as false locates to allow someone who is shorting AMC to illegitimately use these tokens to borrower AMC shares and repeat to keep AMC's price down. The record shows this evidence was submitted to Respondent Allegany Attorney, Vice Chancelor Zurn and the Delaware Supreme Court but was ignored. This Court can correct this legal error by granting the above-stated Petition for Writ.

Another legal error is page eight 8, paragraph ten 10 of the trial court V.C. Zurn's order dated August 11, 2023 states,

> "10 Upon the Effective Date, Plaintiffs and each of the other Settlement Class Members, on behalf of themselves and any and all of their respective predecessors, successors, representatives, trustees, executors, administrators, estates, heirs, transferees, and assigns, in their capacities as such only, and any other person or entity purporting to claim through or on behalf of them in such capacity only, by operation of this Order and to the fullest extent permitted by law, shall completely, fully, finally, and forever release, relinquish, settle, and discharge the Released Plaintiffs' Claims as against the Released Defendants' Persons, and shall forever be barred and enjoined from commencing, instigating, or prosecuting any of the Released Plaintiffs' Claims against any of the Released Defendants' Persons."

Pursuant to the Commonwealth of Delaware, through orders of Delaware Chancery Court, has violated Shareholders' rights in every state of this country, residents, right to due process under the Fourteenth Amendment by depriving holders of personal: Federal Securities claims, State claims and even future claims ("seller claims") without consent, consideration, or compensation. See: IN RE AMC ENTERTAINMENT. HOLDINGS, INC. STOCKHOLDER. LITIGATION Consol. C.A. No. 2023-0215-MTZ (August 11,2023). The release of personal claims was granted in a non-opt out settlement over the objections of 3800 shareholders, id, and a Petition with over 6500 signatures from shareholders expressing their wishes to opt out. (D)ue process requires at a minimum that an absent plaintiff be provided with an opportunity to remove himself from the class." Phillips Petroleum Co. v. Shutts, 472 U.S. 797, 812-813 (1985). The August 11th Order of Delaware Chancery Court disregards this bedrock principle anchoring American jurisprudence causing irreparable harm to all Class Members in every state, residents through abuse Article IV, Section 1 of the United States Constitution and the Full Faith and Credit Act. "[A] cause of Action is a species of property." Logan v. Zimmerman Brush Co., 455

U.S. 422, 428 (1982). And if Congress "wishes to significantly Alter * * * the power of the Government over private property," It must "enact exceedingly clear language." U.S. Forest Serv. V. Cowpasture River Pres. Ass'n, 140 S. Ct. 1837, 1849-1850 (2020). No such language exists not federally, not in Delaware and not in every state. (See Appendix B- Copy of Vice Chancelor Morgan T. Zurn Order & Approving Settlement dated August 11, 2023)

To justify the release of Federal and your state claims, the Delaware Chancery Court has no jurisdiction over, the Chancery relied on internal case law from activist Chancellors legislating from the bench In the opinion approving an extremely broad release The Delaware Chancery Court found it only "appears" Delaware Law allows the extinguishing of Federal uncertified personal claims in the absence consent from the holder, or compensation for the claim. See: IN RE AMC ENTERTAINMENT. HOLDINGS, INC. July 21 order at 51 (referencing federal claims as "personal" while citing Activision: "it appears Delaware Law would permit the release of personal claims..") Clearly the Constitution says otherwise. See: Merrill Lynch, Pierce, Fenner & Smith, Inc. v. Dabit, 547 U.S. 71 (2006); See also: 15 U.S.C. § 78j(b); 17 C.F.R. § 240.10b-5; Blue Chip Stamps v. Manor Drug Stores, 421 U.S. 723 (1975). The Vice Chancellor entering the order depriving residents from all states, a right to due process has similarly ignored the Constitution to deprive a gravely ill man (with a prescription) Ivermectin stating "Even the terminally ill do not have a constitutional right to procure and use experimental drugs". See: DeMarco v. Christiana Care Health Servs., 263 A.3d 423 (Del. Ch. 2021).

