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13 Attorneys for G.R. Dawson Holdings, Ltd.

14 **IN THE SECOND JUDICIAL DISTRICT COURT OF THE STATE OF NEVADA**

15 **IN AND FOR THE COUNTY OF WASHOE**

16 G.R. DAWSON HOLDINGS, LTD., a BC  
17 Corporation,

Case No.: CV18-01442

18 Plaintiff,

Dept. No.: 15

19 vs.

20 GRYPHON GOLD CORPORATION,  
21 and Does 1-5,

22 Defendants.

23 **ORDER APPOINTING CUSTODIAN FOR GRYPHON GOLD CORPORATION**

24 This matter came on for consideration by the Court in chambers on July 18,  
25 2018, following the filing of the Application for Appointment of a Custodian and  
26 Request for Action on Shortened Time on July 13, 2018, and the Affidavits filed in  
27 support thereof. This Court considered the Application and the Affidavits in support of  
28 the Application. Good cause appearing,

1 The Court makes the following findings:

2 A. The Court finds that good cause exists for the appointment of a  
3 custodian to act on behalf of Gryphon Gold Corporation (hereafter "Gryphon") that is  
4 currently in revoked status with the Nevada Secretary of State.

5 B. Applicant G.R. Dawson Holdings, Ltd. (hereafter "Dawson") has standing  
6 to request the appointment of a custodian for Gryphon pursuant to NRS § 78.347, as  
7 Dawson is a stockholder in Gryphon and has demonstrated that Gryphon has  
8 "abandoned its business and has failed within a reasonable time to take steps to  
9 dissolve, liquidate or distribute its assets" in accordance with Chapter 78.

10 C. The appointment of a custodian is necessary, on shortened time, to  
11 protect the assets of Gryphon by way of permitting the appointed custodian to seek  
12 appropriate injunctive relief by separate application/motion. Absent the appointment of  
13 a custodian for Gryphon, stockholders such as Dawson stand to lose the ability to  
14 protect, preserve and pursue assets Dawson alleges have been misappropriated from  
15 Gryphon.

16 D. There appear to be no existing directors or officers of Gryphon, and thus  
17 there are no specific persons to whom additional "notice" should be delivered prior to  
18 the appointment of a custodian in this case.

19 E. Murray Bockhold has expressed willingness to serve as custodian for  
20 Gryphon and the Court finds that Mr. Bockhold is a qualified and responsible person  
21 who may serve in such capacity.

22 F. There is a reasonable ground to expect that the appointment of Mr.  
23 Bockhold will produce results that will potentially benefit the stockholders of Gryphon.

24 NOW, THEREFORE, IT IS HEREBY ORDERED

25 1. Murray Bockhold is hereby appointed to be the custodian for Gryphon  
26 Gold Corporation, with all rights and responsibilities accorded to custodians under  
27 NRS § 78.347. This includes and is not limited to:

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1 (a) the right to institute suits in law or equity for the recovery of any estate,  
2 property, or damages accruing to Gryphon;

3 (b) use his discretion to settle with any debtor, creditor or other party related  
4 to Gryphon, with persons having or claiming to have possession of property of  
5 Gryphon, upon such terms and in such manner as he shall deem just and beneficial to  
6 Gryphon; and

7 (c) generally to take such actions including the filing of lawsuits, claims,  
8 demands, or the filing or re-opening of bankruptcy on behalf of Gryphon if such should  
9 appear justified in his discretion given his familiarity with that process.

10 2. No bond is required for this appointment.

11 3. Pending further order of this Court, neither Gryphon, nor its officers,  
12 directors, or employees (if any be found at any time), nor its shareholders, managers,  
13 members and each of its respective partners, principals, directors, agents, servants,  
14 and employees, and all persons or entities acting under or in concert with it, or for it,  
15 and all other persons with actual or constructive knowledge of this Order, and each of  
16 them, shall:

17 a. Commit or permit any waste on or to any property of Gryphon or  
18 any part thereof, or suffer or commit or permit any act on or to the property or any part  
19 thereof in violation of law, or remove, transfer, encumber or otherwise dispose of any  
20 property or the fixtures thereon, or the property or any part thereof;

21 b. Directly or indirectly interfere in any manner with the discharge of  
22 the custodian's duties under this Order or the custodian's preservation of any property  
23 or litigation, and shall not interfere with the custodian in any way connected with the  
24 custodian's contemplated litigation in pursuit of Gryphon's property;

25 c. Interfere with the custodian's right to immediate possession of all  
26 books, records and accounts of Gryphon, and shall turn over all such, wherever held,  
27 to the custodian in furtherance of his duties;

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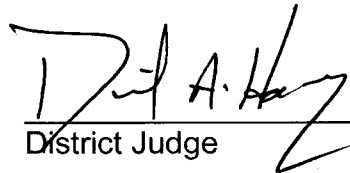
1 d. Demand collection, receive, or in any way divert or use of the  
2 mail, income, royalties, rents, issues, profits, accounts receivable or other income from  
3 any property which belongs to Gryphon or in which/of which Gryphon may have an  
4 interest in;

5 e. Expend, disburse, transfer, assign, sell, convey, devise, pledge,  
6 mortgage, create a security interest in, encumber, conceal or in any manner  
7 whatsoever deal in or dispose of the whole or any part of the property of Gryphon, or  
8 Gryphon's books and records, without prior court order; or

9 f. Do any act which will, or which will tend to, impair, defeat, divert,  
10 prevent or prejudice the preservation or pursuit of the property, Gryphon's books and  
11 records, or the shareholders' interest in the property.

12 4. The custodian shall set a status conference within 20 court days of the  
13 entry of this order to notify the Court of the matter's progress, and shall notify Applicant  
14 of such status conference.

15 DATED this 16 day of July, 2018.

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19 District Judge  
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