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IN THE CIRCUIT COURT OF THE STATE OF OREGON
FOR THE COUNTY OF MARION

STATE OF OREGON, by and through
ELLEN F. ROSENBLUM, Attorney General
for the State of Oregon,

Plaintiff,

v.

ALL TERRIER RESCUE HUNTERS
CROSSING, INC., an Oregon public benefit
corporation; RESCUE STRONG, INC., an
Oregon public benefit corporation; RESCUE
STRONG OREGON INC., an Oregon
corporation, SAMANTHA MILLER, JERI
MILLER, ROENA BOEHM, and TORI
HEAD, individually,

Defendants.

Case No. 18CV45701

COMPLAINT

(Breach of Fiduciary Duties; Unjust Enrichment;
Judicial Dissolution; Injunction)

ORS 20.140 - State fees deferred at filing

ELLEN F. ROSENBLUM, Attorney General of the State of Oregon, files this Complaint
as Attorney General and alleges as follows:

JURISDICTION AND APPLICABLE LAW

1.

The Attorney General brings this action in her official capacity pursuant to ORS 65.040,
65.327, 65.661, 128.680, 128.710, 128.735, and the common law related to her duty to oversee
charitable organizations, assets, and fiduciaries. The Oregon Department of Justice, Charitable
Activities Section, (“DOJ”) performs these enforcement and oversight duties on behalf of the
Attorney General.

2.

DOJ can investigate whether a charitable organization is fulfilling its charitable mission,
whether a charitable organization or fiduciary has violated the Charitable Trust and Corporation

1 Act, and whether a charitable organization or fiduciary has violated a duty arising under common
2 law pursuant to ORS 128.680. DOJ can also challenge the validity of a public benefit
3 nonprofit's exercise of corporate authority pursuant to ORS 65.084.

4 3.

5 DOJ can issue orders to obtain documents and testimony in its investigations pursuant to
6 ORS 128.690 and the failure to respond to such an order or to provide information requested by
7 DOJ to ascertain that the organization is properly using charitable assets constitutes violations of
8 the Charitable Trust and Corporation Act pursuant to ORS 128.675.

9 4.

10 Officers and directors of nonprofits are required to act in good faith and with the degree
11 of diligence, care, and skill that an ordinarily prudent person in their position would exercise
12 under similar circumstances pursuant to ORS 65.357, 65.377, and the common law. In addition,
13 these laws require officers and directors to act in the best interests of the nonprofit.

14 5.

15 Nonprofit public benefit corporations must have at least three board directors pursuant to
16 ORS 65.65.307.

17 6.

18 Nonprofit public benefit corporations are required to maintain appropriate corporate
19 records, including board meeting minutes or other records authorizing corporate action and
20 accounting records pursuant to ORS 65.771.

21 7.

22 Nonprofit public benefit corporations are prohibited from distributing any income or
23 profits to officers or directors, other than for services rendered, pursuant to ORS 65.551. Any
24 director who votes for or authorizes an unlawful distribution is personally liable for the amount
25 improperly distributed pursuant to ORS 65.367.

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8.

DOJ may commence an action to remove directors who engage in “fraudulent or dishonest conduct, or gross abuse of authority or discretion, with respect to the corporation” or violate a standard of care set forth in ORS 65.357 – 65.367 if removal is in the best interests of the nonprofit pursuant to ORS 65.327. The court may bar a director from future service on the board pursuant to ORS 65.327.

9.

The court may order a charitable organization or fiduciary to account for charitable assets and impose other injunctive relief pursuant to ORS 128.710.

10.

DOJ can seek to dissolve a public benefit nonprofit if the organization has exceeded or abused its authority, has fraudulently solicited funds or fraudulently used solicited funds, has wasted or misapplied assets, or is no longer able to carry out its mission and if dissolution is in the public interest pursuant to ORS 65.661.

IDENTIFICATION OF PARTIES

11.

Defendant ALL TERRIER RESCUE HUNTERS CROSSING, INC. (“ATR”) is an Oregon nonprofit public benefit corporation subject to DOJ oversight. Its principal place of business is in Columbia County, Oregon.

12.