Ironically, just a day before the Chancery Court order the Supreme Court sua spote granted Certiorari on a similar question of law where the US solicitor argued Delaware's "interpretation of the (bankruptcy) Code would raise serious constitutional questions by extinguishing private

property rights without providing an opportunity for the rights holders to opt in or out of the release." See: Harrington v. Purdue Pharma L.P., (Docket No. 23-124).

This is about attempting to expose what Petitioner sees as a pilot program of the Tokenization of Wall Street then the Tokenization of Real Estate. It started before the settlement by emailing one of the Allegheny's Attorney Tucker asking her to do discovery on the AMC Tokens since AMC Executives did nothing to stop of AMC's name being use from a 3rd party for profit after this Attorney ignored Petitioner's email he called her & asked her to do discovery on AMC Tokenization she refused. Then requested same by filing a Motion to Chancery Court Vice Chancellor Zurn & not only did she ignore Motion which one request for relief is discovery on AMC's Tokenization the Motion was not public on the docket but to date Vice Chancellor Zurn has failed to approve or deny Petitioner's Application for a Certificate of an Interlocutory Order. Every time Vice Chancelor's Zurn's clerk Michelle Simione told Petitioner his Motion is public Petitioner attempted to pull it from File & ServeXpress and nothing was able to be downloaded. He was charged which took months to be reversed.

The above coupled with many blockchain experts stating post reverse split and merged with AMC and APE is executed is being the evidence will be wiped out from the servers then any evidence of illegitimate share and also wipe out evidence of illegitimate tokens as one expert states the data will go, "Poof" this is why in Good Faith Petitioner filed the above stated Petition for Writ of Certiorari.

As Vice Chancellor Zurn accepted Respondents AMC's Attorneys baseless claims of facing imminent bankruptcy if settlement process is not expedited months ago to rush the

litigation process to expedite the bad settlement in question so is America financial system is rushing the central banks digital currency CBDC digital money on their blockchain. Why should CBDC's blockchain be trusted and rushed? Recently a Brazil Blockchain Developer Pedro Magalhaes claimed to have been able to "reverse engineer" the open-source code of Banco Central do Brazil's digital real, revealing functions in the code. The functions included freezing and unfreezing accounts, increasing and decreasing balances, moving currency from one address to another, and creating or burning digital real from a specific address. If this can be done with CBDC then what can done with Tokens if all shares on Wall Street are Tokenized? It is Petitioner's position this is evidence why discovery on AMC Tokenization must be done before this bad settlement is executed so the Class will find out if the same can be done to AMC Tokens and whether they are being used as false locates to create to allow illegitimate tokens to create illegitimate AMC shares.

(Source: https://www.google.com/amp/s/cointelegraph.com/news/brazil-cbdc-pilot-source-code-can-freeze-funds/amp)

An article from Yahoo Finance states the following:

"FTX was positioning itself as a pro-regulation exchange promising a bright future for all, until it collapsed after mismanaging investor funds and fraudulent behavior. Similarly, crypto lender Celsius was brimming with potential until it went insolvent, leaving US$1.3 billion in missing funds. Bad business practices have continuously eroded progress in crypto."..."It's not just the crypto space either. Mainstream organizations such as Goldman Sachs, Blackrock and Siemens are all beginning to look at representing assets on the blockchain. In fact, Larry Fink, CEO of

BlackRock, recently said that tokenization will be "the next generation for markets." There's a real hope that tokenization will mean blockchain technology finally moves into an era of meaningful real-world applications."

