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AEQUITAS MANAGEMENT, LLC; AEQUITAS HOLDINGS, LLC; AEQUITAS COMMERCIAL FINANCE, LLC; AEQUITAS CAPITAL MANAGEMENT, INC.; AEQUITAS INVESTMENT MANAGEMENT, LLC

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF OREGON

PORTLAND DIVISION

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

AEQUITAS MANAGEMENT, LLC;  
AEQUITAS HOLDINGS, LLC;  
AEQUITAS COMMERCIAL FINANCE,

No. 3:16-cv-00438-JR

DECLARATION OF RONALD F.  
GREENSPAN IN SUPPORT OF RECEIVER'S  
REQUEST FOR APPROVAL OF ELEVENTH  
INTERIM FEE APPLICATION

Page 1 - DECLARATION OF RONALD F. GREENSPAN IN  
SUPPORT OF RECEIVER'S REQUEST FOR APPROVAL  
OF ELEVENTH INTERIM FEE APPLICATION

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LLC; AEQUITAS CAPITAL  
MANAGEMENT, INC.; AEQUITAS  
INVESTMENT MANAGEMENT, LLC;  
ROBERT J. JESENİK; BRIAN A. OLIVER;  
and N. SCOTT GILLIS,

Defendants.

I, Ronald F. Greenspan, the duly appointed Receiver for the Receivership Entity, declare  
as follows:

1. I am over 18 year of age and otherwise competent to testify.
2. I make this declaration in support of the Receiver's Request for Approval of  
Eleventh Interim Fee Application.
3. The January 31, 2019 Report of the Receiver [Dkt. 674] is incorporated herein by  
reference in Exhibit A. Exhibit A sets forth several ways in which the report can be obtained.
4. Attached as Exhibit B is a true and accurate copy of the summary invoice for  
professional services rendered on behalf of the Receivership Entity, by the Receiver, for the  
period of October 1, 2018 through December 31, 2018. The Receiver is employed as a Senior  
Managing Director of FTI, which bills and collects for the Receiver's time as well as that of FTI  
professionals utilized by the Receiver. Also included in Exhibit B is a true and accurate copy of  
the summary invoice for professional services rendered on behalf of the Receivership Entity, by  
FTI Consulting, Inc. ("FTI"), for the period of October 1, 2018 through December 31, 2018.
5. Attached hereto as Exhibit C is a true and accurate copy of the summary invoice  
for professional services rendered on behalf of the Receivership Entity, by Pepper Hamilton  
("Pepper"), for the period of October 1, 2018 through December 31, 2018, together with the  
accompanying Certification.

for professional services rendered on behalf of the Receivership Entity, by Snell & Wilmer (“Snell”), for the period of October 1, 2018 through December 31, 2018, together with the accompanying Certification.

7. Attached hereto as Exhibit E is a true and accurate copy of the summary invoice for professional services rendered on behalf of the Receivership Entity, by Schwabe Williamson & Wyatt (“Schwabe”), for the period of October 1, 2018 through December 31, 2018, together with the accompanying Certification.

8. Attached hereto as Exhibit F is a true and accurate copy of the summary invoice for professional services rendered on behalf of the Receivership Entity, by the Law Office of Stanley H. Shure (“Shure”), for the period of October 1, 2018 through December 31, 2018, together with the accompanying Certification.

9. Attached hereto as Exhibit G is a true and accurate copy of the summary invoice for professional services rendered on behalf of the Receivership Entity, by Morrison & Foerster (“MOFO”), for the period of October 1, 2018 through December 31, 2018, together with the accompanying Certification.

10. I have read the entirety of the Eleventh Interim Fee Application.

11. To the best of my knowledge, information and belief formed after reasonable inquiry, the Eleventh Interim Fee Application and all fees and expenses therein are true and accurate and comply with the Billing Instructions For Receivers In Civil Actions Commenced By The U.S. Securities And Exchange Commission (the “Billing Instructions”).

12. To the best of my knowledge, information and belief formed after reasonable inquiry, all fees contained in the Eleventh Interim Fee Application are consistent with the rates previously approved by the Court and the Commission Staff, and such fees are reasonable,

necessary and commensurate with the skill and experience required for the activity performed.

13. It is my opinion that the time spent, services performed, hourly rates charged, and expenses incurred by the Receiver and each of the professional service firms were incurred in the best interests of the Receivership Entity and were indeed essential for the Receiver to discharge the Court-ordered duties and responsibilities.

14. To the best of my knowledge, information and belief formed after reasonable inquiry, neither the Receiver nor any of the professional firms has included any amount for which reimbursement is sought for the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the allowable amounts set forth in the Billing Instructions).

15. To the best of my knowledge, information and belief formed after reasonable inquiry, in seeking reimbursement for a service justifiably purchased or contracted for from a third party, the Receiver requests reimbursement only for the amount billed to the Receivership by the third-party vendor and paid to such vendor.

16. To the best of my knowledge, information and belief formed after reasonable inquiry, with the exception of the Billing Instructions, the Receiver has not entered into any agreement, written or oral, expressed or implied, with any person or entity concerning the amount of compensation to be paid from the Receivership Entity, or any sharing thereof, except that the Receiver's fees shall be paid to FTI.

17. On or about thirty days prior to the filing of the Receiver's Motion for Approval of the Eleventh Interim Fee Application, the detailed invoices of FTI, Pepper, Snell, Schwabe, Shure, and MOFO were submitted to the Commission Staff for review and approval.

**I declare under penalty of perjury under the laws of the state of Oregon that the**

**foregoing statements and those contained in the attached exhibits, are true and correct to the best of my knowledge, information and belief.**

Dated this 21st day of March, 2019.

/s/ Ronald Greenspan

Ronald F. Greenspan, Receiver

# EXHIBIT A

## RECEIVER'S REPORT DATED

January 31, 2019

The Receiver's January 31, 2019 report is nearly 200 pages in length and is not being reproduced with this filing.

The report can be found on the Court website under Docket #674.

The report can also be found on the website established by the Receiver for this matter at [www.kccllc.net](http://www.kccllc.net), under Court docket #674.

The report can also be obtained by email request to the Receiver's counsel, Larry Ream, at [lream@schwabe.com](mailto:lream@schwabe.com).

# **EXHIBIT**

## **B**



**RONALD F. GREENSPAN**

**COURT-APPOINTED RECEIVER FOR**

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES**

**(the “Receivership Entity”)**

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**Summary of Activities for Ronald F. Greenspan (the Receiver) and FTI Consulting, Inc.**

For professional services rendered and expenses incurred in connection with the Aequitas Receivership matter from October 1, 2018 through December 31, 2018 (the “Application Period”), as described below:

**Asset Disposition**

- Continued to work with Carepayment Technologies, Inc. to finalize the separation of the CarePayment platform from the Receivership Entity. Efforts included drafting, negotiating, and executing multiple CarePayment hospital provider releases, and contract assignment agreements. As of December 31, 2018, the Receiver obtained releases and provider agreement assignments in connection with 32 contracts, encompassing approximately 120 medical facilities
- Disposed of certain additional furniture items and personal property of the Receivership
- Continued asset disposition efforts with regard to:
  - Synchronex, LLC (transaction was largely negotiated during Q1 2018, most filings were made in Q2 2018, and additional efforts were made for the closing process in Q3 and Q4 2018)
  - Coeur d'Alene, Idaho real estate (transaction closed during Q2 2018, purchaser repaid the note in full during Q4 2018)

**Business Operations**

- Maintained control over the day-to-day operations of the Receivership Entity (48 legal entities) and remaining Aequitas staff and contractors
- Continued cash management duties with respect to the control of approximately fifty bank accounts. Continued to close bank accounts that are no longer deemed necessary

- Provided regular on-site presence to oversee operations and provide oversight and guidance to the Receivership staff and independent contractors, including transitioning responsibilities from departing staff
- Managed daily operational matters including, but not limited to:
  - Planning Receivership operations
  - Managing daily operational and financial issues, and pursuing cost-saving alternatives, involving active portfolios of receivables (collections, servicing, etc.) in which the Receivership Entity has an interest – gross cash collections from the receivables portfolios accounted for approximately \$1.8 million during the Application Period
  - Reviewing and addressing daily correspondences from employees, service providers, investors, business partners, government agencies, regulators, and legal counsel for various parties
- Addressed various third-party invoices for operational purposes
- Reviewed and addressed consumer borrowers' complaints submitted via the Consumer Financial Protection Bureau ("CFPB") complaint portal
- Worked closely with legal counsel on a broad range of strategic and tactical issues

#### **Case Administration**

- Performed activities related to organizing the Receivership team, such as scheduling, coordinating, and planning Receivership work streams among the Aequitas staff and retained professionals
- Worked actively to ensure efficient, coordinated professional services and to avoid duplication of services

#### **Cash Management**

- Continued to monitor cash balances, accounts payable, and accounts receivable on an ongoing basis
- Worked closely with Aequitas treasury staff and managed daily cash activities, including reviewing invoices, approving transactions, and signing/releasing checks and wires

#### **Claims Administration and Objections**

- Continued to work closely with Receivership Entity employees and perform research and analysis of existing investor documentation and general ledger data to update claims database
- Undertook a significant effort involving integration of information on interest and return payments made to investors prior to the Receivership into the comprehensive investor activity database that has been previously developed

- Prepared for the launch of the claims process, including additional analyses of investor data structure, checking for consistency and availability; analysis of potential claims relating to employees, trade vendors, and escheatment obligations; analysis of various alternatives of claim determination; researching capabilities of potential claims agents and review of their existing platforms
- Worked closely with counsel to develop a claims process and procedures, drafted content and provided comments and edits regarding necessary motions, associated schedules, and forms
- Analyzed intercompany cash transfers corresponding to transfers of investor liabilities between Receivership Entities
- Researched and created analysis related to cash payments to equity investors
- Provided various ad-hoc requests for investors and their counsel
- The FTI Data & Analytics group performed the following tasks:
  - Reviewed and revised data for integrity and continued to implement various quality control measures
  - Integrated data related to bifurcation of interest / return and principal payments to investors that was captured in Aequis fund operations and accounting sub-schedules for multiple legal entities, involving a total of approximately 19,000 transactions
  - Provided various ad-hoc data reports
  - Analyzed various claims process data practices and discussed technical aspects of claims management system with claims agent;
  - Participated in calls and meetings with the rest of the Receivership team and with IBAT (as needed) to discuss data reporting