Defendant RESCUE STRONG, INC. is an Oregon nonprofit public benefit corporation subject to DOJ oversight. Its principal place of business is in Columbia County, Oregon. RESCUE STRONG, INC. was incorporated by defendants in an attempt to end DOJ’s inquiries related to ATR. RESCUE STRONG, INC. is a sham organization and is simply ATR operating under a different name.

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13.

Defendant RESCUE STRONG OREGON INC. is an Oregon for-profit corporation, which was incorporated by defendant TORI HEAD by mistake. TORI HEAD intended to incorporate a nonprofit and subsequently did so, with the assistance of SAMANTHA MILLER, using the name RESCUE STRONG, INC. (collectively "RESCUE STRONG").

14.

Defendant SAMANTHA MILLER is one of the founders of ATR and serves as an officer and director of the organization. She has used an alias, Morgan Beach, to operate RESCUE STRONG in an attempt to avoid oversight by DOJ and other authorities. She resides in Columbia County, Oregon.

15.

Defendant JERI MILLER is one of the founders of ATR and serves as an officer and director of the organization. She operates RESCUE STRONG, is the mother of SAMANTHA MILLER, and resides in Washington County, Oregon.

16.

Defendant ROENA BOEHM is an officer and director of ATR. She operates RESCUE STRONG and resides in Washington County, Oregon.

17.

Defendant TORI HEAD assisted ATR, currently acts as the public face of RESCUE STRONG, and resides in Columbia County, Oregon.

18.

Pursuant to ORS 65.664, venue for this proceeding is in Marion County.

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1 **FACTS COMMON TO ALL CLAIMS**

2 19.

3 ATR, which currently operates as RESCUE STRONG, purports to be a dog rescue
4 charity, but is actually the personal business and/or alter ego of JERI MILLER and
5 SAMANTHA MILLER.

6 20.

7 ATR/RESCUE STRONG obtains dogs primarily from out-of-state animal shelters with
8 high kill rates and “adopts” them out to Oregon residents for a fee. The majority of dogs are
9 housed at SAMANTHA MILLER’S residence in Columbia County, until adopted.

10 21.

11 Since forming ATR in 1999, SAMANTHA MILLER and JERI MILLER have treated
12 ATR as their private enterprise or alter ego. They have comingled ATR’s funds and assets with
13 their personal funds and assets, failed to maintain appropriate accounting and financial records,
14 failed to implement even elementary corporate formalities, refused to respond to requests for
15 information from DOJ, provided false information to regulatory authorities, and refused to
16 comply with licensing laws for animal rescue organizations.

17 22.

18 In 2001, the Internal Revenue Service granted ATR IRC 501(c)(3) tax-exempt status
19 retroactive to its date of incorporation.

20 23.

21 As of January 2018, ATR reported that it had adopted out 38,015 dogs. ATR requires a
22 cash payment of \$160 - \$300 per dog. Based on its published reports of its activities, ATR has
23 generated over \$7,000,000 in revenue since 1999, but has reported a little over \$1 million in
24 revenue in its annual financial reports to DOJ.

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ATR reports that it does not have paid employees and that JERI MILLER or

3

SAMANTHA MILLER do not receive any compensation for their services. However, JERI

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MILLER and SAMANTHA MILLER use ATR funds to pay their living expenses, including

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utilities, car payments, groceries, and other personal expenses and report those expenditures as

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organizational expenses.

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8

In 2006, DOJ conducted an investigation into the operations of ATR. DOJ's findings

9

included the following:

10

a. ATR only had two board members – JERI MILLER and SAMANTHA MILLER – in

11

violation of Oregon law which requires public benefit nonprofits to have a minimum of

12

three directors;

13

b. ATR did not maintain any financial or accounting records;

14

c. SAMANTHA MILLER comingled personal expenses with organizational expenses;

15

d. JERI MILLER and SAMANTHA MILLER used organizational funds to pay for

16

assets that were held in their individual names, such as a house, vehicles, and other

17

property;

18

e. SAMANTHA MILLER did not file personal income tax returns despite receiving

19

financial support from ATR; and

20

f. ATR falsely represented that adoption fees were 100% tax-deductible.

21

26.

22

DOJ referred the matter to the IRS and notified JERI MILLER and SAMANTHA

23

MILLER of the findings and IRS referral. In 2008, the IRS revoked the tax-exempt status of

24

ATR. ATR continued its operations after its tax-exempt status was revoked.

