



**PHILLIP M. CUNNINGHAM**

*A Law Corporation*

November 01, 2022

Mr. Jesse Powell, CEO  
Mr. Dave Ripley, COO  
Payward, Inc.  
237 Kearney Street, Suite 102  
San Francisco, CA 94108

Re: Demand for Return of Property Belonging to VERGE Center for the Arts  
Demand to Cease and Desist Your Wrongful Dispossession of VERGE Property

Dear Mr. Powell and Mr. Ripley:

I am writing to you in my official capacity as counsel for VERGE Center for the Arts, a California not for profit corporation, and as a courtesy to you in recognition of your past involvement with VERGE. It appears you have chosen to retaliate against VERGE in response to your recent removal from the Board of Directors by wrongfully blocking VERGE from access to the email accounts it has used for the past decade or longer, blocking access to its website, slack account, and otherwise interfering with its technology services. You have accomplished this by exercising administrative control over certain domain names, email accounts and other technology services which have been used by VERGE for years and refusing to relinquish control of them despite repeated requests that you do so.

In addition to refusing to relinquish control of the domain names, email accounts, and other services it now appears you are accessing the confidential information contained therein for your own purposes. VERGE believes you have used its old domain to create an internet copy of the VERGE website and then changed that website to reflect that you are still a member of the board of directors. This misinformation is met to deceive the public and is unfair to VERGE. Your misconduct has harmed VERGE. It has been forced to obtain new and different domain names and set up new email accounts, as well as a new website. Even though VERGE has been able to remain in operation despite your interference, it has incurred substantial cost and delay in setting up these work arounds. In addition, your control of VERGE's web page, confidential data and network security systems is likely to result in irreparable harm to VERGE. Since VERGE does not have access to its domain name it cannot make changes to or update its website. Since you retain access to VERGE's emails it cannot guarantee the confidentiality of emails sent or received from its primary email address. All of this adversely affects VERGE's goodwill and reputation.

The business records and email communications associated with VERGE are the personal property of VERGE. As the court noted in the case of *Pneuma Int'l v Cho*, an unpublished opinion cited as 2019 Cal. 1451 River Park Dr., Suite 227, Sacramento, CA 95815

O: 916.446.7941 x4101 F: 916.446.1350 C: 916.712.0353: pmclaw@pacbell.net

App. Unpub. LEXIX 4902, your control of the domain names is like owning a storage locker, with the personal property of VERGE contained within that storage locker and you refuse to give VERGE the key to the locker so it can retrieve its property.

By this letter I am requesting that you immediately give VERGE the key by releasing to VERGE the domain names you control which affect VERGE. In addition, I am requesting that you immediately cease and desist from accessing, downloading, copying, manipulating, reading or reviewing, or in any way using, sharing, deleting or otherwise affecting the contents of the VERGE email accounts, websites, files, records, and technology services.

Please acknowledge your agreement to immediately cease and desist your interference with VERGE's technology services and your agreement to return possession, control, ownership and access to all such technology services to VERGE, in writing, not later than Monday, November 07, 2022.

You may accomplish this by counter signing below and taking the steps to transfer ownership of all VERGE domain name registrations under your control to VERGE Center for the Arts as the new owner of such domain names together with the administrator login information in order to allow its Executive Director to become the Administrator on each account; to disclose the identity of VERGE's email hosting service and provide the administrator login information in order to allow its Executive Director to become the Administrator on each account; to return all of VERGE's electronically-stored information in your possession to VERGE; to cooperate with VERGE to transfer ownership of VERGE domain names, access to its slack account, and transition email hosting services to VERGE; not to access any of VERGE's computer systems in the future, including its domain name registrations, email systems, slack accounts, or any of its other technology services, and to stop rerouting VERGE's old domain name to the new internet the copy of VERGE's website which you created and which shows you as a member of the board of directors of VERGE.

Very truly yours:

Phillip M Cunningham a Law Corporation

Phillip M Cunningham, Attorney for VERGE Center for the Arts

The above terms are agreed to by the undersigned this \_\_\_ day of November 2022.

Payward, Inc.

\_\_\_\_\_  
By: Jesse Powell  
Its: CEO

\_\_\_\_\_  
By: Dave Ripley  
Its: COO  
F7624 cease and desist.powell



**PHILLIP M. CUNNINGHAM**

*A Law Corporation*

November 01, 2022

Mr. Jesse Powell  
2184 Mandeville Canyon Road  
Los Angeles, CA 90049

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Phillip M Cunningham, Attorney for VERGE Center for the Arts

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Jesse Powell

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