#### **Communications with Counsel**

- Participated in ad hoc calls and email communications with legal counsel

#### **CSF Settlement Implementation**

- Continued working with the loan servicer to implement the settlement reached with Massachusetts State Attorney General
- Monitored recent developments relevant to the CSF Settlement

Maintained a detailed informational website for the borrowers in connection with the Settlement and continued to monitor borrower inquiries/responses. Through December 31, 2018, the website had received 86,872 hits from 37,572 visitors. Worked with Receivership staff to review and address 1,303 borrower inquiries directly, through January 15, 2019

### **Distribution Plan Modeling**

- Conducted case research, analyzed, and discussed various consideration for a potential distribution plan among the Receivership team and with counsel
- Analyzed structure and priorities of various investors' interests
- Communicated with investors and their counsel regarding potential design of a distribution plan. Reviewed input and feedback provided by investors
- Coordinated with Data & Analytics team regarding scenario modeling and the investor recovery analysis
- Performed analyses and developed financial models to test assumptions under several potential distribution plan scenarios for the Receivership Entity. Created preliminary distribution plan model to assess potential recoveries under "rising tide" and "net loss" scenarios on a consolidated basis
- Explored internally and with counsel various design elements of a potential distribution plan
- Performed quality control and modified scenarios for the preliminary distribution analyses

### **Employee Retention / Matters**

- Addressed employee management and retention plan matters
- Considered future employee retention plans aimed at achieving efficient staffing levels going forward while facilitating retention of key staff
- Continued to apprise staff regarding progress of the Receivership and next steps and to answer questions
- Continued to review and approve payment of weekly invoices for contract employees
- Reviewed and discussed 2019 employee benefits renewal and compensation, and approved 2019 staffing calendar

### **Forensic Accounting**

- Continued to perform analyses related to potential legal actions and on-going disputes
- Oversaw the analysis and provided guidance to the Receivership staff in carrying out the forensic accounting tasks based on the work plan previously reviewed with SEC staff and the Investment Advisory Committee (IAC)
- Gathered supporting documentation and performed analyses relating to potential transactions to include in forensic accounting report

- Performed extensive work on drafting of forensic report detailing the history and document support for certain transactions and entities
- Held internal meetings to discuss findings and observations and to refine the content of the forensic accounting report
- The 172-page forensic report was subsequently filed with the Court on November 21, 2018; addressed comments received relating to forensic report

### **Insurance Matters**

- Worked closely with insurance counsel to monitor and provide input regarding existing insurance policies, potential insurance claims, communications with insurance carriers, and claims related to the defense costs for the Individual Defendants
- Conferred with insurance counsel, Stanley H. Shure, Esq. and other counsel, on an ongoing basis regarding various insurance-related matters including but not limited to strategy, fact finding and legal research relevant to settlement negotiations between the Aequitas investors, the Individual Defendants, the Receivership Entity, and the insurance carriers
- Prepared for and participated in the second round of settlement negotiations between the Aequitas investors, the Individual Defendants, the Receivership Entity, and the insurance carriers

### **Investor Communications**

- Continued to work with Kurtzman Carson Consultants (“KCC”) to maintain a public website for the Receivership Entity, at <http://www.kccllc.net/aequitasreceivership/>
- Communicated with various investor groups and individual investors and their legal counsel on an ad hoc basis as necessary
- Performed requested data analyses and responded to investor and counsel inquiries, including those related to investors’ settlements with third parties
- Coordinated documentation necessary for transfer of an existing promissory note based on a request by an investor
- Conducted Investor Advisory Committee (IAC) and investor counsel group meetings, held on November 13, 2018
  - Prepared analyses and materials shared at the meetings
  - Planned meeting logistics
  - Conducted and participated in the aforementioned meetings
  - Responded to post-meeting follow up questions and inquiries

### **Litigation Consulting**

- Discussed case strategies and evaluated necessary or desirable actions with counsel for each litigation matter
- Prepared and reviewed information and analyses to help facilitate various third-party legal settlements by Aequis investor groups
- Facilitated progress of the investor counsel negotiations related to third-party settlements
- Gathered information and developed analyses related to ongoing and potential future Receivership litigation matters
- Prepared for and participated in various settlement discussions
- Gathered information and performed various analyses to prepare for negotiations with American Student Financial Group, Inc. in connection with its alleged claims related to the Corinthian Colleges student loan portfolio Oversight and coordinated access to Ringtail document database

### **Negotiations with Key Counterparties**

- Reviewed documentation, performed necessary analyses and research, explored alternatives and negotiated with student loan servicer regarding renewal of the servicing agreement
- Prepared analyses and materials and worked with counsel to prepare a proposal for American Student Financial Group, Inc. (“ASFG”) related to its alleged claims in connection with the Corinthian Colleges student loan portfolio. Participate in the discussions with ASFG

### **Review of Pleadings and Other Court Filings**

- Reviewed pleadings and other court filings submitted to the Court and other courts by various parties

### **Status Reports**

- Collected data and prepared analyses required for the Receiver’s quarterly status report and as necessary to comply with the reporting requirements outlined in the Final Receivership Order
- Drafted the Receiver’s report for 3Q-2018 and filed with the Court on November 9, 2018. The 188-page report provided a detailed overview of the Receivership Entity status and operations, including an exhibit detailing an entity-level and consolidated report of cash receipts and disbursements

### **Tax Issues**

- Participated in discussions with Receivership tax staff and the external tax preparer, including tax strategy, and provided input and oversight as needed

- Reviewed draft tax filings prepared by Receivership tax staff and the external tax preparer
- Reviewed federal and state tax returns
- In the first quarter of 2018, the Receivership staff, retained professionals, and a specialty vendor prepared and mailed out approximately 42,000 informational tax forms (Form 1099-C) related to the student loan debt discharge provided by Campus Student Funding, LLC. To handle potential borrower inquiries related to the 1099 tax forms, the Receivership has set up an outsourced call center that handled 1,944 calls, including 861 calls answered by agents, through December 31, 2018 (the rest of the callers chose to only listen to a detailed recorded message). The Receivership staff and retained professionals worked with the call center vendor to review call logs, and provide additional input as needed to the call center agents to make sure that the borrowers receive appropriate information
- Communicated with counsel regarding implications of the IRS Revenue Procedure 2018-39 that affected Corinthian Colleges student loan borrowers and the next steps

### **Travel**

- Travel time (net of any working time en route) associated with Receiver's and FTI professionals' travel to and from Portland, OR and any other Receivership-related travel (including travel to and from the client site)
- Travel time was billed at no more than 50% of actual travel time. Additional reductions were applied where deemed appropriate

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES (the "Receivership Entity")  
Case No. 3:16-cv-00438-JR

Summary of Professional Fees and Expenses for Ronald F. Greenspan  
For the Period October 1, 2018 Through December 31, 2018

Professional Fees	\$61,751.00
Expenses	<u>\$1,959.79</u>
Total	<u><u>\$63,710.79</u></u>



**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC, AEQUITAS  
CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the "Receivership Entity")  
Case No. 3:16-cv-00438-JR**

**Summary of Professional Fees for Ronald F. Greenspan  
For the Period October 1, 2018 Through December 31, 2018**

<b>Professional</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Greenspan, Ronald F	Sr Managing Dir	\$825	74.9	\$61,751.00
<b>Total Hours and Fees<sup>(1)</sup></b>			<b>74.9</b>	<b>\$61,751.00</b>
<u>For Informational Purposes Only:</u>				
Total Billing Rate Discount				\$18,712.00
Additional Written Off Professional Fees			6.6	\$7,041.00
<b>Total Discounts and Reductions</b>			<b>6.6</b>	<b>\$25,753.00</b>

**Note:**

(1) Travel time was billed at no more than 50% of actual travel time. Additional reductions were applied where deemed appropriate.

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES (the "Receivership Entity")**

**Case No. 3:16-cv-00438-JR**

**Summary of Professional Fees By Activity for Ronald F. Greenspan  
For the Period October 1, 2018 Through December 31, 2018**

<b><u>Activity/Professional</u></b>	<b><u>Title</u></b>	<b><u>Rate</u></b>	<b><u>Hours</u></b>	<b><u>Total</u></b>
<b><u>Asset Disposition</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	0.6	\$495.00
	Activity Total		0.6	\$495.00
<b><u>Business Operations</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	0.6	\$495.00
	Activity Total		0.6	\$495.00
<b><u>Claims Administration and Objections</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	17.1	\$14,107.50
	Activity Total		17.1	\$14,107.50
<b><u>Communications with Counsel</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	4.0	\$3,300.00
	Activity Total		4.0	\$3,300.00
<b><u>Distribution Plan</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	6.2	\$5,115.00
	Activity Total		6.2	\$5,115.00
<b><u>Employee Retention/Matters</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	0.9	\$742.50
	Activity Total		0.9	\$742.50
<b><u>Forensic Accounting</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	3.9	\$3,217.50
	Activity Total		3.9	\$3,217.50
<b><u>Insurance Matters</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	12.1	\$9,982.50
	Activity Total		12.1	\$9,982.50
<b><u>Investor Communications</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	9.0	\$7,425.00
	Activity Total		9.0	\$7,425.00

<u>Activity/Professional</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
<b><u>Litigation Consulting</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	12.3	\$10,147.50
	Activity Total		12.3	\$10,147.50
<b><u>Negotiations with Key Counterparties</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	0.8	\$660.00
	Activity Total		0.8	\$660.00
<b><u>Status Reports (SEC and court)</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	2.1	\$1,732.50
	Activity Total		2.1	\$1,732.50
<b><u>Travel</u></b>				
Greenspan, Ronald F	Sr Managing Dir	\$825	5.3	\$4,331.25
	Activity Total		5.3	\$4,331.25
<b>TOTALS</b>			<b>74.9</b>	<b>\$61,751.25</b>

