

DISTRICT COURT, CITY AND COUNTY OF DENVER, COLORADO 1437 Bannock Street Denver, Colorado 80202	DATE FILED May 13, 2025 9:53 AM FILING ID: 2B63B64487B1A CASE NUMBER: 2025CV31727
STATE OF COLORADO, <i>ex rel.</i> PHILIP J. WEISER, ATTORNEY GENERAL Plaintiff, v. THYSSENKRUPP MATERIALS LLC Defendant.	▲ COURT USE ONLY ▲
PHILIP J. WEISER, Attorney General LAUREN DICKEY, 45773* First Assistant Attorney General ELIZABETH ATKINSON, 42811* SOLEIL BALL VAN ZEE, 59644* Assistant Attorneys General Ralph L. Carr Judicial Center 1300 Broadway, 9th Floor Denver, CO 80203 Telephone: (720) 508-6216 FAX: (720) 508-6040 *Counsel of Record	Case No. Div.:
<p style="text-align: center;">COMPLAINT FOR JUDICIAL DISSOLUTION OF A LIMITED LIABILITY COMPANY, THYSSENKRUPP MATERIALS LLC</p>	

Plaintiff Philip J. Weiser, Attorney General for the State of Colorado, in his official law enforcement capacity, alleges as follows:

INTRODUCTION

1. This is an action for judicial dissolution brought by the Attorney General for the State of Colorado, Philip J. Weiser, pursuant to the Colorado Limited Liability Company Act, Colo. Rev. Stat. sections 7-80-810 through 813, to

dissolve the fraudulently formed and operated business entity “ThyssenKrupp Materials LLC”.

2. ThyssenKrupp Materials LLC (the “fraudulent ThyssenKrupp” or “Defendant”) fraudulently filed its articles of organization with the Colorado Secretary of State by using a residential home address not connected to the company as the company’s principal office address and registered agent address.

3. On information and belief, the fraudulent ThyssenKrupp used this address in its filings with the Colorado Secretary of State because the property at this address was listed for sale in December 2022; using the addresses of for-sale properties is a common tactic among individuals who register fraudulent entities.

4. Defendant then used the similarity of its name (“ThyssenKrupp Materials LLC”) to a legitimate business (“thyssenkrupp Materials, LLC”) to attempt to unlawfully cash a check from the legitimate thyssenkrupp Materials, LLC’s vendor. The only differences between the names of the fraudulent ThyssenKrupp and the legitimate thyssenkrupp are that the fraudulent ThyssenKrupp: (1) capitalized the “t” in thyssenkrupp; (2) capitalized the “k” in thyssenkrupp; and (3) omitted the comma after the word “Materials” in “thyssenkrupp Materials, LLC”.

5. The fraudulent ThyssenKrupp has no relationship with the legitimate thyssenkrupp Materials, LLC, its parent company thyssenkrupp Materials NA, Inc. (collectively the “legitimate thyssenkrupp”), or their vendors.

6. As set forth above and below, the fraudulent ThyssenKrupp both obtained its articles of organization through fraud and abused the authority conferred upon it by law. The Attorney General asks this Court to judicially dissolve the fraudulent ThyssenKrupp.

PARTIES

7. Plaintiff Philip J. Weiser is the duly elected Attorney General of the State of Colorado and is authorized under Colo. Rev. Stat. section 7-80-810(1) to initiate proceedings to dissolve fraudulently established limited liability companies (“LLCs”).

8. Defendant ThyssenKrupp Materials LLC, the fraudulent ThyssenKrupp, is currently registered with the Colorado Secretary of State. This entity lists its principal office address and registered agent address as 1032 W 8th Avenue, Denver, Colorado 80204 (“8th Avenue Address”).

9. The fraudulent ThyssenKrupp was formed on December 5, 2022. In its articles of organization, the fraudulent ThyssenKrupp listed “Jeremy Vasquez” as its registered agent. It listed the 8th Avenue Address as its principal office street address, principal office mailing address, registered agent street address, and registered agent mailing address. But there is no such company or registered agent located at the 8th Avenue Address.

JURISDICTION AND VENUE

10. Pursuant to Colo. Rev. Stat. sections 7-80-810(1)(a) and (b), this Court has jurisdiction to dissolve a Colorado LLC if the Attorney General establishes that the LLC obtained its articles of organization through fraud or that the LLC has exceeded or abused the authority conferred upon it by law.

11. Venue is proper in Denver District Court. Under Colo. Rev. Stat. section 7-80-811(1), “[a] judicial proceeding by the attorney general to dissolve a limited liability company shall be brought in the district court for the county in this state in which the street address of the limited liability company’s principal office or the street address of its registered agent is located[.]” Here, the Defendant lists the 8th Avenue Address, located in Denver County, as both its principal office address and as the address of its registered agent.¹

RELEVANT TIMES

12. The conduct that gives rise to the claims in this Complaint began in December 2022 and continues through the present.