You have the opportunity to do the right thing to slow this runaway train down before it's too late and causes irreparable harm by granting Petitioner's above stated Petition for a Writ of Certiorari. (Source: https://finance.yahoo.com/news/tokenization-could-bring-mass-adoption-030300231.html?fr=yhssrp_catchall)

PRIMARY DELAWARE AND FEDERAL LAWS THAT APPLY

Delaware Supreme Court Rule 42(b) sets forth the criteria to apply in determining whether an issue should be certified from the trial court. In considering whether certification is proper, the court must conclude that (1) there is a substantial issue; (2) an established legal right exists; and (3) one or more criteria set forth in the rule.

These general interpretive rules have generated abundant authority, often conflicting, as to whether particular appeals fall within the scope of § 1292(a)(1). With that caveat, Supreme Court and Tenth Circuit cases have held:

- Absent "extraordinary circumstances," § 1292(a)(1) does not apply to orders granting or denying temporary restraining orders (TROs).;

The extraordinary circumstances involved in this case is former FTX Sam Bankman-Fried criminal trial in real time at the execution date this Petition.

ALLEGED RETALLIATION FROM CHANCERY COURT AND DELAWARE SUPREMENT COURT

On or about July 18, 2023, Petitioner contacted Vice Chancelor Zurn's Clerk Simione and asked the status of his Application for Certification of an Interlocutory Order. Clerk Simione stated that Vice Chancellor Zurn and her staff are reviewing his application and will get back to him. It has been over three 3 months and Vice Chancellor Zurn has not ruled on Petitioner's Application for Certification of an Interlocutory Order thus it's Petitioner's position is a violation of Supreme Court Rule 42 and in retaliation for Petitioner's request to start discovery of the creation of AMC Tokenization.

Furthermore, Petitioner contends that there has been an act of retaliation on the part of the Delaware Supreme Court, apparent through the public disclosure of his private address. This revelation, unsettlingly, occurred by utilizing the address from the express delivery envelope, rather than the address clearly indicated in the Interlocutory Appeal. What adds to the disconcerting nature of this situation is the information received from Clerks at the Chancery Court – they emphasized that it is, in fact, against the Court's established policy to scan and disclose the envelope bearing the Petitioner's private address. Such an anomaly raises questions that need to be addressed.

Additionally, the Petitioner brings forth another concerning point – the apparent bias or retaliation, as perceived by him, exhibited by the Supreme Court judges themselves. He highlights that the Supreme Court's statement 'Petitioner states, "AMC Tokenization Scam" seems to have omitted the critical word "Potential" that is unequivocally placed right before "AMC Tokenization". This selective phrasing, whether intentional or not, inadvertently creates a

potential pathway for litigation to be initiated by opposing parties, based on an interpretation that might not accurately represent the Petitioner's original assertion.

It is Petitioner's position Vice Chanerlor's Zurn's and Delaware's Supreme Court's failure to approve Petitioner's Interlocutory Appeal is a textbook violation of his Equal Protection and Due Process Clauses of the Fourteenth Amendment to the United States Constitution. The evidence is clear when Vice Chancellor Zurn processed Pro Se Litigant Brian Tuttle's Motion which did not attach a proposed order as a motion while denying Petitioner's Motion because it did not attach a proposed order.[2]

ALLEGED BREACH OF FIDUCIARY DUTIES

Under Delaware law, the duty of good faith is not clearly defined as its own fiduciary duty or as a part of the duty of loyalty. The duty of good faith can be understood as not engaging in a conscious disregard or an intentional dereliction of duty. Briefly, the duty of good faith in corporate law is comprised of a general baseline conception and specific obligations that instantiate that conception. The baseline conception consists of four elements: subjective honesty, or sincerity; non-violation of generally accepted standards of decency applicable to the conduct of business; non-violation of generally accepted basic corporate norms; and fidelity to office. Among the specific obligations that instantiate the baseline conception are the obligation not to knowingly cause the corporation to disobey the law and the obligation of

[2] In addition Pro Se Litigants Alexander Holland and Ethan Leibovitz also submitted Motions in which the trial court processed as Motions and these Motions also did not attach a proposed order.