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES (the "Receivership Entity")  
Case No. 3:16-cv-00438-JR**

**Summary of Expenses By Expense Type for Ronald F. Greenspan  
For the Period October 1, 2018 Through December 31, 2018**

<b>Expense Type</b>	<b>Total</b>
<b>Airfare/Train</b>	<b>\$785.90</b>
<b>Hotel &amp; Lodging</b>	<b>\$583.93</b>
<b>Meals - Out of Office</b>	<b>\$411.58</b>
<b>Taxi</b>	<b>\$178.38</b>
<b>Total Expenses</b>	<b>\$1,959.79</b>

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
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Case No. 3:16-cv-00438-JR

Summary of FTI Consulting, Inc. Fees and Expenses  
For the Period October 1, 2018 Through December 31, 2018

Professional Fees	\$723,170.00
Expenses	<u>\$11,480.30</u>
Total	<u><u>\$734,650.30</u></u>

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC, AEQUITAS  
CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the "Receivership Entity")  
Case No. 3:16-cv-00438-JR**

**Summary of FTI Consulting, Inc. Professional Fees By Professional  
For the Period October 1, 2018 Through December 31, 2018**

<b>Professional</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Foster, Charles	Managing Dir	\$660	283.9	\$187,341.00
Gotguelf, Larissa	Managing Dir	\$660	369.5	\$243,870.00
Allen, Jennifer	Senior Director	\$605	247.8	\$149,919.00
Chuck, Brenton	Director	\$570	114.0	\$64,980.00
Yoshimura, Michael	Sr Consultant	\$460	123.9	\$56,994.00
Chow, Cherie	Consultant	\$335	54.8	\$18,358.00
Pok, Jana	Consultant	\$335	5.1	\$1,708.00
<b>Total Hours and Fees<sup>(1)</sup></b>			<b>1,199.0</b>	<b>\$723,170.00</b>
<u>For Informational Purposes Only:</u>				
Total Billing Rate Discount				\$121,965.00
Additional Written Off Professional Fees			143.7	\$89,086.00
<b>Total Discounts and Reductions</b>			<b>143.7</b>	<b>\$211,051.00</b>

**Note:**

- (1) Travel time was billed at no more than 50% of actual travel time. Additional reductions were applied where deemed appropriate.

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
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Case No. 3:16-cv-00438-JR**

**Summary of FTI Consulting, Inc. Fees By Activity and Professional  
For the Period October 1, 2018 Through December 31, 2018**

<u>Activity/Professional</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
<b><u>Asset Disposition</u></b>				
Foster, Charles	Managing Dir	\$660	4.8	\$3,168.00
Gotguelf, Larissa	Managing Dir	\$660	31.3	\$20,658.00
	Activity Total		36.1	\$23,826.00
<b><u>Business Operations</u></b>				
Foster, Charles	Managing Dir	\$660	18.1	\$11,946.00
Gotguelf, Larissa	Managing Dir	\$660	50.8	\$33,528.00
	Activity Total		68.9	\$45,474.00
<b><u>Case Administration</u></b>				
Gotguelf, Larissa	Managing Dir	\$660	1.7	\$1,122.00
	Activity Total		1.7	\$1,122.00
<b><u>Cash Management</u></b>				
Foster, Charles	Managing Dir	\$660	3.9	\$2,574.00
Gotguelf, Larissa	Managing Dir	\$660	3.2	\$2,112.00
Yoshimura, Michael	Sr Consultant	\$460	2.4	\$1,104.00
	Activity Total		9.5	\$5,790.00
<b><u>Claims Administration and Objections</u></b>				
Chow, Cherie	Consultant	\$335	54.8	\$18,358.00
Foster, Charles	Managing Dir	\$660	31.6	\$20,856.00
Gotguelf, Larissa	Managing Dir	\$660	150.3	\$99,198.00
Yoshimura, Michael	Sr Consultant	\$460	94.0	\$43,240.00
	Activity Total		330.7	\$181,652.00
<b><u>Communications with Counsel</u></b>				
Foster, Charles	Managing Dir	\$660	11.7	\$7,722.00
Yoshimura, Michael	Sr Consultant	\$460	0.9	\$414.00
	Activity Total		12.6	\$8,136.00

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES (the "Receivership Entity")  
Case No. 3:16-cv-00438-JR**

**Summary of FTI Consulting, Inc. Fees By Activity and Professional  
For the Period October 1, 2018 Through December 31, 2018**

<u>Activity/Professional</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
<b><u>CSF Settlement Implementation</u></b>				
Foster, Charles	Managing Dir	\$660	0.4	\$264.00
Gotguelf, Larissa	Managing Dir	\$660	1.9	\$1,254.00
	Activity Total		2.3	\$1,518.00
<b><u>Data &amp; Analytics Claims Administration and Objections</u></b>				
Allen, Jennifer	Senior Director	\$605	247.8	\$149,919.00
Chuck, Brenton	Director	\$570	114.0	\$64,980.00
	Activity Total		361.8	\$214,899.00
<b><u>Distribution Plan</u></b>				
Foster, Charles	Managing Dir	\$660	8.6	\$5,676.00
Gotguelf, Larissa	Managing Dir	\$660	17.8	\$11,748.00
Yoshimura, Michael	Sr Consultant	\$460	0.7	\$322.00
	Activity Total		27.1	\$17,746.00
<b><u>Employee Retention/Matters</u></b>				
Foster, Charles	Managing Dir	\$660	6.4	\$4,224.00
Gotguelf, Larissa	Managing Dir	\$660	4.6	\$3,036.00
	Activity Total		11.0	\$7,260.00
<b><u>Forensic Accounting</u></b>				
Foster, Charles	Managing Dir	\$660	42.3	\$27,918.00
Gotguelf, Larissa	Managing Dir	\$660	2.4	\$1,584.00
Pok, Jana	Consultant	\$335	3.0	\$1,005.00
Yoshimura, Michael	Sr Consultant	\$460	2.8	\$1,288.00
	Activity Total		50.5	\$31,795.00
<b><u>Insurance Matters</u></b>				
Foster, Charles	Managing Dir	\$660	24.1	\$15,906.00
Gotguelf, Larissa	Managing Dir	\$660	2.0	\$1,320.00
	Activity Total		26.1	\$17,226.00



**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES (the "Receivership Entity")  
Case No. 3:16-cv-00438-JR**

**Summary of FTI Consulting, Inc. Fees By Activity and Professional  
For the Period October 1, 2018 Through December 31, 2018**

<u>Activity/Professional</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
<b><u>Investor Communications</u></b>				
Foster, Charles	Managing Dir	\$660	8.6	\$5,676.00
Gotguelf, Larissa	Managing Dir	\$660	35.4	\$23,364.00
Yoshimura, Michael	Sr Consultant	\$460	11.2	\$5,152.00
	Activity Total		55.2	\$34,192.00
<b><u>Litigation Consulting</u></b>				
Foster, Charles	Managing Dir	\$660	89.6	\$59,136.00
Gotguelf, Larissa	Managing Dir	\$660	15.0	\$9,900.00
Yoshimura, Michael	Sr Consultant	\$460	4.8	\$2,208.00
	Activity Total		109.4	\$71,244.00
<b><u>Negotiations with Key Counterparties</u></b>				
Gotguelf, Larissa	Managing Dir	\$660	17.5	\$11,550.00
	Activity Total		17.5	\$11,550.00
<b><u>Review of Pleadings and Other Court Filings</u></b>				
Foster, Charles	Managing Dir	\$660	0.8	\$528.00
Gotguelf, Larissa	Managing Dir	\$660	0.7	\$462.00
	Activity Total		1.5	\$990.00
<b><u>Status Reports (SEC and court)</u></b>				
Foster, Charles	Managing Dir	\$660	7.6	\$5,016.00
Gotguelf, Larissa	Managing Dir	\$660	20.6	\$13,596.00
Pok, Jana	Consultant	\$335	2.1	\$703.50
Yoshimura, Michael	Sr Consultant	\$460	2.6	\$1,196.00
	Activity Total		32.9	\$20,511.50
<b><u>Tax Issues</u></b>				
Foster, Charles	Managing Dir	\$660	5.8	\$3,828.00
Gotguelf, Larissa	Managing Dir	\$660	1.1	\$726.00
	Activity Total		6.9	\$4,554.00

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES (the "Receivership Entity")**

**Case No. 3:16-cv-00438-JR**

**Summary of FTI Consulting, Inc. Fees By Activity and Professional**

**For the Period October 1, 2018 Through December 31, 2018**

<u>Activity/Professional</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
<b><u>Travel</u></b>				
Foster, Charles	Managing Dir	\$660	19.6	\$12,903.00
Gotguelf, Larissa	Managing Dir	\$660	13.2	\$8,712.00
Yoshimura, Michael	Sr Consultant	\$460	4.5	\$2,070.00
	Activity Total		37.3	\$23,685.00
	<b>TOTALS</b>		<b>1,199.0</b>	<b>\$723,170.50</b>

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS COMMERCIAL FINANCE, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN  
RELATED ENTITIES (the "Receivership Entity")  
Case No. 3:16-cv-00438-JR**

**Summary of FTI Consulting, Inc. Expenses By Expense Type  
For the Period October 1, 2018 Through December 31, 2018**

<b>Expense Type</b>	<b>Total</b>
<b>Airfare/Train</b>	<b>\$4,824.74</b>
<b>Auto/Park/Toll</b>	<b>\$1,353.41</b>
<b>Hotel &amp; Lodging</b>	<b>\$3,987.65</b>
<b>Meals - Out of Office</b>	<b>\$914.35</b>
<b>Taxi</b>	<b>\$390.15</b>
<b>Tips</b>	<b>\$10.00</b>
<b>Total Expenses</b>	<b>\$11,480.30</b>

# **EXHIBIT**

## **C**

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the “Receivership Entity”)  
Case No. 3:16-cv-00438-JR

**SUMMARY OF WORK PERFORMED BY PEPPER HAMILTON LLP  
October 1, 2018 Through December 31, 2018**

This Summary describes professional services rendered and expenses incurred in connection with the Aequitas Receivership matter from September 30, 2018 through December 31, 2018, as described in more detail below. Also provided below is a breakdown by billing codes, in conformity with the SEC billing guidelines.

