

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

SECURITIES AND EXCHANGE
COMMISSION

Plaintiff,

V.

THURMAN P. BRYANT, III and
BRYANT UNITED CAPITAL FUNDING,
INC.

Defendants,

and

ARTHUR F. WAMMEL, WAMMEL
GROUP, LLC, THURMAN P. BRYANT,
JR., CARLOS GOODSPEED a/k/a SEAN
PHILLIPS d/b/a TOP AGENT
ENTERTAINMENT d/b/a MR. TOP
AGENT ENTERTAINMENT

Relief Defendants.

**SECOND INTERIM FEE APPLICATION
FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES**

Jennifer Ecklund, the Court-appointed Receiver (the “**Receiver**”) for Defendants Thurman P. Bryant, III (“**Bryant**”) and Bryant United Capital Funding, Inc. (“**BUCF**”) (Bryant and BUCF, collectively, the “**Bryant Defendants**”) and Relief Defendant Arthur F. Wammel (“**Wammel**”), Relief Defendant Wammel Group, LLC (the “**Wammel Group**”), and Wammel Group Holdings Partnership (“**WGHP**”) (together Wammel, Wammel Group, and WGHP, the “**Wammel Defendants**”) receivership estates (together, the “**Receivership Estate**” or the “**Receivership**”) in the above-captioned case (the “**Case**”), files this *Second Interim Fee*

Application for Allowance of Fees and Reimbursement of Expenses (the “**Second Interim Fee Application**”), and in support thereof, respectfully states as follows:

I.
FEE REQUEST SUMMARY

1. This Second Interim Fee Application covers the period commencing on July 1, 2017, through September 30, 2017 (the “**Application Period**”) and is submitted in accordance with the Amended Order Appointing Receiver [Dkt. No. 48], the local rules of this Court, the Billing Instructions for Receivers in Civil Actions Commenced by the United States Securities and Exchange Commission (the “**SEC Billing Instructions**”), and other applicable orders of the Court.

2. Previously, on August 16, 2017, the Receiver filed the *Amended First Interim Fee Application of Veritas Advisory Group, Inc.* [Dkt. No. 91], in which the Receiver requested authorization of payment of \$91,133.39 for professional fees subject to the Fee Cap and Hold Back, and the *Amended First Interim Fee Application of T&K* [Dkt. No. 92], in which the Receiver requested authorization of payment of \$308,671.85 for professional fees subject to the Fee Cap and Hold Back, covering the period from May 15, 2017 through June 30, 2017 (the “**First Application Period**”).

3. Neither T&K nor Veritas has yet been paid for any services in this Case.

4. This Second Interim Fee Application encompasses a time of significant activity and related progress in carrying out the Receiver’s duties under the Receivership Order. As described more fully in the Receiver’s Second Quarterly Report (defined below), since July 1, 2017 the Receiver and her team have been working diligently to investigate and marshal assets of the Receivership Estate. For example, the Receiver and her team: (i) successfully moved to expand the Receivership and the asset freeze to and against the Wammel Defendants; (ii) secured

and took possession of Defendant Wammel's (former) primary residence and Defendant Wammel Group's residential property; (iii) inventoried assets located at Defendant Wammel's (former) primary residence, at storage units leased to Defendant Wammel, at Defendant Wammel's (former) secondary residence, and located assets, including various vehicles and an aircraft; (iv) engaged and worked with a financial consultant to perform forensic accounting and related analysis regarding, among other things, the intricate, overlapping Ponzi scheme operated by the Bryant and Wammel Defendants identified as part of the Receiver's investigation; (v) satisfied on-going, ordinary course obligations of the Receivership Estate; (vi) reported on the Receiver's activities to the Court and to investors; (vii) successfully moved to liquidate and accomplished liquidation of the Bryant Defendants' assets in the Receiver's possession; (viii) successfully responded to the Wammel Defendants' and the Bryant Defendants' motions seeking to reconsider or dissolve the Receivership, the temporary restraining orders, and the preliminary injunction; and (ix) began the liquidation process against the Wammel Defendants.

5. The following tables summarize the fees and expenses the Receivership Estate, incurred for the Receiver, her counsel, and other professionals, respectively,¹ during the Application Period:

RECEIVER

TOTAL HOURS WORKED	HOURLY RATE ²	TOTAL FEES AT HOURLY RATE	VOLUNTARY REDUCTION ³	TOTAL FEES AFTER VOLUNTARY REDUCTION	TOTAL EXPENSE REIMBURSEMENTS INCURRED BY RECEIVER	TOTAL FEES AND EXPENSES
141.3	\$500.00	\$70,650.00	\$1,900.00	\$68,750.00	\$540.07	\$69,290.07

¹ The fees and expenses incurred by the Receiver and her counsel, T&K, are included in this Second Interim Fee Application. The Receiver is a partner at T&K and thus any and all payment for fees and expenses to the Receiver and her counsel will be paid to T&K.

² This rate is a discounted rate from the Receiver's standard hourly rate.

³ This voluntary reduction includes the fees incurred by the Receiver for the preparation of the Second Interim Fee Application.

RECEIVER'S COUNSEL, THOMPSON & KNIGHT LLP ("T&K")

TOTAL HOURS WORKED	BLENDED HOURLY RATE (All Timekeepers) ⁴	TOTAL FEES	VOLUNTARY REDUCTION ⁵	TOTAL FEES AFTER VOLUNTARY REDUCTION	TOTAL EXPENSE REIMBURSEMENTS	TOTAL FEES AND EXPENSES
1694.30	\$370.00	\$640,788.00	\$90,103.20	\$550,684.80	\$4,443.03	\$555,127.83

VERITAS ADVISORY GROUP, INC. ("VERITAS")

TOTAL HOURS WORKED	BLENDED HOURLY RATE ⁶	TOTAL FEES AT HOURLY RATE	TOTAL EXPENSES	TOTAL FEES AND EXPENSES REQUESTED ⁷
630.25	\$195.44	\$140,528.75	\$156.46	\$140,685.21

6. As further described herein, the Receiver seeks the Court's approval of invoices for interim fees and expenses, incurred between July 1, 2017 and September 30, 2017, in the amount of \$765,103.11, which reflects voluntary reductions, including a more than 20% reduction in hourly rates across all timekeepers.

7. Although the Receiver requests the Court's approval of invoices for interim fees and expenses of \$765,103.11, of the fees and expenses detailed herein, in recognition of the Case status and Receivership resources, at this time the Receiver is *only* seeking authority for payment of professional fees and expenses (as defined below) in the following amount:

Receiver	T&K	Veritas	<u>Total Fees</u>
\$41,298.22	\$338,196.54	\$96,339.68	\$475,856.22

⁴ The rates underlying the blended rate are at a discount from T&K's standard hourly rates.

⁵ The voluntary reduction is calculated from a reduction (in addition to already reduced hourly rates) by 20% in fees attributed to paralegal services (\$11,110.20). Not reflected above is the additional reduction that T&K and the Receiver directed for certain billable time based on a consideration of the limited resources of this Receivership Estate, which time is reflected as "No Charge" on Exhibit B-2. Additionally, this voluntary reduction includes the fees incurred by T&K for the preparation of the Second Interim Fee Application.

⁶ This rate is a discounted rate from Veritas' standard hourly rates. See Dkt. No. 51 at Exhibit A.

⁷ This amount is subject to the Hold Back (as defined herein).

The above amount of total fees requested represents only half of what the Receiver and her professionals have incurred in fees to-date. Further, the above-requested amount to be paid at this time accounts for approximately \$75,000 per month in fees and expenses.

8. For the reasons set forth below, the Receiver would respectfully show the following in support of the Second Interim Fee Application:

II.

RELEVANT PROCEDURAL BACKGROUND

A. Before the Application Period

9. On May 15, 2017, the Court entered the Order Appointing Receiver [Dkt. No. 17], appointing Jennifer Ecklund as Receiver over the estates of Thurman P. Bryant, III and Bryant United Capital Funding, Inc. On July 19, 2017, the Court entered the Amended Order Appointing Receiver [Dkt. No. 48] (the “**Receivership Order**”), expanding the Order Appointing Receiver to include the Bryant Defendants and the Wammel Defendants. The Receivership Order did not change the substance of the Receiver’s original powers. Pursuant to the Receivership Order, the Receiver is charged with marshaling and preserving all the assets of the Bryant Defendants and Wammel Defendants. The Receiver is also charged with holding and operating all of the Bryant Defendants’ and Wammel Defendants’ assets pending further order of the Court. Further, the Receivership Order permits “the Receiver . . . to solicit persons and entities (“Retained Personnel”) to assist [her] in carrying out the duties and responsibilities described in [the Receivership Order]. The Receiver shall not engage any Retained Personnel without first obtaining an Order of the Court authorizing such engagement.” Dkt. No. 48 at ¶ 56.

