

IN THE CHANCERY COURT FOR DAVIDSON COUNTY, TENNESSEE  
AT NASHVILLE

VERGE RECORDS INTERNATIONAL, )  
INC. D/B/A ONERPM )

Plaintiff, )

v. )

CMDSHFT, LLC, a Tennessee Limited )  
Liability Company; RYAN FINDLEY )  
p/k/a SONNY BAMA, an Individual; )  
JARROD COOPER, an Individual )

Defendants. )

Docket No. 19-576-IV

**JURY TRIAL DEMANDED**

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**COMPLAINT**

Plaintiff Verge Records International, Inc. d/b/a ONErpm (“ONErpm”), for its Complaint against Defendants CMDSHFT, LLC (“CS”), Ryan Findley p/k/a Sonny Bama (“Sonny”), and Jarrod Cooper (“Jarrod”), states the following:

**NATURE OF ACTION**

1. This matter arises from (i) CS’s unlawful conduct in procuring the breach of and tortiously interfering with contracts between ONErpm and its clients, as well as (ii) the actions of two former representatives of ONErpm, Sonny Bama, an independent contractor, and Jarrod Cooper, an employee, in connection with defamatory statements regarding ONErpm and breach of the fiduciary duty of loyalty owed ONErpm.

2. Sonny and Jarrod started CS at least as early as September 2018 when they formed CS as a two-member limited liability company in Tennessee on September 7, 2018.

3. At the time, and until November 2018, Jarrod was still employed by ONErpm, and still received and accepted a salary and benefits from ONErpm.

4. Sonny and Jarrod had knowledge of, and, in fact, personally negotiated, many of ONErpm's client contracts, including the one at issue in this matter.

5. On September 8, 2017, ONErpm entered into an Exclusive Master Rights Administration Agreement (the "Agreement") with Dirt Rock Entertainment, LLC ("Dirt Rock").

6. Through its business activities and interactions with ONErpm's clients, CS unlawfully (i) procured the breach of the Agreement and (ii) tortiously interfered with the Agreement, in violation of Tennessee law, which resulted in damages to ONErpm.

7. Further to their improper conduct on behalf of CS, (i) Jarrod has also breached his fiduciary duty of loyalty to ONErpm and (ii) Sonny has defamed ONErpm through the publication of libelous falsities, both of which have damaged ONErpm.

#### **THE PARTIES**

8. ONErpm is a Tennessee corporation with its principal place of business in Davidson County, Tennessee, located at 2005 Russell St., Nashville, TN 37206-2053.

9. CS is a Tennessee Limited Liability Company with its principal place of business in Davidson County, Tennessee, located at 202 Colt Drive, Nashville, TN 37221-1505.

10. Upon information and belief, Ryan Findley p/k/a Sonny Bama is a citizen of the State of Tennessee and resides in Davidson County, Tennessee.

11. Upon information and belief, Jarrod Cooper is a citizen of the State of Tennessee and resides in Davidson County, Tennessee.

#### **JURISDICTION & VENUE**

12. Jurisdiction is proper pursuant to Tenn. Code Ann. § 16-10-102. This Court has jurisdiction over CS, which was created and controlled by residents of the State of Tennessee and which maintains its principal place of business in Davidson County, Tennessee. This Court also