**Receivership Litigation and Proceedings**

- Performed ongoing legal work in support of the Receiver’s efforts to respond to ongoing regulatory investigations, requirements, and other litigation-related requests.
- Responded to requests for information from federal governmental agencies, including preparing for, coordinating, participating in, and summarizing interviews of former employees.

**Brian M. Nichilo** (Admitted *Pro Hac Vice*)

Email: nichilob@pepperlaw.com

**Pepper Hamilton LLP**

3000 Two Logan Square

Eighteenth and Arch Streets

Philadelphia, PA 19103-2799

Telephone: (215) 981.4248

Facsimile: (215) 981.4750

Attorneys for Receiver and for Defendants

AEQUITAS MANAGEMENT, LLC; AEQUITAS HOLDINGS, LLC; AEQUITAS COMMERCIAL FINANCE, LLC; AEQUITAS CAPITAL MANAGEMENT, INC.; AEQUITAS INVESTMENT MANAGEMENT, LLC

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF OREGON  
PORTLAND DIVISION

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

AEQUITAS MANAGEMENT, LLC;  
AEQUITAS HOLDINGS, LLC; AEQUITAS  
COMMERCIAL FINANCE, LLC; AEQUITAS  
CAPITAL MANAGEMENT, INC.;  
AEQUITAS INVESTMENT MANAGEMENT,  
LLC; ROBERT J. JESENİK; BRIAN A.  
OLIVER; and N. SCOTT GILLIS,

Defendants.

No. 3:16-cv-00438-JR

CERTIFICATION OF  
BRIAN M. NICHILLO IN SUPPORT  
OF RECEIVER'S MOTION FOR  
APPROVAL OF FEE APPLICATION

I, Brian M. Nichilo, certify as follows:

1. Attached is a true and accurate copy of the summary invoice for professional services rendered on behalf of the Receivership Estate, by Pepper Hamilton LLP, for the period of October 1, 2018 through December 31, 2018.

2. I have reviewed the summary invoice as well as the underlying time entries and other supporting data.

3. To the best of my knowledge, information and belief formed after reasonable inquiry, the summary invoice and all fees and expenses therein are true and accurate and comply with the Billing Instructions For Receivers In Civil Actions Commenced By The U.S. Securities And Exchange Commission (the “Billing Instructions”).

4. To the best of my knowledge, information and belief formed after reasonable inquiry, all fees contained in the summary invoice are consistent with the rates previously approved by the Court and the Commission Staff, and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed.

5. To the best of my knowledge, information and belief formed after reasonable inquiry, Pepper Hamilton LLP has not included any amount for which reimbursement is sought for the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the allowable amounts set forth in the Billing Instructions).

6. To the best of my knowledge, information and belief formed after reasonable inquiry, in seeking reimbursement for a service justifiably purchased or contracted for from a third party, Pepper Hamilton LLP requests reimbursement only for the amount billed to Pepper Hamilton LLP by the third-party vendor and paid to such vendor.

Dated this 23rd day of January, 2019.

s/ Brian M. Nichilo  
Brian M. Nichilo

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the “Receivership Entity”)  
Case No. 3:16-cv-00438-JR

**SUMMARY OF PEPPER HAMILTON LLP PROFESSIONAL FEES AND EXPENSES  
October 1, 2018 Through December 31, 2018**

Receivership Litigation and Proceedings

Professional Fees	\$41,435.90
Expenses	\$ <u>1,873.12</u>
<b>TOTAL</b>	<b><u>\$43,309.02</u></b>



AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
 AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
 MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
 (the "Receivership Entity")  
 Case No. 3:16-cv-00438-JR

**SUMMARY OF PEPPER HAMILTON LLP PROFESSIONAL FEES  
 BY PROFESSIONAL AND MATTER  
 October 1, 2018 Through December 31, 2018**

Receivership Litigation and Proceedings

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
J. Falco	Partner	1.30	\$445.00	\$578.50
J.M. Ford	Partner	.70	\$760.00	\$532.00
P.S. Palmer	Partner	.30	\$658.00	\$197.40
B.M. Nichilo	Associate	121.60	\$330.00	<u>\$40,128.00</u>
<b>TOTAL</b>		<b>123.90</b>		<b><u>\$41,435.90</u></b>

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
 AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
 MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
 (the "Receivership Entity")  
 Case No. 3:16-cv-00438-JR

**SUMMARY OF PEPPER HAMILTON LLP FEES  
 BY TASK AND PROFESSIONAL  
 October 1, 2018 Through December 31, 2018**

Receivership Litigation and Proceedings

**B110 Case Administration**

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
J. Falco	Partner	1.30	\$445.00	\$578.50
J.M. Ford	Partner	.70	\$760.00	\$532.00
P.S. Palmer	Partner	.30	\$658.00	\$197.40
B.M. Nichilo	Associate	112.60	\$330.00	<u>\$37,158.00</u>
<b>Total Case Administration</b>		<b>114.90</b>		<b>\$38,465.90</b>

**B195 Non-Working Travel** (Billed at no more than 50% of travel time.)

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
B.M. Nichilo	Associate	9.00	\$330.00	<u>\$2,970.00</u>
<b>Total Non-Working Travel</b>		<b>9.00</b>		<b>\$2,970.00</b>
<b>TOTAL</b>		<b>123.90</b>		<b><u>\$41,435.90</u></b>

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the “Receivership Entity”)  
Case No. 3:16-cv-00438-JR

**SUMMARY OF PEPPER HAMILTON LLP EXPENSES**  
**October 1, 2018 Through December 31, 2018**

Receivership Litigation and Proceedings

<b>Expense Type</b>	<b>Total</b>
Filing Fees (One Legal)	\$ 169.85
Professional Fees – CourtCall Telephonic Hearing	\$ 86.00
Travel – Airfare	\$ 362.80
Travel – Ground Transportation	\$ 173.75
Travel – Hotel	\$ 887.52
Travel – Meals	<u>\$ 193.20</u>
<b>TOTAL EXPENSES</b>	<b><u>\$1,873.12</u></b>

# **EXHIBIT**

# **D**

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the "Receivership Entity")

Case No. 3:16-cv-00438-JR

**SUMMARY OF WORK PERFORMED BY SNELL & WILMER L.L.P.**

**October 1, 2018 through December 31, 2018**

This Summary describes professional services rendered and expenses incurred in connection with the Aequis Receivership matter from October 1, 2018 through December 31, 2018, as described in more detail below. Also provided below is a breakdown by billing codes, in conformity with the SEC billing guidelines.

- Served as part of the Receiver's day-to-day legal team.
- Researched and analyzed laws, regulations, and other items related to issues listed below.
- Performed ongoing legal work in support of the Receiver's efforts to stabilize and monetize the Receivership Estate.
- Performed ongoing legal work in support of the Receiver's efforts to respond to ongoing regulatory investigations, requirements, and other litigation-related requests.
- Participated in numerous telephone calls with the Receiver and other members of his team for discussion, analysis, and recommendations regarding the matters listed below.
- Engaged in discussions with counsel for Aequis' former officers, the SEC, and others regarding mediation regarding a possible framework for a resolution of the SEC enforcement action in the above-captioned matter.
- Participated in numerous telephone conferences with the SEC to coordinate the many items related to the SEC's lawsuit and administration of the Receivership.
- Responded to subpoenas and other requests for information from the SEC, other federal and state governmental agencies, and the entity defendants in a related class action matter, including preparing for, coordinating, participating in, and summarizing interviews of former employees.
- Helped Receiver finalize resolution of matters with the Massachusetts Attorney General regarding the student loan receivables portfolio held by Campus Student Funding, LLC,

including engaging in numerous discussions with the Receiver and other members of his team and government regulators concerning implementation of the resolution and responding to follow up questions from the Massachusetts Attorney General.

- Prepared for and participated in discussions with the Receiver's insurance counsel regarding claims under Aequitas insurance policies.
- Engaged in continuing discussions with all parties in an effort to facilitate a global resolution involving the Receiver, the insurance carriers, the investors and the individual defendants in the SEC enforcement matter.
- Participated in preparation of the Receiver's forensic report, including correspondence with SEC staff and other government personnel regarding same.

Ivan B. Knauer (Admitted *Pro Hac Vice*)  
 SNELL & WILMER L.L.P.  
 1101 Pennsylvania Avenue N.W., Ste. 312  
 Washington DC, 20004  
 Telephone: (202) 802-9770  
 Email: [iknauer@swlaw.com](mailto:iknauer@swlaw.com)

*Attorneys for Receiver and for Defendants*  
 AEQUITAS MANAGEMENT, LLC;  
 AEQUITAS HOLDINGS, LLC;  
 AEQUITAS COMMERCIAL FINANCE, LLC;  
 AEQUITAS CAPITAL MANAGEMENT, INC.;  
 AEQUITAS INVESTMENT MANAGEMENT, LLC

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**IN THE UNITED STATE DISTRICT COURT  
 FOR THE DISTRICT OF OREGON, PORTLAND DIVISION**

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**SECURITIES AND EXCHANGE  
 COMMISSION**

Plaintiff,

v.

**AEQUITAS MANAGEMENT, LLC, et al**

Defendants.

**CERTIFICATION OF IVAN B. KNAUER  
 IN SUPPORT OF RECEIVER'S  
 MOTION FOR APPROVAL OF FEE  
 APPLICATION**

No. 3:16-cv-00438-JR

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I, Ivan B. Knauer, certify as follows:

1. Attached is a true and accurate copy of the summary invoice for professional services rendered on behalf of the Receivership Estate, by Snell & Wilmer L.L.P., for the period of October 1, 2018 through December 31, 2018.