10. On June 13, 2017, and in accordance with the Receivership Order, the Receiver filed an Application to Employ Thompson & Knight LLP as Counsel to the Receiver Effective as

of May 15, 2017 [Dkt. No. 31] (the “**T&K Application**”), attached to which was the Affidavit of Katharine Battaia Clark.

11. On June 30, 2017, the Court entered its Order Granting Employment of Thompson & Knight LLP as Counsel to Receiver Effective as of May 15, 2017 [Dkt. No. 38] (the “**Retention Order**”), approving the T&K Application and the employment of T&K, effective as of May 15, 2017.

B. During the Application Period

12. On July 19, 2017, the Receiver filed her *Ex Parte* Motion to Expand the Receivership and Asset Freeze Against the Wammel Defendants, for Temporary Restraining Order, and for Preliminary Injunction and Brief in Support [Dkt. No. 44].

13. On July 19, 2017, the Court entered the *Ex Parte* Order Granting Receiver’s *Ex Parte* Emergency Motion to Expand the Receivership and Asset Freeze Against the Wammel Defendants, for Temporary Restraining Order, and for Preliminary Injunction [Dkt. No. 49].

14. On July 20, 2017, the Receiver filed her Request for Order Approving Receiver’s Employment of Veritas Advisory Group, Inc. as Financial Consultant to Receiver Effective as of May 15, 2017 [Dkt. No. 51] (the “**Veritas Application**”).

15. On July 25, 2017, Relief Defendants Wammel and Wammel Group filed an Emergency Motion and Brief for Reconsideration of *Ex Parte* TRO, Preliminary Injunction, Asset Freeze, and Receivership Orders (Dkt. Nos. 45-49) [Dkt. No. 53].

16. On July 28, 2017, the Receiver filed a Motion (I) for Order Authorizing Liquidation of Furniture, Fixtures, Equipment, and Other Items and Termination of Certain Leases, (II) to Approve Procedures to Sell Certain Personal Property, and (III) to Release Funds

from Certain Frozen Bank Accounts into the Receiver's Account [Dkt. No. 66] (the "**Liquidation Motion**").

17. On July 31, 2017, the Receiver filed her Emergency Motion of Receiver for Expedited Order Authorizing Liquidation of Certain Bryant Defendants Receivership Assets [Dkt. No. 71] (the "**Emergency Motion**") and her Quarterly Report for Receivership Estates of (A) Thurman P. Bryant, III, and (B) Bryant United Capital Funding, Inc. [Dkt. No. 72] (the "**First Quarterly Report**").

18. On August 1, 2017, the Receiver filed her Response to Relief Defendants Wammel and Wammel Group's Emergency Motion and Brief for Reconsideration and Reply in Support of *Ex Parte* TRO, Preliminary Injunction, Asset Freeze, and Receivership Orders [Dkt. No. 73]. The Receiver then prepared for the preliminary injunction hearing before this Court on August 2, 2017, in which the Court extended the *ex parte* temporary restraining order against the Wammel Defendants to provide the Court with time to issue an order granting the preliminary injunction [Dkt. No. 75].

19. On August 15, 2017, the Court granted the Receiver's Motion for Preliminary Injunction and denied Relief Defendants Wammel and Wammel Group's Motion for Reconsideration [Dkt. No. 89].

20. On August 21, 2017, the Bryant Defendants filed a Motion to Dissolve Temporary Restraining Order and Suspend or Dissolve Order Appointing Receiver [Dkt. No. 97] (the "**Bryant Defendants' Motion to Dissolve**").

21. On August 23, 2017, the Court granted the Receiver's Liquidation Motion and Emergency Motion [Dkt. Nos. 105, 106]. That same day the Court entered its Order Granting

Employment of Veritas as Financial Consultant to Receiver as of May 15, 2017 [Dkt. No. 104], approving the Veritas Application and the employment of Veritas, effective as of May 15, 2017.

22. On September 5, 2017, the Receiver filed her Response to the Bryant Defendants' Motion to Dissolve, in which the Receiver explained the significant need of the temporary restraining order and the Receivership [Dkt. No. 113].

23. On September 27, 2017, the Receiver filed her Motion to Request a Copy of the Return on the Search Warrant [Dkt. No. 120] (the "**Search Warrant Motion**") for the purpose of identifying additional Bryant Defendants' assets seized by the FBI.

24. On September 29, 2017, the Court granted the Search Warrant Motion [Dkt. No. 123].

C. After the Application Period

25. On October 4, 2017, the Court denied the Bryant Defendants' Motion to Dissolve and ordered that the preliminary injunction and Receivership shall remain in place until the issuance of a final decision by the Court in this case [Dkt. No. 124].

26. On October 30, 2017, the Receiver filed her Second Quarterly Report for the Receivership Estates [Dkt. No. 132] (the "**Second Quarterly Report**").

27. The Receivership is ongoing, and the Receiver continues to engage in efforts to locate assets belonging to the Receivership Estate in order to realize the greatest return for creditors.

III. **CASE STATUS**

A. Cash and Assets on Hand

28. At or near the date the Receiver was appointed, the Receivership Estate held almost no cash on hand. At the end of the First Application Period, the known assets of the

Receivership Estate were comprised of: (a) approximately \$30,000 cash on hand in the Receiver's bank account (the "**Receivership Account**"); (b) funds totaling approximately \$12,425 to be received by the Estate in the near future; (c) illiquid personalty; and (d) potential (and as-yet uninvestigated) causes of action against third parties.⁸ See First Quarterly Report at ¶¶ 8, 18. At the end of the current Application Period, the known assets of the Receivership Estate include the following: (a) approximately \$44,000 cash on hand in the Receivership Account; (b) funds totaling approximately \$350,000 to be received by the Estate in the near future;⁹ (c) illiquid personalty; (d) personalty and real property seized from the Bryant Defendants and the Wammel Defendants, including more than seven (7) motor vehicles, a 1990 Cessna 650 Citation, and two residential properties with each being over 3,500 square feet; and (e) potential causes of action against third parties (which the Receiver is actively investigating).¹⁰ Attached hereto as **Exhibit A** is the Standardized Fund Accounting Report (the "**SFAR**") for the Application Period.

Summary of Present and Future Cash on Hand in the Receiver's Account	
Cash on Hand in the Receiver's Account (at the end of the current Application Period)	\$44,510.45
Estimated Future Funds to be Received by the Estate ¹¹	\$1,600,000.00
Estimated Total of Future Cash on Hand in the Receiver's Account	\$1,644,510.45

⁸ At this stage, the Receiver estimates the future fraudulent transfer litigation damages to be over \$4.5 million.

⁹ This amount accounts for the funds that are being transferred from the Bryant Defendants' and Wammel Defendants' bank accounts.

¹⁰ The personal and real property seized by the Receiver is estimated to be valued at over \$1.4 million, collectively.

¹¹ These assets are described in ¶¶ 28 and 37 and valued at more than \$1.4 million. Further, this estimated amount does not include the Receiver's potential causes of action against third parties.

29. The Receiver anticipates additional funds will come into the estate once the Agreed Order Granting Liquidation Against the Wammel Defendants [Dkt. No. 133] is approved and implemented.

B. Fees and Expenses

30. Ordinary Course Expenses. During the Application Period, and as detailed in the Second Quarterly Report, the only expenditures made from the Receivership account were for expenses relating to the Receiver's horse, investigations into the Bryant Defendants, and a banking fee, which totaled \$5,063.87. In addition, there were expenses incurred in the ordinary course of the Receiver's duties that the Receiver paid through money advanced by T&K due to an immediate need to preserve the status quo for the cost to change the locks, to forward mail, to move and secure property, to preserve property in the storage units, to provide security during the initial days of the seizure of property of the Receivership Estate, and to store electronic information and data (collectively, the "**T&K Advanced Expenses**").¹²

31. Receiver and Retained Professional Fees. During the Application Period, the Retained Professionals (T&K and Veritas) provided services on behalf of the Receiver and the Receivership Estate. Specifically, the fees and expenses for the services of the Receiver, T&K, and Veritas total approximately \$765,103.11 (the "**Application Period Professional Fees**").

