

SUPERIOR COURT OF THE STATE OF DELAWARE

TFI Tutti LLC, Woo Yong Choi, and Floris Tutti International, Inc. v.
Sono America, Inc., Sono International Co., Ltd., and Daemyung
Tutti, LLC

TFI Tutti LLC · No. C.A. No. N23C-03-122 PRW CCLD · Decided February 27, 2026

SUMMARY

The Delaware Superior Court denied Sono International Co.’s application under Delaware Supreme Court Rule 42 to certify an interlocutory appeal from the Court’s refusal to dismiss it for lack of personal jurisdiction. The Court held that the personal-jurisdiction ruling did not decide a substantial issue of material importance and that the potential benefits of interlocutory review did not outweigh the probable costs and disruption.

CASE DETAILS

COURT	Superior Court of the State of Delaware
WRITING FOR THE COURT	Paul R. Wallace
JURISDICTION	Delaware Superior Court
DECIDED	February 27, 2026
DOCKET	C.A. No. N23C-03-122 PRW CCLD
DISPOSITION	cert_denied
PROCEDURAL POSTURE	Sono International Co., Ltd. applied under Delaware Supreme Court Rule 42 for certification of an interlocutory appeal from the Superior Court's December 19, 2025 order denying its motion to dismiss for lack of personal jurisdiction. The Superior Court denied certification.
STANDARD OF REVIEW	Certification of an interlocutory appeal under Delaware Supreme Court Rule 42 is discretionary and reserved for extraordinary or exceptional circumstances. The applicant must first show that the order decides a substantial issue of material importance meriting review before final judgment, and must then satisfy the applicable Rule 42 factors and demonstrate that the benefits of interlocutory review outweigh its probable costs.
PRECEDENTIAL VALUE	Published Superior Court of Delaware order addressing certification of an interlocutory appeal under Rule 42.

PARTIES

Sono International Co., Ltd. v. TFI Tutti LLC, Woo Yong Choi, Floris Tutti International, Inc.

TOPICS

interlocutory appeal

appellate procedure

personal jurisdiction

civil procedure

standard of review

PRACTICE AREAS

civil procedure

appellate procedure

commercial litigation

contracts

corporate law

QUESTIONS PRESENTED

1. Whether the Superior Court's denial of Sono International's Rule 12(b)(2) motion decided a substantial issue of material importance that merited interlocutory appellate review under Delaware Supreme Court Rule 42.
2. Whether the Rule 42 factors and the balance of the benefits and probable costs supported certification of an interlocutory appeal.
3. Whether a pleading-stage denial of a motion to dismiss for lack of personal jurisdiction establishes a legal right or determines a substantial issue for purposes of interlocutory-appeal certification.

HOLDINGS

1. A denial of a motion to dismiss for lack of personal jurisdiction does not establish a legal right or determine a substantial issue because personal jurisdiction does not resolve the merits of the underlying claims.
2. Certification was unwarranted because the application failed the threshold requirement and the asserted Rule 42 factors did not show that interlocutory review would serve the interests of justice or terminate the litigation.
3. The Superior Court's application of settled personal-jurisdiction and alter-ego principles to a new factual setting did not satisfy Rule 42's substantial-issue requirement.

KEY QUOTATIONS

“an exercise of personal jurisdiction does not affect the merits of Plaintiffs’ claims against [Sono International]. Nor does it decide the underlying issues in the case.” (-7)

“Interlocutory appeals should be exceptional, not routine, because they disrupt the normal procession of litigation, cause delay, and can threaten to exhaust scarce party and judicial resources.” (-10)

FACTUAL BACKGROUND

Sono International, a Korean entity, sought to enter the United States market through an arrangement with Woo Yong Choi and TFI Tutti LLC. The parties formed a Delaware joint venture and executed a Joint Venture Agreement containing an exclusive Delaware forum-selection clause, with Sono America supplying capital and

the plaintiffs contributing business and real-estate relationships. After the joint venture failed, plaintiffs pursued claims against Sono America and later asserted alter-ego and veil-piercing theories against Sono International. The Superior Court concluded on reargument that plaintiffs had made a prima facie showing supporting personal jurisdiction over Sono International at the pleading stage.

PROCEDURAL HISTORY

Plaintiffs initially sued Sono America, Inc. and Sono International in New Jersey in 2022, then voluntarily dismissed that action in July 2025. Plaintiffs filed this Delaware action in 2023 against Sono America and later amended the complaint to add Sono International and assert alter-ego and veil-piercing theories. The Superior Court initially dismissed Sono International under Rule 12(b)(2), withdrew that ruling on reargument, and denied the motion to dismiss. Sono International then sought interlocutory-appeal certification, which the court denied.

DISPOSITION

cert_denied

CASES CITED

- Green America Recycling, LLC v. Clean Earth, Inc., 2021 WL 2211696, at *3 (Del. Super. Ct. June 1, 2021)
- DiSabatino Bros., Inc. v. Wortman, 453 A.2d 102, 103 (Del. 1982)
- TowerHill Wealth Mgmt., LLC v. Bander Family P'ship, L.P., 2008 WL 4615865, at *2 (Del. Ch. Oct. 9, 2008)
- JB and Margaret Blaugrand Foundation v. Guggenheim Funds Investment Advisors, LLC, 2023 WL 2562933, at *3 (Del. Ch. Mar. 17, 2023)
- In re Pure Res., Inc. S'holders Litig., 2002 WL 31357847, at *1 (Del. Ch. Oct. 9, 2002)
- Mercury Pr's Mgmt., LLC v. Valo Health, Inc., 2024 WL 413784, at *3 (Del. Ch. Feb. 5, 2024), appeal refused, 2024 WL 1260957 (Del. Mar. 26, 2024)
- Traditions, L.P. v. Harmon, 2020 WL 1646784, at *1 (Del. Apr. 2, 2020)
- Invictus Special Situations Master I, L.P. v. Invictus Glob. Mgmt., LLC, 2024 WL 5097929, at *3 (Del. Ch. Dec. 12, 2024)
- Sprint Nextel Corp. v. iPCS, Inc., 2008 WL 2861717, at *1 (Del. Ch. July 22, 2008)
- Stewart v. Wilmington Tr. SP Svcs., Inc., 2015 WL 1898002, at *3 (Del. Ch. Apr. 27, 2015)
- Levinson v. Conlon, 385 A.2d 717, 720 (Del. 1978)
- STI Grp. Holdco, LLC v. Anderson, 2025 WL 3655165, at *3 (Del. Ch. Dec. 17, 2025)
- STI Grp. Holdco, LLC v. Anderson, 2026 WL 252617 (Del. Jan. 30, 2026)
- Garcia v. Franchi, 2022 WL 11121788 (Del. Oct. 19, 2022)
- Twin City Fire Ins. Co. v. Energy Transfer Equity, LP, 2020 WL 7861340 (Del. Dec. 31, 2020)
- Hitachi Koki Co., Ltd. v. Cardona, 2019 WL 1716054 (Del. Apr. 16, 2019)
- Curran Composites, Inc. v. Total Hldgs. USA, Inc., 2009 WL 4170395 (Del. Nov. 25, 2009)

- In re Carvana Co. S'holders Litig., 2022 WL 4661841, at *1-3 (Del. Ch. Oct. 3, 2022)
- EBG Holdings LLC v. Vredezicht's Gravenhage 109 B.V., 2008 WL 4057745 (Del. Ch. Sept. 2, 2008)

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