candor even in non-self-interested contexts. See Delaware Journal of Corporate Law, Vol. 31, No. 1, p. 1-75, 2005

It is Petitioner's position any reasonable CEO and Board of Directors would not allow a third party to use the Company's name for their own profit and without the Company's authorization. The key to these issues is disclosure as well as obtaining the appropriate approval from other disinterested shareholders and directors, or those who do not have a stake in the transaction. A director should disclose any suspicious transactions and ask others, such as directors and shareholders, for permission to conduct it. The fact that many news reports and criminal and civil cases show former FTX CEO Sam Bankman-Fried admitted that FTX was servicing 400 million AMC tokens back 1:1 with AMC Shares and Respondent CEO and the executives did nothing is an inference they are engaging in a conscious disregard or an intentional dereliction of duty. This begs the question why? Furthermore sets the basis why this Court must grant this writ instructing the Delaware Supreme Court to order the trial court to immediately start discovery on AMC Tokenization from the origination from FTX to BIANNCE and whether Respondent Executive Phillip Lader and his daughter involvement in the creation of UNISWAP AMC Tokens. This discovery must be done before any reverse split or merger is executed as it is Petitioner's position the reverse split and merger will wipe the evidence of illegitimate tokens since the obligations will be off the books and the false locates created by these tokens will no longer be needed for approximately 90% of illegitimate shares/tokens.

The above is corroborated by various media reports which were sent to Plaintiff's Attorneys, Chancery Court and Delaware Supreme Court as evidence back in December 2022, from news.bitcoin.com states:

The Delaware court's treatment of due process issues raises profound concerns, particularly in the combination of denying and ignoring all motions for further investigations around the case, the conscious overlooking of notification shortfalls that excluded approximately 1 million shareholders. Characterizing this as an "imperfect" notification process undermines the constitutional principles that safeguard due process. Notably, both plaintiffs and defendants seek a swift validation of a settlement that stands tainted by allegations of fraud. This haste involves certifying lead plaintiffs with questionable standing before the court, and if unimpeded, threatens to devastate the life savings of thousands of shareholders globally.

Moreover, the court's endorsement of a reverse split merger that hinges on an alleged fraudulent voting process, as acknowledged by the court itself, adds further layers of complexity. The court's reluctance to accommodate the explicit wishes of thousands of shareholders seeking to opt out resonates as an "act of tyranny", a distortion of the constitution, and a subversion of the judicial process – driven by the potentially vast financial interests of unscrupulous actors.

Petitioner cannot say more to underscore the gravity of this situation. It is our collective responsibility to uphold the principles that underpin our legal system, safeguarding both due process and the sanctity of the constitution itself. There should be no confusion here, under the fourteenth amendment of the United States Constitution, release of personal federal claims, the Chancery Court has no jurisdiction to prosecute, and can only be released by consent from the holder. Anything less is a breach of due process embedded in jurisprudence and key legal principles. See: Merrill Lynch, Pierce, Fenner & Smith, Inc. v. Dabit, 547 U.S. 71 (2006); See also:

15 U.S.C. § 78j(b); 17 C.F.R. § 240.10b-5; Blue Chip Stamps v. Manor Drug Stores, 421 U.S. 723 (1975).

Considering these implications, the urgent need for the discovery of the creation of AMC Tokenization becomes abundantly clear. This discovery is essential to prevent an impending situation that could potentially go down in history as one of the most significant financial frauds to United States' Economy The ramifications could extend beyond the immediate case, compromising the integrity of the US financial system and regulatory frameworks in place.