STATUTORY BACKGROUND

13. The Colorado Limited Liability Companies Act (“the Act”) sets forth the procedure for judicial dissolution of an LLC. *See* C.R.S. §§ 7-80-810 – 813.

14. The Act provides that an LLC may be dissolved in a proceeding by the Attorney General if it is established that the LLC obtained its articles of

¹ Venue is also proper in Denver District Court under Colo. Rev. Stat. section 7-80-811(1). Defendant ThyssenKrupp Materials LLC fraudulently used the 8th Avenue Address which is a private residence with no apparent connection to the Defendant. *See* Colo. Rev. Stat. § 7-80-811(1) (stating that, “if the limited liability company has no principal address in this state and no registered agent,” the Attorney General may bring the dissolution action in the district court for the city and county of Denver).

organization through fraud or if the LLC has continued to exceed or abuse the authority conferred upon it by law. *See* C.R.S. § 7-80-810(1)(a) and (b).

15. In such a proceeding, the Court may, after a hearing, determine that “one or more grounds exist for judicial dissolution under Colo. Rev. Stat. section 7-80-810” and enter a decree dissolving the LLC. C.R.S. § 7-80-813(1).

16. The Clerk of the Court shall then deliver a certified copy of the decree to the Secretary of State for filing. *See id.*

17. After the Court enters the decree, “the court shall direct the winding up and liquidation of the [LLC’s] business and affairs in accordance with [Colo. Rev. Stat.] section 7-80-803 and the giving of notice to claimants in accordance with sections 7-90-911 and 7-90-912.” C.R.S. § 7-80-813(2).

GENERAL ALLEGATIONS

18. The fraudulent ThyssenKrupp was organized with the Colorado Secretary of State on December 5, 2022, by an individual named “Jermei Vasquez.” The articles of organization identified the 8th Avenue Address as the fraudulent ThyssenKrupp’s principal office address and as the location of its purported registered agent (Mr. Vasquez himself).

19. At the time the fraudulent ThyssenKrupp was organized, the 8th Avenue Address was for sale and appears to have been unoccupied. *See generally* Exhibit A, Harrington-Schreiber Declaration; Exhibit B, Hoffmann Declaration; Exhibit C, Halladay Declaration. Property records show the 8th Avenue Address was owned at that time by “Silvana Reis.” Exhibit C, Halladay Declaration.

20. Jeremy Vasquez did not own the 8th Avenue Address, and no evidence suggests that he otherwise resided or transacted business there. Nonetheless, Mr. Vasquez used the 8th Avenue Address to register the fraudulent ThyssenKrupp with the Colorado Secretary of State. Exhibit C, Halladay Declaration.

21. The 8th Avenue Address has been owned and occupied by Austin Hoffmann since late January 2023. Exhibit B, Hoffmann Declaration. Until approached by counsel for the legitimate thyssenkrupp, Mr. Hoffmann did not know of Mr. Vasquez or that Mr. Vasquez had listed the 8th Avenue Address as the location of the fraudulent ThyssenKrupp’s principal office and registered agent. Exhibit B, Hoffmann Declaration. Nor did Mr. Hoffmann consent to Defendant’s use of the 8th Avenue Address in its business filings. *See generally* Exhibit B, Hoffmann Declaration.

22. There is no evidence that Mr. Vasquez ever owned the 8th Avenue Address, including before Mr. Hoffman purchased this property. Exhibit B, Hoffmann Declaration; Exhibit C, Halladay Declaration. Nor is there evidence that Mr. Vasquez otherwise resided at the 8th Avenue Address or had permission to use this address in his business filings.

23. Thus, on information and belief, Mr. Vasquez did not have permission to list or use the 8th Avenue Address as the principal office address or registered agent address for the fraudulent ThyssenKrupp. Exhibit B, Hoffmann Declaration.

24. Yet, in the span of three weeks from November 14, 2022, to December 7, 2022, Mr. Vasquez served as the registered agent for five entities, all organized with the Colorado Secretary of State at the 8th Avenue Address. Exhibit A, Harrington-Schrieber Declaration.

25. The legitimate thyssenkrupp is a distinct business entity from Defendant ThyssenKrupp Materials LLC. See Exhibit D, Dowd Declaration; Exhibit E, Williams Declaration.

26. The legitimate thyssenkrupp is a subsidiary of thyssenkrupp North America, LLC, formed in Michigan almost two decades ago. Exhibit E, Williams Declaration.

27. Within days of forming the fraudulent ThyssenKrupp, Mr. Vasquez opened a bank account with PB&T Bank in Pueblo, Colorado in the name of the fraudulent ThyssenKrupp. Exhibit E, Williams Declaration.

28. Mr. Vasquez then, through an ATM transaction, attempted to deposit a check issued to the *legitimate* thyssenkrupp into the fraudulent ThyssenKrupp's bank account. That check was issued to the legitimate thyssenkrupp from SAI Advanced Power Solutions, Inc ("SAI"). SAI is a vendor of the legitimate thyssenkrupp. Exhibit E, Williams Declaration.