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1 27.

2 In 2013, the IRS issued a letter to ATR indicating that it had 501(c)(3) tax-exempt status
3 as of 1999, without reference to its prior revocation. As of today, ATR is listed as having
4 501(c)(3) status with the IRS. DOJ believes the 2013 letter from the IRS was a mistake, but has
5 been unable to obtain any explanation regarding ATR's tax status.

6 28.

7 Oregon law requires animal rescue organizations keeping 10 animals or more to maintain
8 records for each animal it obtains, to obtain a license to operate from the appropriate county
9 official, to allow inspection of records and make reports, and authorizes law enforcement
10 agencies to conduct inspections of the property pursuant to ORS 609.415, ORS 609.420. All
11 entities and people having custody of pets must also comply with certain care and welfare
12 regulations set forth in OAR 603-015-0025 to 603-015-0065.

13 29.

14 ATR houses the majority of its dogs at SAMANTHA MILLER'S residence in Columbia
15 County. SAMANTHA MILLER regularly houses fifty or more dogs for rescue. In 2009,
16 SAMANTHA MILLER applied for a kennel license with Columbia County. Her application was
17 denied for numerous reasons including:

- 18 (a) her inconsistent and not credible statements regarding ownership of the dogs on the
19 property, including a statement that all 52 dogs were her personal pets;
20 (b) numerous complaints from neighbors regarding noise and odor coming from the
21 property;
22 (c) evidence of violations of the health and welfare standards under OAR 603-015-0040;
23 and
24 (d) violation of zoning laws that do not allow operation of a kennel without a conditional
25 use permit.

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30.

SAMANTHA MILLER appealed the County's decision, which was affirmed without opinion by the Court of Appeals.

31.

Since then, SAMANTHA MILLER has continued to operate a dog rescue entity under the names ATR and/or RESCUE STRONG from her residence in Columbia County without an animal rescue license and in violation of local zoning ordinances.

32.

In 2017, DOJ opened a new investigation into ATR after receiving new complaints and reviewing ATR's annual financial reports. In each year from 2007 to 2017, ATR reported \$0 in program service expenditures, except for 2010 when it reported \$29,366 in such expenditures. Each year during that same period, ATR reported annual revenue between \$73,000 and \$27,000, for a total revenue of \$520,365 for that time period.

33.

Pursuant to ORS 128.680 and ORS 128.690, DOJ issued two Orders to Appear and Produce Documents to ATR. Over the course of several months, ATR provided partial responses to the Orders.

34.

Although ATR provided incomplete responses to the Orders, the information provided demonstrates that all of the problems DOJ found with ATR in 2006 have continued unabated. ATR continues to operate as a personal enterprise and/or alter ego of JERI MILLER and SAMANTHA MILLER as evidenced by the following:

- a. ATR does not have any independent board members or oversight;
- b. although ROENA BOEHRM has served a board director for ATR for the last year or two, she is unable to explain what her duties or role is as a director, acknowledges that no

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1 records have been maintained for board meetings or activities, and knows nothing about
2 the organization's finances;

3 c. JERI MILLER acknowledged that ATR does not maintain any accounting records;

4 d. ATR has continued to require adoptees to pay cash for dogs; and

5 e. JERI MILLER and SAMANTHA MILLER use ATR funds to pay their living
6 expenses, including utilities, groceries, car payments, and other personal expenses;

7 f. JERI MILLER and SAMANTHA MILLER failed to report any compensation from
8 ATR, despite significant personal use of ATR funds; and

9 g. SAMANTHA MILLER failed to file any income tax returns.

10 35.

11 ATR advertised its dogs through Petfinder. Potential adopters have not been allowed or
12 invited to see dogs at ATR's place of business, i.e., SAMANTHA MILLER'S and JERI
13 MILLER'S residences. Potential adopters wishing to see a dog were required to meet an ATR
14 representative at a location selected by ATR, usually a parking lot, and to bring cash. ATR also
15 held regular adoption events at PetSmart, where people could meet and pay for one of their dogs.
16 After inquiries by DOJ, Petfinder and PetSmart ended their relationship with ATR.

17 36.