32. These Application Period Professional Fees include a voluntary reduction of at least 20% by the Receivership Estate professionals from their standard hourly rates.

¹² Certain expenses incurred in the ordinary course of business by the Receiver during the Application Period remain outstanding and will be identified and requested in the application period in which they are paid.

C. Work Performed for the Benefit of the Receivership Estate¹³

33. As further described in the Receiver's First Quarterly Report and Second Quarterly Report, the Receiver, assisted by T&K and Veritas, performed numerous tasks in connection with her duties under the Receivership Order. During the Application Period, the Receiver actively seized, inventoried and investigated assets and liabilities of the Receivership Estate. This inventory included (i) preserving hard and electronic data, (ii) analyzing thousands of documents, (iii) interviewing numerous creditors and investors, and (iv) working with various individuals and counsel in an attempt to locate assets for distribution to creditors.

34. The date the Case is expected to close is presently unknown. The Receiver expects to continue her efforts to recover assets for the benefit of the Receivership Estate, which may require protracted litigation.

35. Currently, there are no established creditor claims proceedings in this Case. The Receiver will propose such procedures after the Receiver makes a full evaluation of the estimated recovery to the various investors and non-investor creditors. Further, the Receiver's Liquidation Plan for the Bryant Defendants provided the Receivership Estate with additional liquid assets, and the Receiver anticipates additional funds will come into the estate once the Agreed Order Granting Liquidation Against the Wammel Defendants is approved and implemented. With additional liquid assets available in the Receivership Estate, the Receiver will be able to propose a distribution scheme to creditors once creditor claims proceedings are established.

¹³ The Receiver and T&K incorporate the Receiver's First Quarterly Report, Liquidation Plan for the Bryant Defendants, Agreed Order Granting Liquidation Against the Wammel Defendants, and Second Quarterly Report as if set out fully herein.

36. During the Application Period, Veritas performed numerous tasks in connection with this Case. Specifically, Veritas reviewed numerous bank statements to begin identifying the assets and creditors of the Receivership Estate, conferred with T&K and the Receiver regarding case strategy, compiled individual investor data, and prepared investor summaries. Moreover, Veritas worked with the Receiver and T&K to provide financial support for all filings and motion practice during the Application Period. Furthermore, Veritas worked with the Receiver and the Receiver's counsel to determine the net loss to BUCF and Wammel Group investors, to determine the transfers between BUCF and Wammel Group, and to determine and identify the net losing and net winning investors in the BUCF and Wammel Group schemes. Finally, Veritas was instrumental in obtaining and providing forensic support to identify assets of the Receivership Defendants. All of these activities were done in furtherance of the Receiver identifying Receivership Estate assets and liabilities so that distributions can ultimately be made to investors and non-investor creditors.

37. Similarly, during the Application Period, the bulk of the work performed by T&K was related to (i) successfully moving to expand the Receivership and the asset freeze to and against the Wammel Defendants; (ii) securing and taking possession of Defendant Wammel's (former) primary residence and Defendant Wammel Group's residential property; (iii) inventorying assets located at Defendant Wammel's (former) primary residence, at storage units leased to Defendant Wammel, at Defendant Wammel's (former) secondary residence, and located assets, including various vehicles and an aircraft; (iv) engaging and working with a financial consultant to perform forensic accounting and related analysis regarding, among other things, the intricate, overlapping Ponzi scheme operated by the Bryant and Wammel Defendants identified as part of the Receiver's investigation; (v) satisfying on-going, ordinary course

obligations of the Receivership Estate; (vi) reporting on the Receiver's activities to the Court and to investors; (vii) successfully moving to liquidate and accomplishing liquidation of the Bryant Defendants' assets in the Receiver's possession; (viii) successfully responding to the Wammel Defendants' and the Bryant Defendants' motions seeking to reconsider or dissolve the Receivership, the temporary restraining orders, and the preliminary injunction; (ix) subpoenaing and communicating with relevant financial institutions, persons, and representatives of entities of interest; (x) communicating with relevant valuation consultants regarding inventoried personalty; and (xi) beginning the liquidation process against the Wammel Defendants.

38. Since her appointment, the Receiver and her team have been working diligently to investigate and marshal assets of the Receivership Estate in order to bolster the amount available for distribution to stakeholders. During the Application Period, the Receiver successfully expanded the Receivership to include the Wammel Defendants, thereby freezing approximately \$250,000 in funds in accounts located at various financial institutions where the Wammel Defendants have signing authority. The expansion of the Receivership also enabled the Receiver to take possession of Defendant Wammel's (former) primary residence – a 4,000 square-foot home located in a gated waterfront community near Houston, Defendant Wammel's (former) secondary residence – a 2,700 square-foot home located in a gated community near Houston, and Defendant Wammel Group's residential property – a 3,500 square-foot residence near Houston. The Receiver further inventoried significant assets located at Defendant Wammel's (former) primary residence, at storage units leased to Defendant Wammel, at Defendant Wammel's (former) secondary residence, and located assets, including more than seven (7) vehicles and an aircraft. The Receiver anticipates additional funds will come into the estate once the Agreed

Order Granting Liquidation Against the Wammel Defendants [Dkt. No. 133] is approved and implemented.

39. The Receiver also had great success in moving to liquidate and accomplishing liquidation of the Bryant Defendants' assets in the Receiver's possession during the Application Period. Due to the Receiver and her team's efforts liquidating the Bryant Defendants' assets, an additional \$75,000 in funds will come into the estate.

40. In addition to expanding the Receivership and marshalling significant assets into the Receivership Estate, the Receiver and her team spent considerable time and resources protecting the very existence of the Receivership in two fundamental ways. First, the Receiver responded to Relief Defendants Wammel and Wammel Group's Emergency Motion and Brief for Reconsideration of *Ex Parte* TRO, Preliminary Injunction, Asset Freeze, and Receivership Orders (Dkt. Nos. 45-49) [Dkt. No. 73] and prepared for the preliminary injunction hearing before this Court on August 2, 2017, proving the fraud and Ponzi scheme perpetrated by the Wammel Defendants (as opposed to simply showing the need for the Receivership). Based on the relevant pleadings, motions, and evidence presented at the hearing, this Court granted the preliminary injunction and denied Relief Defendants Wammel and Wammel Group's Motion for Reconsideration [Dkt. No. 89]. Second, the Receiver responded to the Bryant Defendants' Motion to Dissolve Temporary Restraining Order and Suspend or Dissolve Order Appointing Receiver [Dkt. No. 113]. Once again, the Receiver and her team had to detail the evidence against the Bryant Defendants warranting the Receivership, explain the utmost necessity for having a Receivership in this case, and describe the potential for dire consequences for BUCF and Wammel Group investors should the current circumstances of the Receivership change. Although covered in the next reporting period, this Court denied the Bryant Defendants' Motion

to Dissolve Temporary Restraining Order and Suspend or Dissolve Order Appointing Receiver and ordered that the preliminary injunction and Receivership shall remain in place until the issuance of a final decision by the Court in this case [Dkt. No. 124].

41. As explained throughout this Second Interim Fee Application and as described more fully in the Receiver's Second Quarterly Report, the Receiver and her team made significant progress in unraveling the Bryant Defendants' and Wammel Relief Defendants' fraud through her seizure, inventory, and investigation of the documents, data, assets, and liabilities of the Receivership Estate. As a result of these efforts, the Receiver and her team substantially increased the value of the Receivership Estate during the Application Period. Between the expansion of the Receivership to include the Wammel Defendants and the liquidation of the Bryant Defendants' assets, the Receiver and her team increased the value of the Receivership by more than \$1.6 million.¹⁴

Summary of the Bryant Defendants' and the Wammel Defendants' Receivership Assets	
Estimated Total of the Bryant Defendants Receivership	\$100,000.00
Estimated Total of the Wammel Defendants Receivership	\$1,600,000.00
Estimated Total	\$1,700,000.00

IV. REQUEST FOR APPROVAL

42. Through this Second Interim Fee Application, the Receiver seeks interim approval of the fees and expenses of the Receiver, T&K, and Veritas, including the T&K Advanced Expenses for the Application Period Professional Fees, subject to the Hold Back, as further described below.

¹⁴ This amount does not include the potential future litigation by the Receiver for fraudulent transfer, which accounts for damages to the Receivership of over \$4.5 million.