2. I have reviewed the summary invoice as well as the underlying time entries and other supporting data.

3. To the best of my knowledge, information and belief formed after reasonable inquiry, the summary invoice and all fees and expenses therein are true and accurate and comply with the Billing Instructions For Receivers In Civil Actions Commenced By The U.S. Securities And Exchange Commission (the "Billing Instructions").

4. To the best of my knowledge, information and belief formed after reasonable inquiry, all fees contained in the summary invoice are consistent with the rates previously approved by the Court and the Commission Staff, and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed.

5. To the best of my knowledge, information and belief formed after reasonable inquiry, Snell & Wilmer L.L.P. has not included any amount for which reimbursement is sought for the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the allowable amounts set forth in the Billing Instructions).

6. To the best of my knowledge, information and belief formed after reasonable inquiry, in seeking reimbursement for a service justifiably purchased or contracted for from a third party, Snell & Wilmer L.L.P. requests reimbursement only for the amount billed to Snell & Wilmer L.L.P. by the third-party vendor and paid to such vendor.

DATED this 23rd day of January, 2019.

/s/ Ivan B. Knauer  
Ivan B. Knauer



AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the “Receivership Entity”)

Case No. 3:16-cv-00438-JR

**SUMMARY OF PROFESSIONAL FEES AND EXPENSES  
PERFORMED BY SNELL & WILMER L.L.P.**

**October 1, 2018 through December 31, 2018**

Professional Fees	\$84,982.50
Expenses	1,506.01
<b>TOTAL</b>	<b>\$86,488.51</b>

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the “Receivership Entity”)

Case No. 3:16-cv-00438-JR

**SUMMARY OF PROFESSIONAL FEES PERFORMED BY SNELL & WILMER L.L.P.**

**October 1, 2018 through December 31, 2018**

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
I.B. Knauer	Partner	125.9	\$675.00	\$84,982.50

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
 AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
 MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
 (the "Receivership Entity")

Case No. 3:16-cv-00438-JR

**SUMMARY OF SNELL & WILMER L.L.P. FEES BY TASK AND PROFESSIONAL**  
**October 1, 2018 through December 31, 2018**

**B110 Case Administration**

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
I.B. Knauer	Partner	115.6	\$675.00	\$78,030.00

**B195 Non-Working Travel (billed at ½ of actual time)**

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
I.B. Knauer	Partner	10.3	\$675.00	\$6,952.50

<b>TOTAL</b>				<b>\$84,982.50</b>
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AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
 AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
 MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
 (the "Receivership Entity")

Case No. 3:16-cv-00438-JR

**SUMMARY OF SNELL & WILMER L.L.P. FEES BY ACTIVITY CODE**

**October 1, 2018 through December 31, 2018**

**01 SEC Enforcement Action**

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
I.B. Knauer	Partner	89.6	\$675.00	\$60,480.00

**18 Federal (non-SEC)**

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
I.B. Knauer	Partner	35.5	\$675.00	\$23,962.50

**19 State**

<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
I.B. Knauer	Partner	.8	\$675.00	\$540.00

AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC,  
AEQUITAS CAPITAL MANAGEMENT, INC., AEQUITAS INVESTMENT  
MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES  
(the “Receivership Entity”)

Case No. 3:16-cv-00438-JR

**SUMMARY OF SNELL & WILMER L.L.P. EXPENSES**

**October 1, 2018 through December 31, 2018**

<b>Expense Type</b>	<b>Total</b>
Travel Expense	\$1,506.01
<b>TOTAL</b>	<b>\$1,506.01</b>

# **EXHIBIT**

# **E**

## **Schwabe Williamson & Wyatt**

For professional services rendered and expenses incurred in connection with the Aequitas Receivership matter for this Eleventh Application Period from October 1, 2018 through December 31, 2018, as summarized below:

### **Asset Disposition**

During this Eleventh Application Period, Schwabe assisted the Receiver in negotiating and drafting transaction documents and pleadings for post-closing issues related to the Receivership Entity's interests in certain Receivership assets. Schwabe continues to assist the Receiver in various other on-going asset related efforts.

### **CarePayment Medical Receivables**

- Throughout the Application Period, Schwabe continued to work closely with the Receiver and CarePayment Technologies, Inc. ("CPYT") to finalize separation of the CarePayment platform from the Receivership.
- Schwabe assisted in the negotiation and execution of documents with healthcare providers that resulted in releases to the Receivership Entities in connection with prior contractual obligations of CarePayment, LLC and assignment of the agreements to an affiliate of CPYT.
- As of December 31, 2018, Schwabe assisted the Receiver in obtaining releases and provider agreement assignments in connection with 32 contracts, encompassing approximately 120 medical facilities. Several additional agreements with hospital providers were terminated.
- The Receiver and Schwabe, jointly with CPYT, are continuing to work on terminating or transitioning the remaining contractual relationships with marketing partners, targeting to complete the vast majority of such transactions by the end of the first quarter of 2019.

### **On Going Business Operations**

As outside general counsel, Schwabe assists the Receiver with day-to-day operational issues for the Aequitas entities. Work performed includes:

- Review and respond to inquiries from the Receiver regarding various registered investment advisor, custodial account, custodial property and the propriety of closing certain custodial accounts.
- Review and respond to certain note and tax related issues.
- Evaluate and respond to inquiries regarding note transfer and note valuation issues.
- Review, evaluate and respond to correspondence regarding certain non-disclosure provisions and legal issues. Draft revised non-disclosure agreement.
- Review and evaluate certain subordinated note and allonge issues, draft assignment and assumption agreement and allonge.

### **Case Administration**

As general counsel to the Receiver, Schwabe consults with the Receiver regarding the day-to-day issues that arise in the administration of this Receivership case. Work performed includes:

- Coordinating internal task management.
- Responding to inquiries from creditors, investors, investor groups, and legal counsel related to Receivership issues, questions, or disputes.
- Preparing for and participating in regular conference calls with the Receiver and his various professionals regarding the division of tasks for efficiency and avoidance of duplication.
- Preparing for and participating in the Investor Advisory Committee (IAC) meetings and the associated meetings with legal counsel for investors.
- Preparing for and participating in various meetings with the Receiver and the SEC Staff on numerous Receivership issues.
- Assisting in the preparation of the Receiver's mandatory interim reports.
- Reviewing and responding to inquiries from the Press.
- Researching and drafting memorandum regarding issues that arise in the ordinary course of the Receivership.
- Assisting the Receiver regarding certain insurance related issues.
- Assisting the Receiver with data collection, e-discovery, and data consolidation issues related to the forensic investigation.

### **Claims Administration**

Schwabe continues to assist the Receiver with issues related to the administration of claims and the development of the claims process, including the following efforts:

- During the fourth quarter of 2018, Schwabe assisted the Receiver's significant efforts developing the pleadings and other documents necessary for the claims process.
- Schwabe continued to work with the Receiver and his other retained professionals designing and drafting the necessary pleadings and other documentation for the upcoming claims process. Efforts included the selection of Epiq Restructuring Service, LLC as the Receiver's claims agent.
- The Receiver circulated the claims motion, exhibits and associated documents for conferral in February and anticipates filing them with the Court in the first quarter of 2019.

### **Distribution Plan**

Schwabe has assisted the Receiver with issues related to the development of a plan of distribution, including the following efforts:

- Preparing for and participating in regular conference calls with the Receiver and his various professionals regarding numerous distribution plan issues.



- Researching and drafting memorandum regarding priority and distribution issues needed for the formulation of distribution plan analysis.
- Preparing for and participating in regular conference calls with the Receiver, his various professionals and various counsel for investors and other interested parties regarding a variety of distribution plan issues.
- Review and respond to various correspondence from interested parties regarding plan distribution issues.
- Research and prepare memorandum for the Receiver regarding various plan distribution issues.

## **Litigation**

Schwabe provides litigation-related services and advice to the Receiver for matters such as the SEC enforcement action, general litigation issues, issues related to the Fieldstone Financial Management litigation, data base and investigation issues, issues related to the Tonkon Torp litigation and other litigation matters. Work has included the following:

### **SEC Enforcement Action**

- Review and evaluate issues presented as a result of discussions to resolve certain aspects of the SEC action.
- Communicate with investor counsel groups regarding on-going negotiations with the SEC and others, insurance related issues and investor claims against the Receivership Entity.

### **General Issues**

- Prepare for and participate in meetings and other communications with the Receiver, the FTI team and the Aequis team regarding various litigation issues.
- Discussions and communications with the Receiver and opposing counsel regarding discovery and other litigation management issues.
- Monitor third-party litigation, including the review of pleadings, communication with investors' counsel and communications with the Receiver and the FTI team.
- Extensive communications with the Receiver and investors' counsel regarding the investigation of and documentation related to third-party claims.
- Prepare and present a comprehensive update on litigation matters to the Receiver and for inclusion in the Receiver's quarterly report.
- Review documents and other materials in order to advise the Receiver regarding various potential actions and the scope of a motion to lift the stay.
- Draft motion, declaration and proposed order to file under seal the schedule of claims the Receiver wants to pursue.
- Communicate with SEC Staff regarding various issues related to the forensic investigation and potential claims of the Receivership.
- Extensive communications with the Receiver and counsel for a number of targeted parties related to the Receiver's potential claims, evidence in support of the claims, legal authority in support of the claims, transaction histories, distribution related

issues and options for potential resolution in advance of formal litigation proceedings.

### **Fieldstone Financial Management**

- Review, analyze and advise the Receiver regarding Judge Hernandez Order regarding the Receiver's objections to Judge Papak's findings and recommendations regarding defendants' motion for reconsideration.
- Communicate with SEC Staff regarding the issues related to potential options for resolving the litigation.
- Extensive communications with the Receiver and counsel regarding potential options for resolution of the litigation.