18 JERI MILLER and SAMANTHA MILLER claim using ATR funds for their living
19 expenses is appropriate because they house dogs for adoptions in both their homes. They
20 acknowledge that the majority of dogs are housed at SAMANTHA MILLER'S residence in
21 Columbia County. However, when DOJ sought to inspect SAMANTHA MILLER'S property to
22 see ATR's operations, they refused to let DOJ see the home asserting it was private, personal
23 space.

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1 37.

2 In response to DOJ demands for documents and a site inspection, JERI MILLER and
3 SAMANTHA MILLER attempted to dissolve ATR and asserted that the organization had no
4 assets to distribute upon dissolution.

5 38.

6 JERI MILLER, SAMANTHA MILLER, and TORI HEAD then formed RESCUE
7 STRONG in an attempt to avoid DOJ oversight and enforcement. RESCUE STRONG is simply
8 ATR operating under a different name. RESCUE STRONG has not filed its registration form
9 with DOJ as required by ORS 128.670 or identified the organization's officers and directors.
10 However, information obtained from third parties indicates that ROENA BOEHM, JERI
11 MILLER, and SAMANTHA MILLER continue to operate ATR under a new name of RESCUE
12 STRONG with the assistance of TORI HEAD.

13 39.

14 In her attempt to incorporate a new entity, TORI HEAD filed registration documents for
15 a for-profit entity, instead of a nonprofit. The for-profit entity is called RESCUE STRONG
16 OREGON INC.. TORI HEAD filed the registration materials with the Oregon Secretary of State
17 on November 30, 2017, and provided false information in her filing.

18 40.

19 In the filing, TORI HEAD stated the registered agent for the entity was Morgan Beach,
20 an alias SAMANTHA MILLER has used in connection with RESCUE STRONG. She also
21 provided a false address for the registered agent. TORI HEAD reported the registered agent's
22 address as 3200 SW 87th Avenue, Portland, Oregon, which is the former location of Vista Pet
23 Hospital. Vista Pet Hospital moved from the location at the end of 2017 and the property remains
24 vacant. Vista Pet Hospital provided services to ATR, and provides services to RESCUE
25 STRONG, but does not know TORI HEAD and no one at the clinic reports meeting Morgan
26 Beach.

1 41.

2 In December, 2017, TORI HEAD and/or SAMANTHA MILLER contacted
3 LegalZoom.com, Inc. in an effort to correct the corporate status of RESCUE STRONG
4 OREGON INC. so that it would be a public benefit nonprofit. LegalZoom.com, Inc. informed
5 TORI HEAD that a new entity would have to be incorporated. Because the name RESCUE
6 STRONG OREGON was already in use, LegalZoom.com, Inc. had to use a different name for
7 the nonprofit and TORI HEAD and/or SAMANTHA MILLER chose RESCUE STRONG, INC.
8 SAMANTHA MILLER paid LegalZoom.com, Inc. for the incorporation of RESCUE STRONG,
9 INC. and communicated with LegalZoom.com, Inc. using the name Morgan Beach.

10 42.

11 TORI HEAD informed LegalZoom.com, Inc. that attorney Geordie Duckler was the
12 organization's registered agent, without the consent or knowledge of Mr. Duckler. Geordie
13 Duckler had represented ATR, SAMANTHA MILLER, JERI MILLER, and ROENA BOEHM
14 in their dealings with DOJ.

15 43.

16 RESCUE STRONG advertises dogs available for adoption through its website:
17 www.rescuestrongoregon.com. RESCUE STRONG does not have 501(c)(3) tax-exempt status.
18 Although RESCUE STRONG does not claim to have 501(c)(3) tax-exempt status on its website,
19 it claims that none of the money "donated" goes to any individual in its network and that
20 everyone involved donates their time and resources. RESCUE STRONG continues its practice
21 of not allowing potential adopters to see the dogs where there are kept, i.e., at the residences of
22 JERI MILLER and SAMANTHA MILLER, and instead arranges to meet them at a designated
23 location and requires the adopters to bring cash. TORI HEAD is the person who brings dogs to
24 potential adopters. Since defendants formed RESCUE STRONG, SAMANTHA MILLER has
25 not met directly with potential adopters.

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1 44.