43. As noted in the T&K Application, both the Receiver and the T&K professionals and paraprofessionals¹⁵ assisting the Receiver on this matter agreed to a voluntary reduction of their standard hourly rates. The T&K invoices attached hereto reflect that reduction, which represents a significant savings for the Receivership Estate. Further, T&K reviewed its billings, and, in such review, exercised appropriate judgment in an effort to ensure that time and expenses are properly billed and billing adjustments were properly made before generating invoices and filing this Second Interim Fee Application. T&K further reduced certain entries in light of the Receiver's limited resources, which reductions are also reflected in its invoices and total over \$150,000 or over 20% of the total fees for the Application Period (as reflected in the Invoices attached hereto).

44. Hold Back. Pursuant to the Receivership Order, interim fee applications also “may be subject to a holdback in the amount of 20% of the amount of fees and expenses for each application filed with the Court” (the “**Hold Back**”). Dkt. No. 48 at ¶ 60. The Receivership Order further provides that “[t]he total amounts held back during the course of the receivership will be paid out at the discretion of the Court as part of the final fee application submitted at the close of the receivership.” Dkt. No. 48 at ¶ 60. Thus, the amounts requested in this Second Interim Fee Application may be subject to the Hold Back.¹⁶

45. In accordance with the SEC Billing Instructions, the Receiver submitted the Second Interim Fee Application to the United States Securities and Exchange Commission (the “SEC”) for review prior to submission to the Court. The SEC has reviewed the Second Interim

¹⁵ T&K has voluntarily further reduced its paralegals' fees by an additional twenty (20) percent.

¹⁶ Moreover, at this time, due to the status of the Case and resources available to the Receiver, the amount of fees the Receiver is requesting the Court approve *for payment* constitutes only 50% of the amount incurred to date, making the hold back 50%.

Fee Application and advised the Receiver concerning certain formatting issues related to its invoices, and the Receiver has made such changes.

A. Fees of the Receiver and T&K

46. Fee Breakdown by Task. The Receiver and T&K have categorized their services by task. The following tables summarize the respective number of hours incurred relative to each task category by the Receiver and by the T&K professionals and paraprofessionals, respectively, who performed services on behalf of the Receiver during the Application Period:

RECEIVER

TASK DESCRIPTION	HOURS WORKED	TOTAL FEES, SUBJECT TO THE HOLD BACK
[B120] ASSET ANALYSIS AND RECOVERY. Identification and review of potential assets including causes of action and non-litigation recoveries.	107.1	\$53,550.00
[B110] CASE ADMINISTRATION. Coordination and compliance activities, including preparation of reports to the court, investor inquiries, etc.	22.8	\$11,400.00
[B195] NON-WORKING TRAVEL. Non-working travel where the court reimburses at less than full hourly rates (only for travel more than 20 miles).	5.6	\$2,800.00
[B130] ASSET DISPOSITION. Sales, leases, abandonment and related transaction work. Where extended series of sales or other disposition of assets is contemplated, a separate category should be established for each major transaction.	4.8	\$2,400.00
[B111] TK/RECEIVER FEE APPLICATIONS. All work in preparing, supplementing or defending quarterly or final fee applications for Thompson & Knight. This includes review or revision of pro formas, invoices, application exhibits, research, or communications related to the application or application	1	\$500.00

process for TK (including the Receiver). Pursuant to the SEC Billing Instructions, fees incurred for task B111 are not included in the total amount requested by the Receiver.		
<u>TOTAL</u>	141.3	\$70,650.00

RECEIVER'S COUNSEL

TASK DESCRIPTION	HOURS WORKED	TOTAL FEES, SUBJECT TO THE HOLD BACK
[B120] ASSET ANALYSIS AND RECOVERY. Identification and review of potential assets including causes of action and non-litigation recoveries.	440.7	\$191,975.50
[B110] CASE ADMINISTRATION. Coordination and compliance activities, including preparation of reports to the court, investor inquiries, etc.	1,084.5	\$377,491.50
[B151] – INVESTOR COMMUNICATIONS. Written or telephone communications with investors in Bryant United Capital Funding.	22.1	\$6,496.50
[B195] NON-WORKING TRAVEL. Non-working travel where the court reimburses at less than full hourly rates (only for travel more than 20 miles).	43	\$18,496.00
[B111] TK/RECEIVER FEE APPLICATIONS. All work in preparing, supplementing or defending quarterly or final fee applications for Thompson & Knight. This includes review or revision of pro formas, invoices, application exhibits, research, or communications related to the application or application process for TK (including the Receiver). Pursuant to the SEC Billing Instructions, fees incurred for task B111 are not included in the total amount requested by the Receiver.	219.1	\$71,273.00
[B112] APPLICATIONS OF OTHER PROFESSIONALS. All work in preparing, supplementing or defending quarterly or final fee applications for non-TK professionals. This includes	19.8	\$6,522.00

review or revision of invoices, application exhibits, research, or communications related to the application or application process.		
[B130] ASSET DISPOSITION. Sales, leases, abandonment and related transaction work. Where extended series of sales or other disposition of assets is contemplated, a separate category should be established for each major transaction.	48.2	\$20,422.50
[B220] EMPLOYEE BENEFITS/PENSIONS. Review issues such as severance, retention, 401K coverage and continuance of pension plans.	.7	\$332.50
[B310] CLAIMS ADMINISTRATION AND OBJECTIONS. Expenses in formulating, gaining approval of and administering any claims procedure.	20.8	\$6,059.50
[F120] BUSINESS ANALYSIS. Preparation and review of company business plan; development and review of strategies; preparation and review of cash flow forecasts and feasibility studies.	3.8	\$1,805.00
<u>TOTAL</u>	1,902.7	\$700,874.00

47. T&K's and Receiver's Invoice Summaries. Attached hereto as **Exhibit B-1** is the Invoice Summary of the Receiver for the Application Period and as **Exhibit B-2** is the Invoice Summary for T&K for the Application Period.¹⁷ Both invoice summaries include a breakdown of actual and necessary expenses incurred during the Application Period. During this Application Period, the only expenses the Receiver incurred were the T&K Advanced Expenses for ordinary course expenses of the Receivership Estate. The Receiver has reviewed and approved T&K's time records and invoices and has also undertaken a review of her own fees and expenses. Based on the complexity of the Case, the Receiver respectfully submits that the requested compensation is reasonable.

¹⁷ Unredacted invoices for the Application Period for the Receiver and for T&K were submitted to the Court and the SEC for in camera review.

48. All legal services performed by T&K were performed for and on behalf of the Receiver and not on behalf of any other individual or entity. No agreement or understanding exists between T&K and any other entity for the sharing of compensation to be received for services rendered in connection with this Case. The Receiver and T&K's services have been substantial, necessary, and beneficial to the Receivership Estate.

B. Fees of Veritas

49. Fee Breakdown by Activity. Veritas has maintained the Veritas Fees by activity and by individual professional during the Application Period. Attached hereto as **Exhibit C** is a copy of the Veritas invoices, which summarizes the respective number of hours incurred relative to each task by Veritas professionals who performed services on behalf of the Receiver during the Application Period.

50. The following table summarizes the task description for the services that Veritas rendered during the Application Period:

TASK DESCRIPTION	HOURS WORKED	TOTAL FEES, SUBJECT TO THE HOLD BACK
[F170] Forensic Accounting	630.25	\$140,685.21

51. Expense Breakdown. Further, Veritas has maintained a description of the Veritas Expenses incurred during the Application Period. Also included in **Exhibit C** is a summary of all Veritas Expenses incurred during the Application Period.

52. All services performed by Veritas were performed for and on behalf of the Receiver and not on behalf of any other individual or entity. No agreement or understanding exists between Veritas and any other entity for the sharing of compensation to be received for services rendered in connection with this Case. The Receiver and Veritas' services have been substantial, necessary, and beneficial to the Receivership Estate. Based upon the total time

expended and the complexity of this Case, the Receiver believes the Veritas Fees and Expenses sought herein to be reasonable and appropriate.

V.
MEMORANDUM OF LAW IN SUPPORT OF REQUEST

53. Under governing law, following a determination that services were rendered and costs expended in furtherance of the Receivership, the Court may award compensation for the presented fees and costs. When determining an award of attorneys' fees, the Court should use the lodestar method of multiplying the number of hours reasonably expended by the reasonable hourly rate. *See, e.g., Louisiana Power & Light Co. v. Kellstrom*, 50 F.3d 319, 323-24 (5th Cir. 1995) (citing *Blum v. Stenson*, 465 U.S. 886, 888 (1984)). A reasonable hourly rate is the ordinary fee for similar work in the community. *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714, 718 (5th Cir. 1974).

