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UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION

SECURITIES AND EXCHANGE COMMISSION

Case No.: 2:21-cv-07339-CAS-AS

Plaintiff,

vs.

AMENDED MOTION TO DISMISS WITH
COMPREHENSIVE EVIDENCE OF
INSTITUTIONAL MISCONDUCT

LUPE ROSE AND SHE BEVERAGE COMPANY INC

Defendant

PRELIMINARY STATEMENT

The systematic financial deconstruction perpetrated by the Securities and Exchange Commission represents a deliberate and calculated attempt to misrepresent the comprehensive business operations of SHE Beverage Company through willful manipulation of financial documentation, expert witness testimony, and deliberate suppression of legitimate business activities.

COMPREHENSIVE BUSINESS ECOSYSTEM: DELIBERATELY SUPPRESSED ENTITIES

SHE Beverage Company's Comprehensive Business Portfolio (2009-2023):

Wholly Owned Subsidiaries and Acquisitions:

1. Women's Football League Association

- Sports entertainment and professional women's athletic development platform
- Strategic business expansion into sports media and athlete representation

2. Pink Leaf

- Wellness and lifestyle
- Focused on CBD, Hemp & Cannabis

AMENDED MOTION TO DISMISS WITH COMPREHENSIVE EVIDENCE OF INSTITUTIONAL
MISCONDUCT - 1

- Innovative product development in health and personal care sectors
- R& D
- Designs
- Marketing
- Promotions
- Employee Payroll
- Beverage creation
- Trademarks
- Recipes
- Inventory
- And more

3. Brandy Inc.

- an on-demand apparel company specializing in cut-and-sew products for content creators, offering a 3D builder for creators to design, set up stores, and market products. It was acquired by The SHE Brand in May 2019. Research and development for specialized clothing and sports apparel Manufacturing in the USA, market segments
- R& D
- Designs
- Marketing
- Promotions
- Employee Payroll
- Product creation
- Trademarks
- Technology updates
- Inventory
- And more
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1 4. WFLA TV Studios (Bouyant Studios)

- 2 ○ Media production and content creation enterprise
- 3 ○ Specialized in women's sports and entrepreneurial storytelling
- 4 ○ With 7 Studio rooms and Sets
- 5 ○ Professional Equipment
- 6 ○ R& D
- 7 ○ Designs
- 8 ○ Marketing
- 9 ○ Promotions
- 10 ○ Employee Payroll
- 11 ○ Set creation and digital board creation
- 12 ○ Trademarks
- 13 ○ advertising
- 14 ○ Inventory
- 15 And more
- 16 ○

17 5. SHE MEETS Dating App

- 18 ○ Technology platform focused on professional networking and relationship development
- 19 ○ Targeting women entrepreneurs and professionals
- 20 ○ R& D
- 21 ○ Designs
- 22 ○ Marketing
- 23 ○ Promotions
- 24 ○ Employee Payroll
- 25 ○ Events
- 26 ○ Trademarks
- 27 ○ APP Placement

- Technology creation from outside vendors
- advertising
- promotional Inventory
- And more

6. WSTV (Women's Sports Entertainment TV)

- Streaming platform dedicated to women's sports coverage
- Innovative media distribution model
- Technology platform focused on professional networking and relationship development
- Targeting women entrepreneurs and professionals
- R& D
- Designs
- Marketing
- Promotions
- Employee Payroll
- Events
- Trademarks
- APP Placement
- Technology creation from outside vendors
- advertising
- promotional Inventory
- And more
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7. Re-life Inc.

- Sustainability and circular economy business model
- R& D
- Product recycling and environmental innovation initiatives
- Supplement Product Line with over 40 unique and different products

- Complete Inventory of Supplement H20
- Complete inventory of Re-Life Products
- Technology platform focused on professional networking and relationship development
- Targeting women entrepreneurs and professionals
- R& D
- Designs
- Marketing
- Promotions
- Employee Payroll
- Events
- Trademarks
- APP Placement
- Technology creation from outside vendors
- advertising
- promotional Inventory
- And more
-

8. Shelby Rose Wines Cider

- Beverage line development
- R& D
- Artisanal wine and cider production project
- Unrealized but strategically planned market entry
- Acquisition from Sonja McKinney

9. Mink Bath Bombs

- Personal care and wellness product line
- Luxury bath and body product development
- Acquisition from Morganne Gervais

- Technology platform focused on professional networking and relationship development
- Targeting women entrepreneurs and professionals
- R& D
- Designs
- Marketing
- Promotions
- Employee Payroll
- Events
- Trademarks
- Manufacturing
- Inventory
- Technology creation from outside vendors
- advertising
- promotional Inventory
- And more
-

10. Caffeto

- Specialty coffee and beverage innovation
- Artisanal coffee product development and distribution
- Manufacturing of Coffee Carafe
- Acquisition

11. Swapp Technology App

- Digital platform for professional networking and skill exchange
- Technological innovation in professional connectivity
- Acquisition

REAL ESTATE HOLDINGS: CORPORATE INFRASTRUCTURE

Three Critical Corporate Housing Properties:

- Strategically acquired to support comprehensive business operations
- Documented as legitimate business infrastructure
- Systematically removed from financial analysis by Eric Poer

FINANCIAL MANIPULATION EVIDENCE

Janet Rich Weissman, Stephen Kam & Eric Poer Financial Analysis Misconduct:

Quantitative Suppression Analysis:

- Total Transactions Analyzed: 51,710
- Transactions Arbitrarily Removed: 36,189
- Percentage of Transactions Eliminated: 70.01%

Methodological Violations:

1. Arbitrary Transaction Removal Procedures
2. Selective Time Frame Limitations (January 1, 2017 to March 31, 2020)
3. Deliberate Exclusion of Legitimate Business Transactions

PRIVATE PLACEMENT MEMORANDUM (PPM) TRANSPARENCY

Critical Language Analysis:

Estimated Proceeds Section: "The amounts set forth above are only an estimate. The Company is unable to predict precisely what amount will be used for any particular purpose."

Institutional Manipulation:

- Deliberate misinterpretation of estimation language
- Weaponizing uncertainty against entrepreneurial risk-taking
- Undermining fundamental principles of business development

RISK FACTOR DOCUMENTATION

16 Comprehensive Risk Factors Disclosed:

1. Limited Operating History
2. Limited Capital Requirements
3. Dependence on Key Personnel
4. Intense Competitive Landscape

5. Dividend Limitations
6. Offering Price Determination
7. Investment Transferability
8. Stock Price Volatility
9. Low-Priced Stock Risk
10. Management Liability Limitations
11. Best Efforts Offering Structure
12. Potential Funding Insufficiencies
13. Investor Risk Proportionality
14. Proceeds Application Discretion
15. Environmental Compliance
16. Forward-Looking Statement Limitations

REQUESTED RELIEF

The Defendant Respectfully Requests the Honorable Court:

1. Dismiss Current Judgment with Prejudice
2. Sanction SEC for Prosecutorial Misconduct
3. Restore SHE Beverage Company's Reputation
4. Award Comprehensive Damages
5. Provide Judicial Review of Suppressed Evidence
6. INVALIDATE the Bifurcation Agreement*****

CONCLUSION

This case transcends individual litigation. It represents a critical moment to protect entrepreneurial rights, ensure regulatory accountability, and reaffirm constitutional principles of due process.

Respectfully Submitted,

Lupe Rose

Founder, SHE Beverage Company

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March 20th 2025.

Lupe Rose Shelby
Lupe Rose Shelby Pro Se