### **Insured Defense**

- Review and analyze amended claims by investors against the Receivership Entity, related research and work on a comprehensive evaluation of the Receivership Entity's insurance in consideration of the suspended mediation.
- Extensive communications with the Receiver, Receiver's coverage counsel, investors' counsel, and insurance carriers' representatives regarding mediation related issues.
- Review, analyze and advise the Receiver regarding the issues related to the term sheet proposed by investors' counsel.
- Research and draft memorandum for the Receiver regarding a number of issues related to potential resolution of and the impact of resolution of investor claims on a distribution plan.
- Prepare for and participate in the second mediation proceedings between the Receiver, investor counsel, representatives of the insurance carriers and the mediator.
- Extensive communications with the Receiver, Receiver's coverage counsel, investors' counsel, insurance carrier representatives and the mediator regarding potential resolution and other issues arising in the second mediation.

### **Tonkon Torp**

- Extensive communications with the Receiver, the FTI team, SEC staff counsel, investors' counsel, class counsel, and counsel for Tonkon Torp regarding various procedural and other issues related to the potential resolution of claims.
- Communications with class counsel regarding issues related to notification to class members.
- Extensive communications with the Receiver, the FTI team, SEC staff counsel, investors' counsel, class counsel, and counsel for Tonkon Torp regarding class certification, pro tanto claims bar and other issues related to the potential resolution of claims.

Lawrence R. Ream  
Admitted pro hac vice  
lream@schwabe.com  
Schwabe Williamson & Wyatt  
1420 5<sup>th</sup> Avenue, Suite 3400  
Seattle, WA 98101  
Phone No. (206) 407-1551  
Fax No. (206) 292-0460

Attorneys for Receiver for Defendants  
AEQUITAS MANAGEMENT, LLC; AEQUITAS HOLDINGS,  
LLC; AEQUITAS COMMERCIAL FINANCE, LLC; AEQUITAS  
CAPITAL MANAGEMENT, INC.; AEQUITAS INVESTMENT  
MANAGEMENT, LLC

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF OREGON  
PORTLAND DIVISION

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

AEQUITAS MANAGEMENT, LLC;  
AEQUITAS HOLDINGS, LLC;  
AEQUITAS COMMERCIAL FINANCE,  
LLC; AEQUITAS CAPITAL  
MANAGEMENT, INC.; AEQUITAS  
INVESTMENT MANAGEMENT, LLC;  
ROBERT J. JESENİK; BRIAN A. OLIVER;  
and N. SCOTT GILLIS,

Defendants.

No. 3:16-cv-00438-JR

CERTIFICATION OF LAWRENCE R. REAM  
IN SUPPORT OF RECEIVER'S MOTION  
FOR APPROVAL OF ELEVENTH INTERIM  
FEE APPLICATION

I, Lawrence R. Ream, certify as follows:

1. Attached is a true and accurate copy of the summary invoice for professional

Page 1 - CERTIFICATION OF LAWRENCE R. REAM ON  
BEHALF OF SCHWABE WILLIAMSON & WYATT IN  
SUPPORT OF RECEIVER'S MOTION FOR APPROVAL  
OF ELEVENTH INTERIM FEE APPLICATION  
(OCTOBER 1, 2018 THROUGH DECEMBER 31, 2018)

services rendered and expenses incurred on behalf of the Receivership Estate, by Schwabe Williamson & Wyatt, for the period of October 1, 2018 through December 31, 2018.

2. I have reviewed the summary invoice as well as the underlying time entries and other supporting data.

3. To the best of my knowledge, information and belief formed after reasonable inquiry, the summary invoice and all fees and expenses therein are true and accurate and comply with the Billing Instructions For Receivers In Civil Actions Commenced By The U.S. Securities And Exchange Commission (the "Billing Instructions").

4. To the best of my knowledge, information and belief formed after reasonable inquiry, all fees contained in the summary invoice are consistent with the rates previously approved by the Court and the Commission Staff, and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed.

5. To the best of my knowledge, information and belief formed after reasonable inquiry, Schwabe Williamson & Wyatt has not included any amount for which reimbursement is sought for the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the allowable amounts set forth in the Billing Instructions).

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6. To the best of my knowledge, information and belief formed after reasonable inquiry, in seeking reimbursement for a service justifiably purchased or contracted for from a third party, Schwabe Williamson & Wyatt requests reimbursement only for the amount billed to Schwabe Williamson & Wyatt by the third-party vendor and paid to such vendor.

Dated this 21st day of March, 2019.

/s/ Lawrence R. Ream  
Lawrence R. Ream, on behalf of Schwabe  
Williamson & Wyatt

# Schwabe

WILLIAMSON & WYATT®

1211 SW Fifth Avenue, Suite 1900  
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Eugene, OR  
Mountain View, CA

TAX ID# IRS-93-1130272

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL MANAGEMENT, INC.,  
AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the "Receivership Entity")  
Case No. 3:16-cv-00438-JR**

**Summary of Professional Fees and Expenses for Schwabe, Williamson & Wyatt P.C.  
For the Period October 1, 2018 through December 31, 2018**

Professional Fees	\$440,064.50
Expenses	<u>\$ 4,330.27</u>
Total	\$444,394.77

**TERMS: DUE AND PAYABLE UPON RECEIPT.**

AMOUNTS UNPAID MORE THAN 30 DAYS AFTER INVOICING ARE SUBJECT TO A LATE PAYMENT CHARGE OF 9% PER ANNUM.  
IOLTA PARTICIPANTS • PROCEEDS SUPPORT PUBLIC INTEREST OBJECTIVES OF THE LAW FOUNDATIONS.

**ATTORNEY-CLIENT COMMUNICATION, PRIVILEGED AND CONFIDENTIAL.**

**Schwabe**

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 AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the "Receivership Entity")**

**Case No. 3:16-cv-00438-JR**

**Summary of Professional Fees by Professional for Schwabe, Williamson & Wyatt P.C.  
 For the Period October 1, 2018 through December 31, 2018**

Professional	Title	Hours	Rate	Amount
Poust, Alex	Shareholder	6.65	510.00	3,391.50
Gamblin, Amanda T	Shareholder	7.30	510.00	3,723.00
Eller, Dan	Shareholder	1.00	510.00	510.00
Hagan, Kelly T	Shareholder	0.40	510.00	204.00
Ream, Lawrence R	Shareholder	330.80	510.00	168,708.00
Livingston, Trevor A	Shareholder	17.00	510.00	8,670.00
Tongue, Thomas M	Shareholder	3.50	510.00	1,785.00
Parker, Joel A	Shareholder	0.30	490.00	147.00
Greenfield, Troy D	Shareholder	345.70	490.00	169,393.00
Lee, Andrew J	N/EQ Sh/holder	25.70	465.00	11,950.50
Howell, Bruce	N/EQ Sh/holder	0.40	465.00	186.00
Davydova, Janna A	N/EQ Sh/holder	0.70	465.00	325.50
Loupin, Amanda R	Associate	4.60	330.00	1,518.00
Corbett, Annyika	Associate	9.70	330.00	3,201.00
Bowman, Blake K	Associate	70.00	330.00	23,100.00
Casas, CaroLea W	Associate	56.10	330.00	18,513.00
Ostrom, Rosa O	Associate	5.60	330.00	1,848.00
Dumm, Ryan W	Associate	39.30	330.00	12,969.00
Allen, Thomas E	Associate	20.90	275.00	5,747.50
Salcedo, Armando	Legal Assistant	12.60	230.00	2,898.00
Luoto, Deric L.	Legal Assistant	4.80	230.00	1,104.00
Chapman, Julie M	Legal Assistant	0.75	230.00	172.50
<b>Hours/Fees</b>		<b>963.80</b>		<b>440,064.50</b>

**TERMS: DUE AND PAYABLE UPON RECEIPT.**

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# Schwabe

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TAX ID# IRS-93-1130272

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL MANAGEMENT, INC.,  
AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the "Receivership Entity")**  
**Case No. 3:16-cv-00438-JR**

**Summary of Professional Fees by Task Code for Schwabe, Williamson & Wyatt P.C.  
For the Period October 1, 2018 through December 31, 2018**

**Asset Analysis & Recovery – B101**

Professional	Title	Rates	Hours	Amount
Poust, Alex	Shareholder	510.00	1.50	765.00
Davydova, Janna A	Shareholder	465.00	0.70	325.50
Lee, Andrew J	N/EQ Sh/holder	465.00	10.60	4,929.00
Bowman, Blake K	Associate	330.00	0.30	99.00
<b>Task Total</b>			<b>13.10</b>	<b>6,118.50</b>

**Asset Disposition – B102**

Professional	Title	Rates	Hours	Amount
Ream, Lawrence R	Shareholder	510.00	12.60	6,426.00
Hagan, Kelly	Shareholder	510.00	0.40	204.00
Livingston Trevor A	Shareholder	510.00	1.00	510.00
Greenfield, Troy D	Shareholder	490.00	0.40	196.00
Bowman, Blake K	Associate	330.00	45.20	14,916.00
<b>Task Total</b>			<b>59.60</b>	<b>22,252.00</b>

**Ongoing Business Operations – B103**

Professional	Title	Rates	Hours	Amount
Greenfield, Troy D	Shareholder	490.00	1.00	490.00
Bowman, Blake K	Associate	330.00	4.80	1,584.00
<b>Task Total</b>			<b>5.80</b>	<b>2,074.00</b>

**Case Administration – B105**

Professional	Title	Rates	Hours	Amount
Ream, Lawrence R	Shareholder	510.00	22.10	11,271.00
Poust, Alex	Shareholder	510.00	1.95	994.50
Greenfield, Troy D	Shareholder	490.00	54.50	26,705.00
Lee, Andrew J	N/EQ Sh/holder	465.00	10.80	5,022.00
<b>Task Total</b>			<b>89.35</b>	<b>43,992.50</b>

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 AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the "Receivership Entity")  
 Case No. 3:16-cv-00438-JR**

**Summary of Professional Fees by Task for Schwabe, Williamson & Wyatt P.C.  
 For the Period October 1, 2018 through December 31, 2018**