54. As set out in more detail in the First Quarterly Report and the Second Quarterly Report, the Receiver, assisted by T&K and Veritas, has made significant progress in unraveling the Bryant Defendants' and Wammel Relief Defendants' fraud through her seizure, inventory, and investigation of the documents, data, assets, and liabilities of the Receivership Estate. Further, the T&K lead attorneys in this Case have expended significant amounts of time and energy in order to stabilize this Case, such as successfully moving to liquidate the Bryant Defendants' assets to provide the Receivership Estates with additional assets in order to propose a distribution plan to creditors.

55. Further, the fees and expenses requested in this Second Interim Fee Application in connection with, among other things, locating and securing assets of the Receivership Estate in order to propose a distribution scheme to creditors are reasonable compared to the no less than \$23,000,000 investor funds at risk.

56. Other factors support this Court awarding the requested fees and expenses in this Second Interim Fee Application. For instance, the fraud is alleged to have been ongoing since at least 2011, which requires extensive review of records and assessment of transfers and alleged business activities. In addition, Defendant Bryant is proceeding *pro se*, which has required additional conferences and investigation than is often needed when a defendant is represented by counsel. Also, the assets of the Receivership consist largely of personalty from the former residences of Defendant Bryant and Defendant Wammel as well as real property seized from the Wammel Defendants. Further, Defendant Bryant is involved in multiple businesses, all of which have required often tedious investigation across multiple cities.

57. For the reasons set forth above, the Receiver, T&K, and Veritas have incurred reasonable fees and costs consistent with the Receivership Order, and approval of these fees on an interim basis, subject to the Hold Back, is appropriate and warranted in consideration of the above-described services in this Case during the Application Period.

58. The Receiver notes that the liquid assets of the Receivership Estate are, at the time of the filing of this Second Interim Fee Application, insufficient to satisfy the request for payment in this Second Interim Fee Application. Therefore, the Receiver requests the authority to pay only \$475,856.22 and shall seek authority to pay any additional approved interim fees and expenses for the Application Period at the appropriate time in the future. The below amount of total fees requested for payment requests only half of what the Receiver and her professionals have incurred in fees to-date. Further, the below-requested amount to be paid at this time accounts for approximately \$75,000 per month in fees and expenses. The tables below show a breakdown of the fees incurred by the Receiver, T&K, and Veritas during the Application Period:

FEES REQUESTED FOR APPROVAL
(July 1, 2017 – September 30, 2017)

Receiver	T&K	Veritas	<u>Total Fees</u>
\$69,290.07	\$555,127.83	\$140,685.21	\$765,103.11

FEES REQUESTED FOR PAYMENT

Receiver	T&K	Veritas	<u>Total Fees</u>
\$41,298.22	\$338,196.54	\$96,339.68	\$475,856.22

WHEREFORE, the Receiver respectfully requests that this Court enter an order (i) approving and authorizing, on an interim basis, the Application Period Professional Fees, totaling \$765,103.11; (ii) authorizing payment of professional fees and expenses, totaling \$475,856.22; and (iii) awarding such other and further relief that this Court deems just and proper.

DATED: November 15, 2017.

Respectfully submitted,

THOMPSON & KNIGHT LLP

By: /s/ Mackenzie S. Wallace

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COUNSEL TO RECEIVER

CERTIFICATION

Pursuant to the SEC Billing Instructions, T&K (the “*Applicant*”) hereby certifies as follows:

1. The Applicant has read the Second Interim Fee Application;
2. To the best of the Applicant’s knowledge, information, and belief formed after reasonable inquiry, the Second Interim Fee Application and all fees and expenses herein are true and accurate and comply with the SEC Billing Instructions;
3. All fees contained in the Second Interim Fee Application are based on the rates listed in the Applicant’s fee schedules attached hereto and such fees are reasonable, necessary, and commensurate with the skill and experience required for the activity performed;
4. The Applicant has not included in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the permitted allowable amounts set forth herein for photocopies and facsimile transmission); and
5. In seeking reimbursement for a service which the Applicant justifiably purchased or contracted for from a third-party (such as copying, imaging, bulk mail, messenger service, overnight courier, computerized research, or title and lien searches), the Applicant requests reimbursement only for the amount billed to the Applicant by the third-party vendor and paid by the Applicant to such vendor. The Applicant certifies that the Receiver is not making a profit on such expenses.

/s/ Mackenzie S. Wallace
Mackenzie S. Wallace

CERTIFICATE OF SERVICE

I hereby certify that on November 15, 2017, I electronically filed the foregoing document with the Clerk for the United States District Court, Eastern District of Texas. The electronic case filing system (ECF) will send a Notice of Electronic Filing (NEF) to the attorneys of record who have consented in writing to accept this Notice as service of this document by electronic means. The foregoing document will also be sent to all counsel of record via the method identified below.

/s/ Mackenzie S. Wallace

Mackenzie S. Wallace

Via Electronic Mail:

COUNSEL FOR PLAINTIFF:

Jason P. Reinsch

Jessica B. Magee

U.S. SECURITIES AND EXCHANGE COMMISSION

Fort Worth Regional Office

Burnett Plaza, Suite 1900

801 Cherry Street, Unit #18

Fort Worth, TX 76102-6882

Telephone: (817) 900-2601

Facsimile: (917) 978-4927

reinschj@sec.gov

mageej@sec.gov

PRO SE

By Electronic Mail and by U.S. Mail at both known addresses:

Thurman P. Bryant, III

Treybryant03@gmail.com

1535 Sun Mountain, San Antonio, TX 78258

2054 Hidalgo Lane, Frisco, TX 75034

COURTESY COPIES SENT TO THE FOLLOWING:

Via Electronic Mail:

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COUNSEL FOR CERTAIN RELIEF DEFENDANTS

CERTIFICATE OF CONFERENCE

Mackenzie S. Wallace, counsel for the Receiver, and counsel for Plaintiff, conferred on November 15, 2017, in compliance with the meet and confer requirement in Local Rule CV-7(h). Counsel for Plaintiff is unopposed to the relief sought in this Motion.

Mackenzie S. Wallace, counsel for the Receiver, and counsel for Certain Relief Defendants conferred on November 15, 2017, in compliance with the meet and confer requirement in Local Rule CV-7(h). Counsel for the Wammel Defendants is opposed to the relief sought in this Motion

Mackenzie S. Wallace, counsel for the Receiver, and Thurman P. Bryant, Jr. conferred on November 15, 2017, despite the fact that the meet and confer requirement is not applicable to *pro se* defendants pursuant to Local Rule CV-7. Mr. Bryant, Jr. did not respond regarding whether he is opposed or unopposed to the relief sought in this Motion.

Mackenzie S. Wallace, counsel for the Receiver, and Defendant Thurman P. Bryant, III conferred on November 15, 2017, despite the fact that the meet and confer requirement is not applicable to *pro se* defendants pursuant to Local Rule CV-7. Defendant Thurman P. Bryant, III is opposed to the relief sought in this Motion.

Mackenzie S. Wallace, counsel for the Receiver, and Carlos Goodspeed conferred on November 15, 2017, despite the fact that the meet and confer requirement is not applicable to *pro se* defendants pursuant to Local Rule CV-7. Mr. Goodspeed did not respond regarding whether he is opposed or unopposed to the relief sought in this Motion.

/s/ Mackenzie S. Wallace
Mackenzie S. Wallace

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

SECURITIES AND EXCHANGE
COMMISSION

Plaintiff,

V.

THURMAN P. BRYANT, III and
BRYANT UNITED CAPITAL FUNDING,
INC.

Defendants,

and

ARTHUR F. WAMMEL, WAMMEL
GROUP, LLC, THURMAN P. BRYANT,
JR., CARLOS GOODSPEED a/k/a SEAN
PHILLIPS d/b/a TOP AGENT
ENTERTAINMENT d/b/a MR. TOP
AGENT ENTERTAINMENT

Relief Defendants.