2 Pursuant to ORS 128.760, DOJ issued an Order to Appear and Produce Documents to
3 TORI HEAD regarding RESCUE STRONG. In its registration with the Oregon Secretary of
4 State, RESCUE STRONG lists TORI HEAD'S home address as its principal place of business.
5 TORI HEAD failed and refused to appear or produce documents. Additionally, Geordie Duckler,
6 the registered agent for RESCUE STRONG, refused to accept service of an Order to Appear and
7 Produce Documents on behalf of RESCUE STRONG, asserting he knew nothing about the
8 organization and was not its registered agent.

9 45.

10 ATR and RESCUE STRONG have made misrepresentations to the public regarding their
11 qualifications to care for dogs and the condition of dogs being adopted, including the following:

- 12 a. that TORI HEAD is a certified veterinary technician, when in fact she was in school to
13 become a veterinary assistant, a position that requires significantly less training and
14 education than a certified veterinary technician;
- 15 b. that SAMANTHA MILLER is a licensed animal behaviorist and practitioner, when in
16 fact she holds no professional licenses or certification; and
- 17 c. advertising dogs as neutered or spayed, vaccinated, and vet-examined when, in fact,
18 dogs have not been altered, were sick with Giardia, had not been fully vaccinated and/or
19 did not have proof of vaccination.

20
21 **FIRST CLAIM FOR RELIEF - BREACH OF FIDUCIARY DUTIES**
22 **(Against Defendants JERI MILLER, SAMANTHA MILLER, ROENA BOEHM, and**
23 **TORI HEAD, hereinafter "Individual Defendants")**

24 46.

25 Plaintiff re-alleges each of the preceding paragraphs as if fully set forth in this claim.

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1 47.

2 The Individual Defendants failed to discharge their duties as officers and/or directors of
3 ATR and RESCUE STRONG with the degree of care, skill, prudence, and undivided loyalty
4 required of them in one or more the following ways:

5 (a) by failing to hold regular board meetings or otherwise exercising any meaningful
6 board oversight of the operations;

7 (b) by failing to maintain any or required financial records or follow any corporate
8 formalities for the organization;

9 (c) by failing to report compensation received by JERI MILLER and SAMANTHA
10 MILLER from the organization;

11 (d) by operating an animal rescue entity without proper licensing and in violation of
12 zoning laws;

13 (e) by refusing to adequately respond to inquiries from DOJ;

14 (f) by engaging in or allowing JERI MILLER and SAMANTHA MILLER to misuse
15 organizational funds;

16 (g) by providing false information to regulatory agencies; and

17 (h) by misrepresenting to donors the all-volunteer nature of the organization, the
18 qualifications of the Individual Defendants, and the condition of dogs being adopted.

19 48.

20 The Individual Defendants should be removed as officers and directors, be made to
21 account for organizational assets, pay damages resulting from any loss and waste of assets, be
22 enjoined from serving as an officer, director or trustee or in any fiduciary capacity for any
23 nonprofit organization and enjoined from conducting any animal rescue business or soliciting
24 charitable donations on behalf of any charitable organization pursuant to ORS 65.327, 65.367,
25 128.710, and the common law.

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49.

Plaintiff is entitled to an award of its attorney fees, costs, and disbursements, including its investigative costs, incurred in this action pursuant to ORS 128.735.

**SECOND CLAIM FOR RELIEF - UNJUST ENRICHMENT
(Against JERI MILLER and SAMANTHA MILLER)**

50.

Plaintiff re-alleges each of the preceding paragraphs as if fully set forth in this claim.

51.

JERI MILLER and SAMANTHA MILLER have operated ATR/RESCUE STRONG for their own personal financial benefit since its inception. They have operated the organization on a cash basis and deliberately chosen not to maintain any accounting records to avoid documentation of their income. They use organizational assets to pay their living expenses and are not otherwise employed and do not report the payments made by ATR/RESCUE STRONG as compensation on financial reports filed with DOJ or the Internal Revenue Service.

52.

The use of organizational assets for their personal living expenses constitutes a misuse of charitable funds. To the extent any payments are for services provided to the organization, they have not been properly reviewed or authorized. Conflict-of-interest transactions must be approved by disinterested board members and cannot be approved by a single director pursuant to ORS 65.361. Payments and/or distributions to or for the benefit of JERI MILLER and SAMANTHA MILLER have not been reviewed or authorized as required by law. Moreover, they have waived any right to compensation by filing tax returns and other filings indicating they have not received compensation and by representing to the public that no one at the organization receives compensation.