**Claims Administration & Objections – B106**

Professional	Title	Rate	Hours	Amount
Ream, Lawrence R	Shareholder	510	196.30	100,113.00
Poust, Alex	Shareholder	510	2.60	1,326.00
Livingston, Trevor A	Shareholder	510	6.90	3,519.00
Gamblin, Amanda T	Shareholder	510	6.20	3,162.00
Eller, Dan	Shareholder	510	1.00	510.00
Greenfield, Troy D	Shareholder	490	35.80	17,542.00
Lee, Andrew J	N/EQ Sh/holder	465	4.20	1,953.00
Howell, Bruce	N/EQ Sh/holder	465	0.40	186.00
Bowman, Blake K	Associate	330	14.00	4,620.00
Ostrom, Rosa O	Associate	330	5.60	1,848.00
Allen, Thomas E	Associate	275	20.90	5,747.50
Salcedo, Armando	Legal Assistant	230	12.60	2,898.00
<b>Total Task</b>			<b>306.50</b>	<b>143,424.50</b>

**Receiver Plan & Analysis Issues – B108**

Professional	Title	Rate	Hours	Amount
Livingston, Trevor A	Shareholder	510.00	9.10	4,641.00
Ream, Lawrence R	Shareholder	510.00	35.00	17,850.00
Corbett, Annyika	Associate	330.00	9.70	3,201.00
Loupin, Amanda R	Associate	330.00	4.60	1,518.00
<b>Total Task</b>			<b>58.40</b>	<b>27,210.00</b>

**Litigation – B109**

Professional	Title	Rate	Hours	Amount
Alex Poust	Shareholder	510.00	0.60	306.00
Amanda T Gamblin	Shareholder	510.00	1.10	561.00
Lawrence R Ream	Shareholder	510.00	64.80	33,048.00
Thomas M Tongue	Shareholder	510.00	3.50	1,785.00
Joel A Parker	Shareholder	490.00	0.30	147.00
Troy D Greenfield	Shareholder	490.00	254.00	124,460.00
Andrew J Lee	N/EQ Sh/holder	465.00	0.10	46.50
Blake K Bowman	Associate	330.00	5.70	1,881.00
CaroLea W Casas	Associate	330.00	56.10	18,513.00
Ryan W Dumm	Associate	330.00	39.30	12,969.00
Deric L. Luoto	Legal Assistant	230.00	4.80	1,104.00
Julie M Chapman	Legal Assistant	230.00	0.75	172.50
<b>Total Task</b>			<b>431.05</b>	<b>194,993.00</b>
<b>Grand Total</b>			<b>963.80</b>	<b>440,064.50</b>

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TAX ID# IRS-93-1130272

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL MANAGEMENT, INC.,  
 AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the "Receivership Entity")  
 Case No. 3:16-cv-00438-JR**

**Summary of Expenses for Schwabe, Williamson & Wyatt P.C.  
 For the Period October 1, 2018 through December 31, 2018**

<b>Expense Type</b>	<b>Quantity</b>	<b>Rate</b>	<b>Amount</b>
Copies/Print	68	0.15	10.20
Copies/Print	76	0.15	11.40
Color Copies/Print	705	0.15	105.75
Arbitrator/Mediator Fee			1,063.64
Court Access Fees			45.90
Car rental			86.48
Online Research			1,731.62
Fees (professional)			62.13
Meals			42.45
Meals (IAC Mtg)			187.00
Mileage/Parking Fees			41.97
Professional publications			30.00
Records			90.00
Shipping charges			9.81
Telephone conference calling			14.77
Travel expenses			342.15
UCC Filing/Search			455.00
<b>Total Expenses</b>			<b>4,330.27</b>

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# **EXHIBIT**

## **F**

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL MANAGEMENT, INC.,  
AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the “Receivership Entity”)**

**Case No.: 3:16-cv-00438-JR (4<sup>th</sup> Quarter 2018)**

### **Law Offices of Stanley H. Shure**

For professional services rendered and expenses incurred in connection with the Aequitas Receivership matter from October 1, 2018 to December 31, 2018, as described below:

### **Investor Claims Against Receivership (And Related Travel)**

During the course of Q4 2018, Law Offices of Stanley H. Shure (“Shure”) continued providing the Receivership Entity with legal services involving issues arising out of and in connection with the various demand letters the Receiver received during the course of the Q3 2017 from counsel representing former investors in various Aequitas (now receivership) entities making monetary demands upon the Receivership Entity. These letters qualify as “Claims” under the various 2014/2015 and 2015/2016 Management Liability/D&O Insurance policies. The services Shure provided arising out of, in connection with, or attributable to, these various investor claims during the Q4 2018 include, but are not limited to:

- (i) Analyzing the potential impact upon insurance coverage as applied to the Investors’ Claims against the Receivership Entity, under the 2014/2015 and 2015/2016 policy-year policies, based upon the fact that the Receiver’s forensic investigation revealed evidence which could lead a finder of fact to conclude that Aequitas was, at some point, operated as a Ponzi scheme, including but not limited to, review and analysis of relevant documentation, review and analysis of case law germane to policy provisions contained in 2014/2015 and 2015/2016 policy-year policy, and drafting memorandum regarding these issues;
- (ii) Preparation of Stipulation and [Proposed] Order between Receivership Entity and the Individual Defendants authorizing the insurer Starr, under its 2014/2015 policy, to pay defense costs incurred by Individual Defendants in the SEC Enforcement Action, but not paid by Forge under its 2014/2015 policy, and the amounts incurred by counsel, up to a specific figure, for each Individual Defendant in connection with preparing for and attending the November 2018 mediation in Seattle, Washington;
- (iii) Preparation of correspondence to counsel for certain 2014/2015 policy-year insurers regarding coverage under their respective policies, including commenting upon the positions they had previously taken, including the authenticity of documentation they rely upon;
- (iv) Communicating with other professionals retained by the Receivership Entity regarding the status of the SEC Enforcement Action against the Individual Defendants;
- (v) Communicating with other professionals retained by the Receivership Entity regarding the status of negotiations between the Receivership Entity and counsel for the Investors;
- (vi) Preparation of mediation brief in connection with the November 12, 2018 mediation in Seattle, Washington, regarding, *inter alia*, entering into a settlement with 2014/2015 and 2015/2016 policy-year insurers for the Investors’ Claims against the Receivership Entity, including reviewing, revising and supplementing draft mediation brief and reviewing and analyzing relevant case law;

- (vii) Review and analyze mediation brief submitted by counsel for Investors re November 12, 2018 mediation in Seattle Washington;
- (viii) Review and analyze draft of possible settlement agreement between Receivership Entity and Investors, including prepare revisions thereto and conferences re same.
- (ix) Attend mediation in Seattle, Washington on November 12, 2018, attempting, *inter alia*, to settle with 2014/2015 and 2015/2016 policy-year insurers the Investors' Claims against the Receivership Entity;
- (x) Continue reviewing, revising and supplementing draft complaint against 2014/2015 policy-year and 2015/2016 policy-year insurers, including conferences and analysis re same;
- (xi) Review and analyze "Choice of Law" provisions found in some of 2014/2015 and 2015/2016 policy-year policies;
- (xii) Review and analyze New York law regarding an insurer's duty to settle;
- (xiii) Review and analyze New York law germane to the application of various provisions found in 2014/2015 and 2015/2016 policy-year policies related to issues involving coverage under these policies for the Investors' Claims; and
- (xiv) Review and analyze question involving whether an insurer with a New York choice of law provision waives or is estopped to assert New York law applies, when it has previously asserted Oregon law applies.

#### **Out of Town/Air Travel Time**

Shure, during the 4Q 2018, performed services falling within this category of work in connection traveling to and from Seattle, Washington. This out of town/air travel time occurred in connection with the mediation scheduled for November 12, 2018.

**Stanley H. Shure**  
**Law Offices of Stanley H. Shure**  
**2355 Westwood Blvd. #374**  
**Los Angeles, CA 90064**  
**Phone No.: (310) 984-6945**  
**Fax No.: (310) 984-6945**  
**E-mail: sshure@shurelaw.com**

Special Insurance Counsel for Receiver for Defendants  
AEQUITAS MANAGEMENT, LLC; AEQUITAS HOLDINGS,  
LLC; AEQUITAS COMMERCIAL FINANCE, LLC; AEQUITAS  
CAPITAL MANAGEMENT, INC.; AEQUITAS INVESTMENT  
MANAGEMENT, LLC

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF OREGON  
PORTLAND DIVISION

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

AEQUITAS MANAGEMENT, LLC;  
AEQUITAS HOLDINGS, LLC;  
AEQUITAS COMMERCIAL FINANCE,  
LLC; AEQUITAS CAPITAL  
MANAGEMENT, INC.; AEQUITAS  
INVESTMENT MANAGEMENT, LLC;  
ROBERT J. JESENİK; BRIAN A. OLIVER;  
and N. SCOTT GILLIS,

Defendants.

No. 3:16-cv-00438-JR

CERTIFICATION OF STANLEY H. SHURE  
IN SUPPORT OF RECEIVER'S MOTION  
FOR APPROVAL OF ELEVENTH (11<sup>TH</sup>)  
INTERIM FEE APPLICATION

I, Stanley H. Shure, certify as follows:

1. Attached is a true and accurate copy of the summary invoice for professional

services rendered on behalf of the Receivership Estate, by Law Offices of Stanley H. Shure, for the period of October 1, 2018 through December 31, 2018.

2. I have reviewed the summary invoice as well as the underlying time entries and other supporting data.

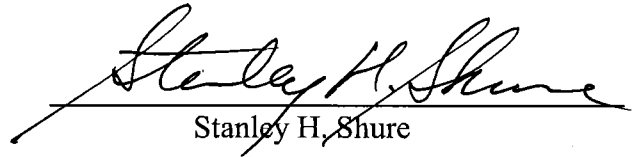
3. To the best of knowledge, information and belief formed after reasonable inquiry, the summary invoice and all fees and expenses therein are true and accurate and comply with the Billing Instructions For Receivers In Civil Actions Commenced By The U.S. Securities And Exchange Commission (the "Billing Instructions").