ORDER APPROVING SECOND INTERIM FEE APPLICATION FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES

On this date, the Court considered the Receiver’s *Second Interim Fee Application for Allowance of Fees and Reimbursement of Expenses* (the “**Second Interim Fee Application**”).¹

The Court, having considering the relief requested in the Second Interim Fee Application, the invoices submitted in support, and the Certification included therein, finds that proper and adequate notice of the Second Interim Fee Application has been given and that no other or further notice is necessary and that the Application Period Professional Fees, totaling

¹ All capitalized terms not defined herein shall be given the meanings ascribed to them in the Second Interim Fee Application.

\$765,103.11 (the “**Fees and Expenses**”), are reasonable and appropriate for the work performed and the expenses incurred.

The Court further finds that during the time period covered by the Second Interim Fee Application, the time spent, services performed, hourly rates charged, and expenses incurred by the Receiver and her retained professionals, Thompson & Knight LLP and Veritas Advisory Group, Inc., were reasonable and necessary for the Receiver to perform her Court-ordered duties.

Therefore, the Court is of the opinion that the relief requested in the Second Interim Fee Application should be **GRANTED**.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

- The Fees and Expenses, totaling \$765,103.11, are approved, on an interim basis (the “**Approved Fees and Expenses**”).
- The Court authorizes immediate payment of \$475,856.22 of the total Approved Fees and Expenses.
- The Receiver shall apply to the Court for permission to pay any remaining portion of the Approved Fees and Expenses at such time as the Receiver, in her discretion, believes there to be sufficient funds in the Receivership Estate to pay the requested portion of the remaining Approved Fees and Expenses.

IT IS SO ORDERED.

EXHIBIT A

EXHIBIT A
STANDARDIZED FUND ACCOUNTING REPORT

Receivership in SEC v. Thurman P. Bryant III, et al.
Civil Court Docket No. 04:17-CV-00336-ALM

Second Quarterly Reporting Period - 07/01/2017 to 09/30/2017

FUND ACCOUNTING:				
		Reporting Period	Subtotal Prior Periods	Grand Total
Line 1	Beginning Balance (As of 07/01/2017) [aa]	\$30,948.95	\$0.00	\$0.00
	<i>Increases in Fund Balance:</i>			
Line 2	Business Income	\$0.00	\$0.00	\$0.00
Line 3	Cash and Securities	\$18,625.37	\$1,220.00	\$19,845.37
Line 4	Interest/Dividends Income	\$0.00	\$0.00	\$0.00
Line 5	Business Asset Liquidation	\$0.00	\$0.00	\$0.00
Line 6	Personal Asset Liquidation	\$0.00	\$0.00	\$0.00
Line 7	Third-Party Litigation Income	\$0.00	\$0.00	\$0.00
Line 8	Miscellaneous - Other	\$0.00	\$29,871.56	\$29,871.56
Line 8a	Total Funds Available (Lines 1 -8):	\$49,574.32	\$31,091.56	\$49,716.93
	<i>Decreases in Fund Balance:</i>			
Line 9	Disbursements to Investors	\$0.00	\$0.00	\$0.00
Line 10	Disbursements for Receivership Operations	\$0.00	\$0.00	\$0.00
Line 10a	<i>Disbursements to Receiver or Other Professionals</i>	\$0.00	\$0.00	\$0.00
Line 10b	<i>Business Asset Expenses</i>	\$2,976.87	\$0.00	\$2,976.87
Line 10c	<i>Personal Asset Expenses</i>	\$2,022.00	\$0.00	\$2,022.00
Line 10d	<i>Investment Expenses</i>	\$65.00	\$142.61	\$207.61
Line 10e	<i>Third-Party Litigation Expenses</i>			
	1. Attorney Fees	\$0.00	\$0.00	\$0.00
	2. Litigation Expenses	\$0.00	\$0.00	\$0.00
	<i>Total Third-Party Litigation Expenses</i>	\$0.00	\$0.00	\$0.00
Line 10f	Tax Administrator Fees and Bonds	\$0.00	\$0.00	\$0.00
Line 10g	Federal and State Tax Payments	\$0.00	\$0.00	\$0.00
	Total Disbursements for Receivership Operations	\$5,063.87	\$142.61	\$5,206.48
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	<i>Distribution Plan Development Expenses:</i>			
	1. Fees:			
	Fund Administration	\$0.00	\$0.00	\$0.00
	Independent Distribution Consultant (IDC)	\$0.00	\$0.00	\$0.00
	Distribution Agent	\$0.00	\$0.00	\$0.00
	Consultants	\$0.00	\$0.00	\$0.00
	Legal Advisers	\$0.00	\$0.00	\$0.00
	Tax Advisers	\$0.00	\$0.00	\$0.00
	2. Administrative Expenses	\$0.00	\$0.00	\$0.00
	3. Miscellaneous	\$0.00	\$0.00	\$0.00
	<i>Total Plan Development Expenses</i>	\$0.00	\$0.00	\$0.00
Line 11b	<i>Distribution Plan Implementation Expenses</i>			
	1. Fees			
	Fund Administration	\$0.00	\$0.00	\$0.00
	Independent Distribution Consultant (IDC)	\$0.00	\$0.00	\$0.00
	Distribution Agent	\$0.00	\$0.00	\$0.00
	Consultants	\$0.00	\$0.00	\$0.00
	Legal Advisers	\$0.00	\$0.00	\$0.00
	Tax Advisers	\$0.00	\$0.00	\$0.00
	2. Administrative Expenses	\$0.00	\$0.00	\$0.00
	3. Investor Identification:			
	Notice/Publishing Approved Plan	\$0.00	\$0.00	\$0.00

	Claimant Identification	\$0.00	\$0.00	\$0.00
	Claims Processing	\$0.00	\$0.00	\$0.00
	4. Fund Administrator Bond	\$0.00	\$0.00	\$0.00
	5. Miscellaneous	\$0.00	\$0.00	\$0.00
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses	\$0.00	\$0.00	\$0.00
	<i>Total Plan Implementation Expenses</i>	\$0.00	\$0.00	\$0.00
	Total Disbursements for Distribution Expenses Paid by the Fund	\$5,063.87	\$142.61	\$5,206.48
Line 12	Disbursements to Court/Other			
Line 12a	<i>Investment Expenses/Court Registry Investment</i>			
	<i>System (CRIS) Fees</i>	\$0.00	\$0.00	\$0.00
Line 12b	<i>Federal Tax Payments</i>	\$0.00	\$0.00	\$0.00
	Total Disbursement to Court/Other:	\$0.00	\$0.00	\$0.00
	Total Funds Disburses (Line 9 - 11):	\$5,063.87	\$142.61	\$5,206.48
Line 13	Ending Balance (As of 09/30/2017):	\$44,510.45	\$30,948.95	\$44,510.45
Line 14	Ending Balance of Fund - Net Assets:			
Line 14a	<i>Cash & Cash Equivalents</i>	\$44,510.45	\$30,958.96	\$44,510.45
Line 14b	<i>Investments</i>	\$2,053.87	\$2,053.87	\$2,053.87
Line 14c	<i>Other Assets or Uncleared Funds (Frozen Accounts)</i>	\$348,828.09	\$10,371.00	\$348,828.09
	Total Ending Balance of Fund - Net Assets	\$395,392.41	\$43,383.83	\$395,392.41