In Lebanon County Employees' Retirement Fund v. AmerisourceBergen Corporation, the Delaware Supreme Court held that "the application for interlocutory review meets the strict standards for certification under Supreme Court Rule 42(b) and should be accepted." The panel agreed that "[t]he Court of Chancery decided substantial issues of material importance" on all three scores: "[T]he scope of the statutory proper-purpose requirement under Section 220, stockholders' burden to demonstrate wrongdoing when seeking books and records for the purpose of investigating mismanagement, and the scope of the Court of Chancery's remedial discretion in a Section 220 action." The panel agreed that interlocutory review "could terminate the litigation" if the court finds "either (i) that the Stockholders had not established their right to inspect the company's books and records or (ii) that the inspection of the Formal Board Materials was sufficient for the Stockholders' purposes." The panel also agreed that interlocutory review may "serve considerations of justice" because "the company's opportunity to obtain meaningful review of the deposition ruling and the determination that the

Petitioner submitted evidence on the record which shows evidence of former FTX CEO Sam Bankman-Fried admitted on servicing AMC Tokens 1:1 with AMC Shares. He further stated that these tokens may have had no value. Then a few days later he was arrested and charged with criminal fraud. Then earlier this year Alameda Research, LTD, sued Sam Bankman-Fried's Fixer. The complaint was submitted to the US Bankruptcy Court in Delaware as an adversary proceeding. It characterizes Daniel Friedberg, the former chief compliance officer at FTX and general counsel of the affiliated crypto hedge fund Alameda Research, as a "fixer" who facilitated the misappropriation of customer funds by Bankman-Fried and other FTX executives.

FTX claims that Friedberg concealed complaints from employees who raised concerns about FTX and Alameda's activities by settling claims for excessive amounts and even engaging law firms that represented whistleblowers to provide legal services for FTX. The specific settlement figures are redacted in the complaint." If Fixer Friedberg was able to pay off Whistleblowers' attorneys who else is he or another fixer willing to payoff to keep the potential AMC Tokenization fraud a secret? See Alameda Research v. FTX Trading FTD, Adversary Proceeding Case No.: 1:22BK110

In AmerisourceBergen Corporation, v. Lebanon County Employees' Retirement Fund et al., No. 60, 2020, the Delaware Supreme Court agreed with the Chancery Court to allow discovery to allow Shareholders to research possible wrongdoing. It is Petitioner's position the same is sought here as the request from the Court to grant Certiorari to allow Class Members to seek discovery of the creation of AMC Tokenization to find out any wrongdoing from Respondents and any other possible bad actors.

Under Canon 2(A) of the Code of Conduct for Judges, states, "[a}n appearance of impropriety occurs when a reasonable minds, with knowledge of all the relevant circumstances disclosed by a reasonable inquiry, would conclude that the judge's honesty, integrity, impartiality, temperament, or fitness to serve as a judge is impaired." Respondent Adam Aron actively contributed funds to the political party campaign of senator Chris Coons and the Democratic Senatorial Campaign Committee. Senator Coons and others voted to for the nomination of Vice Chancelor Zurn. If is Petitioner's position that Vice Chancellor Zurn should have recused herself from overseeing any case on AMC ENTERTAINMENT HODINGS INC. (See Exhibit E – copy of the evidence AMC Respondent CEO Adam Aron donated to Senators that appointed V.C. Zurn as a Vice Chancelor)

As additional evidence to grant this writ on November 2, 2023, former FTX CEO Sam Bankman-Fried was found guilty of 7 counts of fraud.

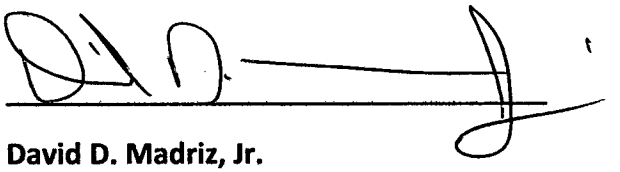
(See: https://www.wsj.com/finance/currencies/verdict-sam-bankman-fried-trial-ftx-guilty-4a54dbfe)

CONCLUSION

The petition for a writ of certiorari should be granted.

Dated: December 26, 2023

Respectfully submitted,



David D. Madriz, Jr.
Petitioner/Pro Se Litigant