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53.

JERI MILLER and SAMANTHA MILLER have been unjustly enriched by payments and financial support taken from ATR/RESCUE STRONG. They should be made to account for any and all payments or financial support received from ATR/RESCUE STRONG. A constructive trust should be imposed on any property or assets JERI MILLER and SAMANTHA MILLER obtained using the organization’s assets and the court should order they be returned to the organization.

54.

Plaintiff is entitled to an award of its attorney fees, costs, and disbursements, including its investigative costs, incurred in this action pursuant to ORS 128.735.

THIRD CLAIM FOR RELIEF – DISSOLUTION
(Against ALL TERRIER RESCUE HUNTERS CROSSING, INC., RESCUE STRONG OREGON INC. and RESCUE STRONG, INC., hereinafter “Corporate Defendants”)

55.

Plaintiff re-alleges each of the preceding paragraphs as if fully set forth in this claim.

56.

Under ORS 65.661, Plaintiff may bring an action to dissolve a nonprofit corporation if it “obtained its articles of incorporation through fraud; the corporation has exceeded or abused the authority conferred upon it by law; the corporation has fraudulently solicited money or has fraudulently used the money solicited; the corporation is a public benefit corporation and the corporate assets are being misapplied or wasted; or the corporation is a public benefit corporation and is no longer able to carry out its purposes.”

57.

Under ORS 60.661, Plaintiff may bring an action to dissolve a for-profit corporation if “the corporation obtained its articles of incorporation through fraud; or the corporation has continued to exceed or abuse the authority conferred upon it by law.”

1 58.

2 ATR should be judicially dissolved because it is no longer able to carry out its purposes.
3 ATR must be licensed as a rescue animal organization and its application for a license has been
4 rejected. ATR has not had a full, functioning board and has not maintained any corporate or
5 accounting records to manage or safeguard its operations or assets.

6 59.

7 ATR should be judicially dissolved because its assets are being misapplied or wasted in
8 that its assets are being used for the personal benefit of JERI MILLER and SAMANTHA
9 MILLER.

10 60.

11 ATR should be judicially dissolved because it has abused its authority by operating an
12 animal rescue operation in violation of licensing and zoning laws, by failing to have a full,
13 functioning board of directors, by distributing its assets to individuals for their personal benefit,
14 by failing to report compensation paid to directors, by filing false informational tax returns and
15 financial reports regarding its assets, by making misrepresentations to the public regarding the
16 organization's operations, and by failing to respond fully to Plaintiff's investigative inquiries.

17 61.

18 RESCUE STRONG OREGON INC. is an Oregon for-profit corporation that obtained its
19 articles of incorporation through fraud. The entity was formed when TORI HEAD filed
20 incorporation materials with the Oregon Secretary of State which contained false information.
21 TORI HEAD provided a fake name, Morgan Beach, as its registered agent. Morgan Beach is a
22 name SAMANTHA MILLER has used in connection with RESCUE STRONG operations and in
23 an effort to avoid DOJ oversight. TORI HEAD provided the false address for the registered agent
24 and refused to comply with an Order issued by DOJ for information regarding the entity.

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1 62.

2 RESCUE STRONG, INC. is an Oregon public benefit corporation formed by
3 LegalZoom.com, Inc. at the request of TORI HEAD and SAMANTHA MILLER and is a sham
4 organization. It is simply ATR operating under a different name. RESCUE STRONG, INC. does
5 not have a registered agent and continues to abuse its authority by operating an animal rescue
6 operation in violation of licensing and zoning laws, by failing to have a full, functioning board,
7 by distributing its assets to individuals for their personal benefit, by failing to report
8 compensation paid to directors, by failing to register with DOJ as required by ORS 128.660, by
9 making misrepresentations to the public regarding its operations, and by failing to comply with
10 an Order issued by DOJ.

11 63.

12 The Corporate Defendants should be dissolved and all remaining assets applied to
13 provide care for neglected, abused, or abandoned dogs. Given their extensive breaches of
14 fiduciary duties and self-dealing, the Individual Defendants should not be treated as creditors in
15 the dissolution of the Corporate Defendants.

16 64.