OTHER SUPPLEMENTAL INFORMATION:		Reporting Period	Subtotal Prior Periods	Grand Total
Line 15	Report of Items NOT To Be Paid by the Fund:			
Line 15a	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
	<i>Plan Development Expenses Not Paid by the Fund:</i>			
	1. Fees	\$0.00	\$0.00	\$0.00
	Fund Administrator	\$0.00	\$0.00	\$0.00
	IDC	\$0.00	\$0.00	\$0.00
	Distribution Agent	\$0.00	\$0.00	\$0.00
	Consultants	\$0.00	\$0.00	\$0.00
	Legal Advisers	\$0.00	\$0.00	\$0.00
	Tax Advisers	\$0.00	\$0.00	\$0.00
	2. Administrative Expenses	\$0.00	\$0.00	\$0.00
	3. Miscellaneous	\$0.00	\$0.00	\$0.00
	<i>Total Plan Development Expenses Not Paid by the Fund</i>	\$0.00	\$0.00	\$0.00
Line 15b	<i>Plan Implementation Expenses Not Paid by the Fund:</i>			
	1. Fees			
	Fund Administrator	\$0.00	\$0.00	\$0.00
	IDC	\$0.00	\$0.00	\$0.00
	Distribution Agent	\$0.00	\$0.00	\$0.00
	Consultants	\$0.00	\$0.00	\$0.00
	Legal Advisers	\$0.00	\$0.00	\$0.00
	Tax Advisers	\$0.00	\$0.00	\$0.00
	2. Administrative Expenses	\$0.00	\$0.00	\$0.00
	3. Investor Identification:			
	Notice/Publishing Approved Plan	\$0.00	\$0.00	\$0.00
	Claimant Identification	\$0.00	\$0.00	\$0.00
	Claims Processing	\$0.00	\$0.00	\$0.00
	Web Site Maintenance/Call Center	\$0.00	\$0.00	\$0.00
	4. Fund Administrator Bond	\$0.00	\$0.00	\$0.00
	5. Miscellaneous	\$0.00	\$0.00	\$0.00
	6. FAIR Reporting Expenses	\$0.00	\$0.00	\$0.00
	<i>Total Plan Implementation Expenses Not Paid by the Fund</i>	\$0.00	\$0.00	\$0.00
Line 15c	<i>Tax Administrator Fees & Bonds Not Paid by the Fund</i>	\$0.00	\$0.00	\$0.00
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund	\$0.00	\$0.00	\$0.00
Line 16	Disbursements to Court/Other Not Paid by the Fund			
Line 16a	<i>Investment Expenses/CRIS Fees</i>	\$0.00	\$0.00	\$0.00
Line 16b	<i>Federal Tax Payments</i>	\$0.00	\$0.00	\$0.00
	Total Disbursements to Court/Other Not Paid by Fund:	\$0.00	\$0.00	\$0.00
Line 17	DC & State Tax Payments	\$0.00	\$0.00	\$0.00
Line 18	No. of Claims:			
Line 18a	# of Claims Received This Reporting Period	0	0	0
Line 18b	# of Claims Received Since Inception of Fund	0	0	0
Line 19	No of Claimants/Investors			

Line 19a	# of Claimants/Investors Paid This Reporting Period	0	0	0
Line 19b	# of Claimants/Investors Paid Since Inception of Fund	0	0	0

[aa] The beginning balance as of July 1, 2017 reflects additional expenses to the Receiver's account not reflected in the first quarter ending June 30, 2017. The additional expenses are noted in Line 10d of the Subtotal Prior Periods column.

EXHIBIT B-1

THOMPSON & KNIGHT LLP

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VITORIA

November 15, 2017

SEC v. Thurman P. Bryant, III, et al.
Jennifer Ecklund, Receiver
Thompson & Knight LLP
1722 Routh Street, Suite 1500
Dallas, Texas 75201

INVOICE SUMMARY

For Services Rendered During The Application Period July 1, 2017 through September 30, 2017

Our Matter # 524661.000002
RECEIVERSHIP

Matter Balance Brought Forward	\$	13,306.36
Total Fees for Professional Services*	\$	70,650.00
Voluntary Reduction (Travel)		(1,400.00)
Voluntary Reduction (Applications)		(500.00)
Net Fees for Professional Services **		68,750.00
Reimbursable Costs		540.07
Net Current Billing For This Matter **	\$	<u>69,290.07</u>
Total Balance Due This Matter	\$	<u><u>82,596.43</u></u>

*Reflects 20% discount on gross fees for professional services.

**Net of time recorded, but not billed, for preparation of Fee Application.

SUMMARY OF WORK PERFORMED TO DATE

Initial Analysis

- Coordinated resources and established protocols for locating, securing, and creating inventory of Receivership Assets and Records
- Consulted and coordinated with the SEC and the U.S. Marshals Service regarding initial location and collection of the Wammel Defendants' Assets and Records
- Engaged Veritas to perform forensic accounting
- Cooperated, communicated, and coordinated with Securities and Exchange Commission
- Oversaw identification and securitization of real and personal property

Securing Receivership Assets

- Oversaw and directed securing of the Bryant Defendants' and Wammel Defendants' real property in the following locations: Frisco, Texas; Kemah, Texas; Texas City, Texas; Austin, Texas; and League City, Texas
- Coordinated with local law enforcement in Texas
- Oversaw process of securing Receiver's jurisdiction in Texas where property is or was believed to be located
- Oversaw analysis of Receivership records and equipment
- Fielded and responded to communications with owners and/or landlords of leased premises
- Oversaw a thorough search of all real property owned and/or leased by the Wammel Defendants

Interactions with Vendors, Investors, and Creditors

- Fielded and responded to communications from investors, creditors, media, United States Attorneys, and other interested parties regarding case status and access to records
- Engaged forensic accountants and conferred with them to develop plan for handling and review of data
- Oversaw the preparation, filing, and service of the Receiver's Initial Report for the Wammel Defendants on all known Investors
- Oversaw the establishment of a line of communication with investors by updating the Receiver's website (<http://bucfreceivership.tklaw.com>) and provided investors with the Receivership Order

Liquidation of the Bryant Defendants' Assets

- Oversaw coordination with appraisers and auctioneers
- Oversaw cataloguing of property seized from the Bryant Defendants
- Obtained Court authority regarding liquidation of assets
- Accomplished liquidation of the Bryant Defendants' assets in the Receiver's possession

- Oversaw preparation of evidence and motions and participated in evidentiary hearings concerning sales of seized property

Miscellaneous

- Analyzed strategy and options for proceeding with third party lawsuits including claw backs, fraudulent transfers, and disgorgement
- Oversaw discovery, including subpoenaing records pertinent to the Bryant Defendants and the Wammel Defendants and their business and personal and corporate finances
- Oversaw investigation and asset search and recovery efforts
- Communicated with counsel for Defendants and Relief Defendants
- Analyzed and implemented case management strategy
- Communicated with investors and reviewed correspondence and materials submitted by investors
- Provided extensive cooperation to various government authorities and agencies, including the SEC
- Oversaw work of forensic accountants and analysis of results
- Provided periodic reports to the Court and investors

SUMMARY OF FEES

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Discounted Rate/Hr</u>	<u>Amount</u>
Jennifer Ecklund	Receiver	141.30	\$500.00	\$70,650.00

Reimbursable Costs

Air fare, lodging, ground transportation, and other vendors (*e.g.*, locksmiths, utility providers, vehicle storage) to complete work performed:

Total Reimbursable Costs	\$	540.07
TOTAL VOLUNTARY REDUCTIONS	\$	(1,900.00)
NET CURRENT BILLINGS FOR THIS MATTER***	\$	69,290.07
TOTAL BALANCE DUE THIS MATTER	\$	<u>82,596.43</u>

*Reflects 20% discount on gross fees for professional services.

**Net of time recorded, but not billed, for preparation of Fee Application.

EXHIBIT B-2

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November 15, 2017

SEC v. Thurman P. Bryant, III, et al.
Jennifer Ecklund, Receiver
Thompson & Knight LLP
1722 Routh Street, Suite 1500
Dallas, Texas 75201

INVOICE SUMMARY

For Services Rendered During The Application Period July 1, 2017 through September 30, 2017

Our Matter # 524662.000002
REPRESENTATION OF RECEIVER

Matter Balance Brought Forward	\$	121,265.25
Total Fees for Professional Services*	\$	700,874.00
Voluntary Reduction (Travel)		(9,248.00)
Voluntary Reduction (Applications)		(69,745.00)
Voluntary Reduction (Additional 20% Paralegal Time)		(11,110.20)
Voluntary Reduction (Time Under 25 Hours Held Back)		(60,086.00)
Net Fees for Professional Services **		550,684.80
Reimbursable Costs		4,443.03
Net Current Billing For This Matter **	\$	<u>555,127.83</u>
Total Balance Due This Matter	\$	<u><u>676,393.08</u></u>

*Reflects 20% discount on gross fees for professional services.