4. To the best of my knowledge, information and belief formed after reasonable inquiry, all fees contained in the summary invoice are consistent with the rates previously approved by the Court and the Commission Staff, and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed.

5. To the best of my knowledge, information and belief formed after reasonable inquiry, Law Offices of Stanley H. Shure has not included any amount for which reimbursement is sought for the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the allowable amounts set forth in the Billing Instructions).

6. To the best of my knowledge, information and belief formed after reasonable inquiry, in seeking reimbursement for a service justifiably purchased or contracted for from a third party, Law Offices of Stanley H. Shure requests reimbursement only for the amount billed to Law Offices of Stanley H. Shure by the third-party vendor and paid to such vendor.

Dated this 13<sup>th</sup> day of March 2019.



Stanley H. Shure

Page 3 - CERTIFICATION OF STANLEY H. SHURE IN  
SUPPORT OF RECEIVER'S MOTION FOR  
APPROVAL OF ELEVENTH (11<sup>TH</sup>) INTERIM FEE  
APPLICATION

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**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL  
MANAGEMENT, INC., AEQUITAS INVESTMENT MANAGEMENT LLC AND CERTAIN RELATED  
ENTITIES (the “Receivership Entity”)  
Case No.: 3:16-cv-00438-JR**

Summary of Law Offices of Stanley H. Shure’s Professional Fees by Professional  
For the Period October 1, 2018 Through December 31, 2018 (4<sup>th</sup> Quarter 2018)

<b>Professional</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Shure, Stanley	Principal	\$403.75	99.80	\$40,294.25
Shure, Stanley	Principal	\$201.87	9.80	\$ 1,978.33
Picariello, Salvatore	Of Counsel	\$318.75	<u>153.50</u>	<u>\$48,928.13</u>
<b>Total Hours and Fees</b>			<b>263.10</b>	<b>\$91,200.71</b>
<b>Expenses</b>				<b><u>\$ 1,098.43</u></b>
<b>Total</b>				<b>\$92,299.14<sup>1</sup></b>

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<sup>1</sup> There is a discrepancy of \$0.01 between the total set forth here of \$92,299.14 and the sum of the three invoices making up the 4<sup>th</sup> Quarter 2018 which is \$92,299.13. The \$92,299.14 figure however is going to be used for purposes of the submission of these fees and expenses for court approval.

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL MANAGEMENT, INC.,  
AEQUITAS INVESTMENT MANAGEMENT LLC AND CERTAIN RELATED ENTITIES (the “Receivership Entity”)  
Case No.: 3:16-cv-00438-JR**

Summary of Law Offices of Stanley H. Shure’s Fees by Activity and Professional  
For the Period October 1, 2018 Through December 31, 2018 (4<sup>th</sup> Quarter 2018)

<u>Activity/Professional</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
<b><u>Investor Claims Against Receivership</u></b>				
Shure, Stanley	Principal	\$403.75	99.80	\$40,294.25
Picariello, Salvatore	Of Counsel	\$318.75	<u>153.50</u>	<u>\$48,928.13</u>
	<i>Activity Total</i>		<b>253.30</b>	<b>\$89,222.38</b>
<b><u>Out of Town/Air Travel</u></b>				
Shure, Stanley	Principal	\$201.87	<u>9.80</u>	<u>\$ 1,978.33<sup>1</sup></u>
	<i>Activity Total</i>		<b>9.80</b>	<b>\$ 1,978.33</b>
<b>TOTAL LABOR</b>			<b>263.10</b>	<b>\$91,200.71</b>
<b>TOTAL EXPENSES</b>				<b><u>\$ 1,098.43</u></b>
<b>GRAND TOTAL</b>				<b>\$92,299.14<sup>2</sup></b>

<sup>1</sup> The 9.80 hours charged at the rate of \$201.87 per hour is for the time spent by Mr. Shure in connection with his traveling to and from Seattle, WA for a mediation that occurred there on November 12, 2018. The \$201.87 per hour rate is 50% of the \$403.75 per hour rate the court approved as the amount Mr. Shure could charge for his services in this matter. Charging 50% of Mr. Shure’s court approved rate (here \$403.87 per hour) for “out of town” travel – defined as beyond 75 miles – such as a round trip between Los Angeles, California (where Mr. Shure resides) and Portland, Oregon – is mandated by SEC rules.

<sup>2</sup> There is a discrepancy of \$0.01 between the total set forth here of \$92,299.14 and the sum of the three invoices making up the 4<sup>th</sup> Quarter 2018 which is \$92,299.13. The \$92,299.14 figure however is going to be used for purposes of the submission of these fees and expenses for court approval.

# **EXHIBIT**

# **G**

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL  
MANAGEMENT, INC., AEQUITAS  
INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the “Receivership Entity”)  
Case No. 3:16-cv-00438-JR**

**Morrison & Foerster LLP**

For professional services rendered and expenses incurred in connection with the Aequitas Receivership matter from October 1, 2018 through December 31, 2018, as described below:

**Litigation/Government Investigations**

Acting as counsel to the Receiver in implementation of the executory requirements of the Bureau of Consumer Financial Protection (“Bureau”) Consent Order and the parallel settlement documents with various State Attorneys General (“AG’s”); advice regarding UAS and borrower’s counsel inquiry; advice regarding IRS outreach; advice regarding reamortization notice and agreement; advice regarding 1099 tax issues; advice regarding loan deferrals and disclosures; advice regarding administration of loans and compliance with order and legal requirements; and advice regarding credit reporting issues and research.

Morrison & Foerster LLP has worked directly with the Receiver and Receiver’s counsel Pepper Hamilton. The Firm has not made an appearance before the Court in the Receivership proceeding.

NOTE: In its billing statements to the Receiver, the Firm has not ascribed Task Codes to time entries, as the SEC-provided Task Codes do not correspond with the Firm’s work for the Receiver.

**Steven M. Kaufmann** (To be Admitted *Pro Hac Vice*)

[skaufmann@mof.com](mailto:skaufmann@mof.com)

**Morrison & Foerster LLP**

**2000 Pennsylvania Avenue, N.W., Suite 6000**

**Washington, DC 20006**

**202.887.8739 (phone)**

**202.887.0763 (fax)**

Attorneys for Receiver for Defendants

AEQUITAS MANAGEMENT, LLC; AEQUITAS HOLDINGS, LLC;  
AEQUITAS COMMERCIAL FINANCE, LLC; AEQUITAS CAPITAL  
MANAGEMENT, INC.; AEQUITAS INVESTMENT MANAGEMENT,  
LLC

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF OREGON

PORTLAND DIVISION

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

AEQUITAS MANAGEMENT, LLC;  
AEQUITAS HOLDINGS, LLC; AEQUITAS  
COMMERCIAL FINANCE, LLC; AEQUITAS  
CAPITAL MANAGEMENT, INC.; AEQUITAS  
INVESTMENT MANAGEMENT, LLC;  
ROBERT J. JESENK; BRIAN A. OLIVER;  
and N. SCOTT GILLIS,

Defendants.

No. 3:16-cv-00438-JR

CERTIFICATION OF **STEVEN M. KAUFMANN**  
IN SUPPORT OF RECEIVER'S MOTION FOR  
APPROVAL OF INTERIM FEE APPLICATION

I, **Steven M. Kaufmann**, certify as follows:

1. Attached is a true and accurate copy of the monthly invoices for professional services rendered on behalf of the Receivership Estate, by **Morrison & Foerster LLP**, for the period of **October 1, 2018** through **December 31, 2018**.

2. I have read the entirety of each invoice.

3. To the best of knowledge, information and belief formed after reasonable inquiry, the invoice and all fees and expenses therein are true and accurate and comply with the Billing Instructions For Receivers In Civil Actions Commenced By The U.S. Securities And Exchange Commission (the "Billing Instructions"), except for instructions related to SEC Receivership Task Codes. Such Task Codes technically do not correspond with the legal work, involving government investigations that the Receiver retained Morrison & Foerster LLP to undertake.

4. To the best of my knowledge, information and belief formed after reasonable inquiry, all fees contained in the invoice are consistent with the rates previously approved by the Court and the Commission Staff, and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed.

5. To the best of my knowledge, information and belief formed after reasonable inquiry, Morrison & Foerster LLP has not included any amount for which reimbursement is sought for the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the allowable amounts set forth in the Billing Instructions).

6. To the best of my knowledge, information and belief formed after reasonable inquiry, in seeking reimbursement for a service justifiably purchased or contracted for from a third party, Morrison & Foerster LLP requests reimbursement only for the amount billed to Morrison & Foerster LLP by the third-party vendor and paid to such vendor.

Dated this 18<sup>th</sup> day of January, 2019.

  
\_\_\_\_\_  
Steven M. Kaufmann

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL MANAGEMENT, INC.,  
AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the “Receivership Entity”)  
Case No. 3:16-cv-00438-JR**

**Summary of Morrison & Foerster LLP Professional Fees By Professional  
For the Period October 1, 2018 Through December 31, 2018**

<b>Professional</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Steven Kaufmann	Partner	\$913.75	6.30	\$ 5,756.65
<u>Angela Kleine</u>	Partner	<u>\$786.25</u>	<u>0.20</u>	<u>\$ 157.25</u>
<b>Total Hours and Fees</b>			<b>6.50</b>	<b>\$ 5,913.90</b>

**AEQUITAS MANAGEMENT, LLC, AEQUITAS HOLDINGS, LLC, AEQUITAS CAPITAL MANAGEMENT, INC.,  
AEQUITAS INVESTMENT MANAGEMENT, LLC AND CERTAIN RELATED ENTITIES (the “Receivership Entity”)  
Case No. 3:16-cv-00438-JR**

**Summary of Morrison & Foerster LLP, Expense By Expense Type  
For the Period October 1, 2018 Through December 31, 2018**

<b><u>Expenses</u></b>	<b><u>Total</u></b>
There are no expenses to report this quarter	
<b>Total Expenses</b>	<b><u>\$0.00</u></b>