

**UNITED STATES DISTRICT COURT**

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DISTRICT OF OREGON

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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

ORDER GRANTING RECEIVER'S THIRD  
MOTION TO APPROVE CLASSIFICATION  
OF CERTAIN CLAIMS  
(ADMINISTRATIVE, CONVENIENCE  
CLASS, CREDITORS, AND DEFRAUDED  
INVESTORS), ALLOW AND APPROVE  
DISTRIBUTIONS ON ACCOUNT OF  
CERTAIN CLAIMS, AND APPROVING  
DISTRIBUTIONS TO CLAIMANTS WHO  
ELECT RECLASSIFICATION TO  
CONVENIENCE CLASS STATUS

This matter having come before the Court on Receiver's Third Motion to Approve Classification of Certain Claims (Administrative, Convenience Class, Creditors, and Defrauded Investors), Allow and Approve Distributions on Account of Certain Claims, and Approving Distributions to Claimants Who Elect Reclassification to Convenience Class Status (the "Motion")<sup>1</sup> [Dkt. 895], and the Court, having given all counsel, and all affected parties an opportunity to oppose the Motion, and having considered the Declaration of Ronald F. Greenspan [Dkt. 896] filed in support thereof, and the Court being fully advised in the premises, now, therefore,

THE COURT FINDS as follows:

A. On March 10, 2016, the Securities and Exchange Commission ("SEC") filed a complaint in this Court against the five entity defendants, Robert J. Jesenik, Brian A. Oliver, and N. Scott Gillis.

B. On March 16, 2016, pursuant to the Stipulated Interim Order Appointing Receiver, the Receiver was appointed as receiver for the entity defendants and 43 related entities (together, the "Receivership Entity") on an interim basis (the "Interim Receivership Order"). On April 14, 2016, pursuant to the Order Appointing Receiver, the Receiver was appointed as receiver for the Receivership Entity on a final basis (the "Final Receivership Order").

C. Due, timely, and adequate notice of the Motion was given, and such notice was good, sufficient, and appropriate under the circumstances. No other or further notice of the Motion is or shall be required.

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<sup>1</sup> Capitalized terms not otherwise defined in this Order shall have the meanings ascribed to them in the Motion.

D. On December 31, 2019, the Receiver moved the Court for a determination that the Aequitas Enterprise operated as a Ponzi scheme and approval of the Receiver's proposed distribution plan.<sup>2</sup> That same day, the Receiver moved the Court to approve a notice procedure, briefing schedule, and hearing date.<sup>3</sup>

E. On January 14, 2020, the Court approved the Receiver's proposed means of providing interested parties notice of the Receiver's proposed distribution plan and Ponzi determination.<sup>4</sup> The Court set briefing deadlines, including a February 20, 2020 deadline for interested parties to file objections.<sup>5</sup> The Court additionally set March 31, 2020, as the hearing date on the Receiver's motion regarding a Ponzi determination and distribution plan.<sup>6</sup>

F. On March 31, 2020, following the scheduled hearing, this Court concluded that the Aequitas Enterprise operated as a Ponzi scheme.<sup>7</sup> Relatedly, the Court approved the Receiver's proposed distribution plan, as modified.<sup>8</sup>

G. The Court having reviewed the Motion, and having considered the presentations of counsel, and having considered any objections filed to the Motion, if any, and it appearing that the relief sought in the Motion is in the best interest of the Receivership Entity and its estate, and for good cause shown,

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<sup>2</sup> Receiver's Motion to Approve Receiver's Distribution Plan and Determination of a Ponzi Scheme [Dkt. 787].

<sup>3</sup> Receiver's Motion for Order (1) Approving Form and Manner of Notice Regarding Approval of Proposed Distribution Plan and Ponzi Determination, (2) Approving Procedures and Deadlines, (3) Setting a Hearing, and for Related Relief [Dkt. 785].

<sup>4</sup> Order: (1) Approving Form and Manner of Notice Regarding Approval of Proposed Distribution Plan and Ponzi Determination, (2) Approving Procedures and Deadlines, (3) Setting a Hearing, and for Related Relief [Dkt. 790].

<sup>5</sup> *Id.* at 2-3.

<sup>6</sup> *Id.* at 3.

<sup>7</sup> FF&CL [Dkt. 813] at 14.

<sup>8</sup> *Id.* at 18.

IT IS HEREBY ORDERED AND DECREED as follows.

1. The Motion is granted in its entirety and the Court hereby:
  - (a) Approves the Receiver's classification of the Claims of Specified Claimants listed on the following Exhibits to the Declaration of Ronald F. Greenspan:

Exhibit 1	Administrative Class Claims
Exhibit 2	Convenience Class Claims
Exhibit 3	Creditor Class Claims
Exhibit 4	Defrauded Investor Class Claims
  - (b) Approves the Receiver's reclassification of those Allowed Creditor Class Claimants who elect to become Allowed Convenience Class Claimants;
  - (c) For those Specified Claimants in Exhibits 1 – 3, with Allowed Claims for which distributions may be had under the Distribution Plan, including Claimants who elect reclassification to Convenience Class status, approves the final distribution of amounts (which for some Allowed Claims is zero) in full satisfaction of those Allowed Claims;
  - (d) For those Specified Claimants in Exhibit 4 with Allowed Claims for which distributions may be had under the Distribution Plan, approves the distribution of amounts as set forth in that exhibit (in the Receiver's Calculated Interim Distribution [Rising Tide] field) in partial satisfaction of those Allowed Claims recognizing that certain Defrauded Investors are members of plaintiff groups with intra-group allocation agreements and, as a result, distributions from the Receivership Estate to those Defrauded Investors may be combined with those of other members of the respective plaintiff group and allocated in accordance with an intra-group agreement, which may ultimately result in those Defrauded Investors receiving more or less than the Receiver's Calculated Interim Distribution [Rising Tide]; and
  - (e) In relation to the Claims of Goal Financial, LLC ("Goal Financial") and Goal Structured Solutions, Inc. ("Goal Solutions"), (1) rescinds and disallows the previously Allowed Claim of Goal Financial, (2) approves the classification of Goal Solutions' claim as a Defrauded Investor Class Claim, (3) approves the Goal Solutions' claim amount, and (4) approves a distribution to Goal Solutions under the Court-approved Distribution Plan.

2. The Court is not by this Order adjudicating any rights of Claimants who were not identified as Specified Claimants in the Motion nor adjudicating the classification, Allowed Claim, or Distribution for any Specified Claimant for whom an exhibit field proposes "TBD" or is not specified for that particular determination in the Exhibits to the Declaration of Ronald F. Greenspan.

3. All objections to the Motion that have not been withdrawn, waived, settled, or expressly reserved pursuant to the terms of this Order are overruled.

4. This Court shall retain jurisdiction over any issues relating to the interpretation or enforcement of this Order.

5. This Order shall be binding in all respects on all creditors and interest holders of the Receivership Entity, and their successors and assigns.

Dated this 5th day of August, 2021.

/s/ Jolie A. Russo

United States Magistrate Judge Jolie A. Russo

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SUBMITTED BY:

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