

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS

_____)	Chapter 11 Cases
In re)	
TELEXFREE, LLC)	14-40987-MSH
TELEXFREE, INC. and)	14-40988-MSH
TELEXFREE FINANCIAL, INC.)	14-40989-MSH
)	
Debtors.)	Jointly Administered
_____)	
STEPHEN B. DARR,)	
CHAPTER 11 TRUSTEE OF)	
EACH OF THE DEBTORS,)	Adversary Proceeding
)	No. 16-04034
Plaintiff,)	
)	
v.)	
)	
Opt3 Solutions, Inc, and Jay Borrromei.)	
)	
Defendants.)	
)	
_____)	

**MOTION OF JAGER SMITH P.C. TO WITHDRAW AS COUNSEL
FOR OPT3 SOLUTIONS, INC. and JAY BORROMEI**

[UNOPPOSED]

Jager Smith P.C. (the “Firm”) counsel for defendants Opt3 Solutions, Inc. (“Opt3”) and Jay Borrromei (Borrromei) in this adversary proceeding¹ hereby moves for an order of this Court granting the Firm and its attorneys that have limited appearances in this proceeding leave to

¹ The Firm and its attorneys only entered limited appearances in this adversary proceeding solely with respect to filing motions seeking an extension of the time to answer to allow for settlement discussions and is filing this motion to withdraw out of an abundance of caution.



withdraw as counsel to Opt3 and Borrromei pursuant to Rule 9010-3 of the Local Rules of the United States Bankruptcy Court for the District of Massachusetts.

In support of this motion, the Firm respectfully states as follows:

1. The undersigned represents that Opt3 and Borrromei consent to the withdrawal.
2. The Firm has represented Opt3 and Borrromei in this proceeding on a limited basis solely with respect to filing motions seeking an extension of the time to answer and Borrromei used the time to file his chapter 7 in California, 16-bk-13847 -MW (C.D. Cal).
3. On September 20, 2016 the Firm filed a Suggestion of Bankruptcy on behalf of Jay Borrromei, the shareholder of Opt3.
4. The Firm has advised Opt3 and Borrromei that the Firm ceased practicing law on December 31, 2016.
5. On December 9, 2016, I wrote to Opt3 and its principal Jay Borrromei informing them that I would like a conflict waiver so that I might join Murphy & King as OF Counsel and in that letter, again confirmed that our representation of Borrromei and Opt3 had terminated on September 20, 2016. Borrromei signed both individually and on behalf of Opt3 and agreed to and accepted the terms in all respects and waived any actual or potential conflicts and agreed not to seek disqualification of Murphy & King.
6. The Massachusetts Rules of Professional Conduct provide that: "Except as stated in paragraph (c), a lawyer shall not represent a client, or where representation has commenced, shall withdraw from the representation of a client if: ... (3) the lawyer is discharged." Massachusetts Rules of Professional Conduct R. 1.16(a). Jager Smith and its attorneys have been discharged by Opt3 and Borrromei and are prohibited from representing Opt3 and Borrromei as a result of their discharge.

7. For the forgoing reasons, the Court should grant the Firm and its' attorneys leave to withdraw as counsel to Opt3 and Borromei.

WHEREFORE, the Firm respectfully requests that this Court enter an order granting this motion in its entirety.

Date: January 21, 2017

OPT3 SOLUITONS, Inc. and JAY BORROMEI

By their counsel,

/s/ Bruce F. Smith

Bruce F. Smith (BBO No. 467900)
Timothy J. Durken (BBO No. 666720)
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MLBR 9013-1 CERTIFICATION

On January 19, 2017, I communicated by telephone and email with Andrew G. Lizotte of Murphy & King, P.C., counsel to the Trustee in this matter, who indicated that he did not oppose the within motion or the relief sought herein.

/s/ Bruce F. Smith

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CERTIFICATE OF SERVICE

I hereby certify that on the 21st day of January, 2017, I caused true copies of the within motion to be served through the Court's CM/ECF system upon all registered electronic filers appearing in this case and upon Opt3 and Borrromei by first class, prepaid U.S. mail at the following address:

Opt3 Solutions, Inc.
15642 Sand Canyon Ave. #52255
Irvine, California 92619-2255

And

Jay Borrromei
23691 Blue Fin Cv
Laguna Niguel, CA 92677-1640

/s/ Bruce F. Smith

Bruce F. Smith (BBO No. 467900)
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