29. On December 13, 2022, SAI contacted the legitimate thyssenkrupp regarding the check, alerting the legitimate thyssenkrupp that the check had been illegally diverted and that Mr. Vasquez had attempted to deposit the check into the fraudulent ThyssenKrupp's bank account. Exhibit E, Williams Declaration.

30. The Colorado Bureau of Investigation ("CBI") investigated the attempted theft, including Defendant's fraudulent business registration and the attempted improper cashing of the legitimate thyssenkrupp's check. CBI is aware of a trend of bad actors who commit mail theft by incorporating a business under a name similar to that of a legitimate entity to steal and deposit checks. CBI

established that the fraudulent ThyssenKrupp's actions fit this pattern. Exhibit D, Dowd Declaration.

31. Mr. Vasquez also served as the registered agent in late 2022 for at least one other entity in Colorado whose name is extremely similar to a legitimate business entity. *See* Exhibit A, Harrington-Schreiber Declaration (The entity "McDermott Will and Emery LLP" was organized with the Colorado Secretary of State at the 8th Avenue Address on November 14, 2022.).

32. The legitimate thyssenkrupp had never heard of the fraudulent ThyssenKrupp or its registered agent, Mr. Vasquez. The legitimate thyssenkrupp had no awareness of the fraudulent ThyssenKrupp prior to Mr. Vasquez's attempt to deposit a check from SAI. Mr. Vasquez is not an authorized agent or employee of the legitimate thyssenkrupp. Mr. Vasquez is not and has never been affiliated with the legitimate thyssenkrupp, its parent company, or its subsidiaries. Exhibit E, Williams Declaration; Exhibit D, Dowd Declaration.

33. Mr. Vasquez thus fraudulently organized the fraudulent ThyssenKrupp in Colorado by falsely listing the 8th Avenue Address—the address of a private Colorado resident with no relationship to this entity—as the fraudulent ThyssenKrupp's principal office address and registered agent address.

34. Upon information and belief, he did so for the sole purpose of attempting to steal a check from the legitimate thyssenkrupp. Since the attempted theft, there is no evidence that the fraudulent ThyssenKrupp has engaged in any other business activities and it has since become delinquent.

35. The fraudulent ThyssenKrupp was thus fraudulently organized with the Colorado Secretary of State through use of an unauthorized address and subsequently abused the authority conferred on it by law.

CLAIM FOR RELIEF

Judicial Dissolution Due to Obtaining Articles of
Organization Through Fraud and Abusing the
Authority Conferred Upon It By Law
Colo. Rev. Stat. §§ 7-80-810 & 7-80-813

36. Plaintiff incorporates by reference the allegations contained in Paragraphs 1 through 35 of this Complaint.

37. Through the above-described conduct, Defendant obtained its articles of organization through fraud and abused the authority conferred upon it by law.

38. Specifically, Defendant, the fraudulent ThyssenKrupp, was organized using the 8th Avenue Address as its principal office address and registered agent address, when in fact Defendant had no association with that address.

39. The individual who filed Defendant's organization papers, Jeremy Vasquez, then used the similarity of Defendant's business name to a legitimate entity to intercept and attempt to cash a check from a vendor directed to the legitimate entity. Upon information and belief, Mr. Vasquez formed the fraudulent ThyssenKrupp for this very purpose. The legitimate thyssenkrupp had no knowledge of, or association with, the fraudulent ThyssenKrupp.

40. The continued existence of Defendant in Colorado allows for the possibility of this exact scheme to be replicated with other vendors of the legitimate thyssenkrupp. CBI has assessed that the scheme run by Mr. Vasquez and the fraudulent ThyssenKrupp is consistent with patterns of mail theft and fraud.

41. Because Defendant obtained its articles of organization through fraud and abused the authority conferred upon it by law, the Attorney General requests that this Court enter a decree dissolving ThyssenKrupp Materials LLC, pursuant to Colo. Rev. Stat. sections 7-80-810(1)(a), 7-80-810(1)(b), and 7-80-813(1).

RELIEF REQUESTED

WHEREFORE, Plaintiff requests the following relief:

A. Pursuant to Colo. Rev. Stat. sections 7-80-810(1)(a), 7-80-810(1)(b), and 7-80-813(1), an Order entering a decree that dissolves ThyssenKrupp Materials LLC.

B. Pursuant to Colo. Rev. Stat. section 7-80-813(2), an Order directing: (1) the winding up and liquidation of business and affairs in accordance with Colo. Rev. Stat. section 7-80-803 for ThyssenKrupp Materials LLC; and (2) the giving of notice to claimants in accordance with Colo. Rev. Stat. sections 7-90-911 and 7-90-912.

Dated this 13th day of May, 2025.

PHILIP J. WEISER
Attorney General

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