17 Plaintiff is entitled to an award of its attorney fees, costs, and disbursements, including its
18 investigative costs, incurred in this action pursuant to ORS 128.735.

19
20 **FOURTH CLAIM FOR RELIEF – INJUNCTION**
21 **(Against Corporate Defendants)**

22 65.

23 Plaintiff re-alleges each of the preceding paragraphs as if fully set forth in this claim.

24 66.

25 Pursuant to ORS 65.664 and 65.084, Plaintiff seeks an injunction pending dissolution, to
26 restrain the corporations and their directors from conducting any unauthorized activities and
from exercising any corporate powers, including collecting or receiving any debt or other

1 property of the corporations and from paying out or otherwise transferring or delivering any
2 property of the corporations, except by permission of the court. Given the defendants long-
3 standing and willful disregard for laws and regulations regarding charitable entities and animal
4 rescue operations, court supervision is necessary to ensure that charitable assets are appropriately
5 marshalled and distributed.

6 67.

7 Plaintiff is entitled to an award of its attorney fees, costs, and disbursements, including its
8 investigative costs, incurred in this action pursuant to ORS 128.735.

9
10 **PRAYER FOR RELIEF**

11 WHEREFORE, Plaintiff prays for a General Judgment as follows:

12 1. On its FIRST CLAIM FOR RELIEF (Breach of Fiduciary Duties):

- 13 a. Against the Individual Defendants for damages in the amount of losses suffered
14 by the Corporate Defendants as a result of the Individual Defendants' breaches of
15 fiduciary duty;
- 16 b. Enjoining the Individual Defendants from acting as officers, directors, trustees,
17 fiduciaries, key employees, or managers, whether compensated or volunteer, of
18 any charitable organization and from handling any money or financial matters for
19 any charitable organization in the future;
- 20 c. Enjoining the Individual Defendants from conducting any animal rescue
21 enterprise in the future;
- 22 d. Enjoining the Individual Defendants from soliciting charitable donations on
23 behalf of any charitable organization;
- 24 e. Awarding Plaintiff attorney fees against the Individual Defendants;
- 25 f. Awarding Plaintiff reasonable costs and disbursements against the Individual
26 Defendants; and

- 1 g. Such other equitable relief as the Court deems appropriate and just.
- 2 2. On its SECOND CLAIM FOR RELIEF (Unjust Enrichment):
- 3 a. Imposing a constructive charitable trust on the property that Defendant Jeri Miller
- 4 and Samantha Miller obtained using the Corporate Defendants' assets;
- 5 b. Ordering Defendant Jeri Miller and Samantha Miller to return to the Corporate
- 6 Defendants all real or personal property purchased with the Corporate
- 7 Defendants' corporate assets;
- 8 c. Awarding Plaintiff attorney fees against Defendants Jeri Miller and Samantha
- 9 Miller;
- 10 d. Awarding Plaintiff reasonable costs and disbursements against Defendants Jeri
- 11 Miller and Samantha Miller; and
- 12 e. Such other equitable relief as the Court deems appropriate and just.
- 13 3. On its THIRD CLAIM FOR RELIEF (Dissolution):
- 14 a. Dissolving the Corporate Defendants;
- 15 b. Ordering that the corporate Defendants refrain from treating the Individual
- 16 Defendants as creditors at dissolution;
- 17 c. Awarding Plaintiff attorney fees;
- 18 d. Awarding Plaintiff reasonable costs and disbursements; and
- 19 e. Such other equitable relief as the Court deems appropriate and just.
- 20 4. On its FOURTH CLAIM FOR RELIEF (Injunction):
- 21 a. Enjoining the Corporate Defendants and its officers and directors from conducting
- 22 any unauthorized activities and from exercising any corporate powers, including
- 23 collecting or receiving any debt or other property of the corporation, paying out or
- 24 otherwise transferring or delivering any property of the corporation, except as
- 25 permitted by the court;
- 26 b. Awarding Plaintiff attorney fees against the Corporate Defendants;

- 1 c. Awarding Plaintiff reasonable costs and disbursements against the Corporate
2 Defendants; and
3 d. Such other equitable relief as the Court deems appropriate and just.
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5 DATED this 11th day of October 2018.

6 Respectfully submitted,

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8 ELLEN F. ROSENBLUM
Attorney General

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