

DECLARATION OF D. EDWARD HAYS

I, D. EDWARD HAYS, declare and state as follows:

1. I am an individual over 18 years of age and competent to make this declaration.

2. If called upon to do so, I could and would competently testify as to the facts set forth in this Declaration. The facts set forth below are true of my personal knowledge.

3. I am an attorney at law duly admitted to practice before this Court and all courts of the State of California.

4. I am a partner of the law firm of Marshack Hays Wood LLP, attorneys for Movants and Defendants, TOPDEVZ, LLC and TYLER DAVIS, and maintain offices at 870 Roosevelt, Irvine, California 92620.

5. I make this declaration in support of Defendants' Reply ("Reply") to Plaintiff's Opposition ("Opposition") to Defendants' Motion for an Order Approving The Transfer to The Bankruptcy Court ("Motion").

6. On October 23, 2024, the Chapter 7 Trustee ("Trustee") in Plaintiff's bankruptcy case, known as Case Number 24-00617-CL7 ("Bankruptcy Case") filed a motion to approve Trustee's settlements with the Defendants ("Settlement Approval Motion"), as Dk. No. 124 in the Bankruptcy Case. A true and correct copy of the Settlement Approval Motion, which includes the settlement agreement between the parties is attached hereto as Exhibit 4.

7. On December 10, 2024, the bankruptcy court entered an order granting the Settlement Approval Motion ("Settlement Order"), as Dk. No. 159 in the Bankruptcy Case. A true and correct copy of the Settlement Order is attached hereto as Exhibit 5.

8. On April 2, 2025, the Trustee filed a motion to sell property of the estate which included Plaintiff's defensive appellate rights and Plaintiff's remaining interest in TopDevz ("Motion to Sell"), as Dk. No. 288 in the Bankruptcy Case. A true and correct copy of the Motion to Sell, which includes the purchase agreement between the parties is attached hereto as Exhibit 6.

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1 9. On July 30, 2025, the bankruptcy court entered an order granting the Trustee's
2 Motion to Sell ("Sale Order"), as Dk. No. 543 in the Bankruptcy Case. A true and correct copy of
3 the Sale order is attached hereto as Exhibit 7.

4 I declare that the foregoing is true and correct under the penalty of perjury. Executed January
5 16, 2026.

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7 Dated: January 16, 2026

MARSHACK HAYS WOOD LLP

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9 By: /s/ D. Edward Hays
10 D. EDWARD HAYS
11 ALINA MAMLYUK
12 Attorneys for Movants and Defendants,
13 TYLER BRANDON DAVIS and TOPDEVZ,
14 LLC
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