**Net of time recorded, but not billed, for preparation of Fee Application, and certain paralegal time.

SUMMARY OF WORK PERFORMED

Case Administration

- Successfully moved to expand the Receivership and the asset freeze to and against the Wammel Defendants
- Commenced review of production served on the SEC in advance of the SEC filing the Complaint and any supplemental productions thereafter
- Successfully moved to liquidate and accomplished liquidation of the Bryant Defendants' assets in the Receiver's possession
- Commenced the liquidation process against the Wammel Defendants
- Researched and analyzed options regarding pursuit by Receiver of potential claims against third-parties
- Subpoenaed records pertinent to the Bryant Defendants and the Wammel Defendants as well as their business and personal and corporate finances
- Conducted legal research regarding authority to liquidate property
- Drafted numerous motions and briefs regarding authority to liquidate property
- Drafted responses regarding the significant need to maintain the Receivership and the tremendous consequences of dissolution or suspension of the Receivership
- Conducted research as to persons and entities of interest, including the Relief Defendants and companies owned (beneficially or otherwise) or operated by Defendant Wammel, based on the Receiver's investigation
- Conducted research as to persons and entities of interest, including the Relief Defendants and companies owned or operated by Defendant Bryant, based on the Receiver's investigation
- Sought and/or reviewed information from named Relief Defendants and other persons and entities of interest based on the Receiver's investigation
- Successfully moved for and obtained a preliminary injunction against the Wammel Defendants requiring their compliance with the Receivership Order
- Successfully moved to receive a copy of the return on the search warrant for the purpose of identifying additional Bryant Defendants' assets seized by the FBI
- Drafted various third-party lawsuits in effort to recover funds for Receivership Estate
- Communicated with *pro se* Defendant Bryant regarding his obligations and duties during the Receivership
- Conferred with Defendant Wammel's counsel to discuss going-forward issues
- Maintained the Receiver's bank account in accordance with the Receivership Order
- Satisfied on-going, ordinary course obligations of the Receivership Estate in order to maintain the status quo, including paying rent for the storage units, buying new locks, and having mail forwarded
- Research regarding and confirmation of filings under 28 U.S.C. §754 in each jurisdiction where Thompson & Knight LLP secured Receivership Assets

- Filed notice of Receivership in each district that newly discovered property subject to recovery may lie
- Prepared for preliminary injunction hearing, resulting in the extension of the *ex parte* temporary restraining order against the Wammel Defendants to provide the Court with time to issue an order granting the preliminary injunction
- Took deposition of Defendant Bryant
- Prepared periodic reports to the Court on the status of the Receivership
- Prepared periodic reports to investors on the work of the Receiver and information pertinent to investors' claims
- Cooperated with various government agencies to assist in their investigation
- Maintained database of investor claims
- Developed information pertinent to the possible location of additional Receivership assets

Initial Analysis of the Wammel Defendants' Receivership Assets

- Coordination of resources and establishment of protocols for locating, securing, and creating inventory of the Wammel Defendants' Assets and Records
- Research regarding existence of real property and personalty to be seized from the Wammel Defendants
- Consultation and coordination with the SEC, the Receiver, and the U.S. Marshals Service regarding initial location and collection of the Wammel Defendants' Assets and Records
- Identified and secured real and personal property of the Receivership
- Reviewed and analyzed seized records and equipment

Securing of the Wammel Defendants' Receivership Assets

- Secured for the Receiver real property in the following locations: Frisco, Texas; Kemah, Texas; Texas City, Texas; Austin, Texas; and League City, Texas
- Secured for the Receiver storage units leased by Defendant Wammel
- Secured for the Receiver an aircraft and more than seven (7) motor vehicles owned by the Wammel Defendants
- Took steps to secure the office location of Defendant Wammel Group in Dickinson, Texas
- Coordinated with local law enforcement, where necessary, and property management for access to each premises; changed locks and disabled electronic access where in use; coordinated with property management and private security, where necessary, to assure future access was limited to the Receiver or her representatives
- Collected and/or forwarded all mail from Defendant Wammel's (former) primary residence to the Receiver and established protocol for handling of incoming mail
- Prepared detailed written and photographic inventories of assets in each location
- Coordinated with owners and/or landlords of leased premises

- Analyzed Receivership records and compiled preliminary list of accounts, players, and company structures
- Compiled inventories of all electronic equipment and coordinated with Ernst & Young regarding securing of electronic assets and imaging of electronic devices seized at the Wammel residences
- Compiled inventories of all personalty seized at the Wammel Defendants' real property and leased storage units
- Disposed of perishable items
- Performed thorough searches of real property leased and/or owned by the Wammel Defendants
- Prepared numerous boxes of materials and equipment which were packaged and forwarded to the Receiver
- Coordinated with U.S. Marshals, local police and private security service providers to further secure Receivership assets and records

Interactions with Vendors, Investors, and Creditors

- Engaged and worked with Veritas to perform forensic accounting and coordinated appropriate follow-up with respect to various identified accounts and/or persons or entities of interest discovered, as well as to investigate and determine identifying information as to the BUCF Investors, including amounts invested
- Worked with Veritas to perform forensic accounting and related analysis regarding, among other things, the intricate, overlapping Ponzi scheme operated by the Bryant and Wammel Defendants identified as part of the Receiver's investigation
- Communicated with and directed the work of forensic accounting firm for specific purposes in ascertaining the location of Receivership monies
- Supervised and analyzed forensic accounting results
- Determined the location of monies transferred by the Bryant Defendants and the Wammel Defendants that may be recoverable by the Receivership Estate
- Performed extensive analysis of forensic accounting to develop complete picture of cash flow through the Bryant Defendants' and the Wammel Defendants' accounts
- Fielded and responded to communications from investors
- Reviewed information submitted by investors in furtherance of the Receiver's duties pursuant to the Receivership Order
- Prepared, filed, and served the Receiver's Initial Report for the Wammel Defendants on all known Investors
- Established a line of communication with investors by updating the Receiver's website (<http://bucfreceivership.tklaw.com>) and provided Wammel Defendants' investors with the Receivership Order
- Formally notified all landlords/property managers of the Receivership

Liquidation of the Bryant Defendants' Assets

- Coordinated with relevant valuation consultants regarding inventoried personalty, including on-line auction house and gun consultant
- Coordinated with appraisers and auctioneers
- Catalogued property seized from the Bryant Defendants
- Obtained Court authority regarding liquidation of assets
- Accomplished liquidation of the Bryant Defendants' assets in the Receiver's possession

SUMMARY OF FEES*

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Discounted Rate/Hr</u>	<u>Amount</u>
William Banowsky	Partner	160.00	\$520.00	\$83,200.00
Timothy Hudson	Partner	311.30	475.00	147,867.50
Hunter Barrow	Partner	43.50	475.00	20,662.50
Katharine Clark	Partner	91.00	475.00	43,225.00
Mackenzie Wallace	Associate	315.50	420.00	132,510.00
Emily Miller	Associate	118.50	420.00	49,770.00
Mackenzie Salenger	Associate	209.90	280.00	58,772.00
Matthew Alexander	Associate	72.30	280.00	20,244.00
Sydne Collier	Attorney	103.20	280.00	28,896.00
Janice Graves	Paralegal	75.20	250.00	18,800.00
Eduardo Sanchez	Paralegal	193.90	190.00	36,841.00
TOTAL FEES		1,694.30		\$640,788.00

Reimbursable Costs

Air fare, lodging, ground transportation, and other vendors (e.g., locksmiths, utility providers, vehicle storage) to complete work performed:

Total Reimbursable Costs	\$ 4,443.03
TOTAL VOLUNTARY REDUCTIONS	\$ (90,103.20)
NET CURRENT BILLING FOR THIS MATTER**	\$ 555,127.83
TOTAL BALANCE DUE THIS MATTER	<u>\$ 676,393.08</u>

*Net of time for timekeepers with time under 25 hours per month.

**Reflects 20% discount on gross fees for professional services and netting out of fees for preparation of the Application.

EXHIBIT C



August 14, 2017

Jennifer R. Ecklund, Esq.
Thompson & Knight LLP
One Arts Plaza
1722 Routh Street, Suite 1500
Dallas, Texas 75201

Re: Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Dear Ms. Ecklund:

Enclosed is our billing for professional assistance in the above-referenced matter for the period of July 1, 2017 through July 31, 2017 for your review and payment.

Should you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in blue ink that reads "Brandi N. Kleinman" with a stylized flourish at the end.

Brandi N. Kleinman
Tax ID #68-0530157

Enclosure

BNK/cdt



August 14, 2017

Jennifer R. Ecklund, Esq.
 Thompson & Knight LLP
 One Arts Plaza
 1722 Routh Street, Suite 1500
 Dallas, Texas 75201

Re: Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Professional fees and expenses in connection with the above-referenced matter for the period of July 1, 2017 through July 31, 2017:

Professional Fees:

<u>Name</u>	<u>Staff Level</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Brandi N. Kleinman	Vice President	52.25 hrs. @	\$325	\$ 16,981.25
Brian L. Ingram	Senior Manager	7.00 hrs. @	\$248	\$ 1,736.00
Paul A. Forbes	Senior Consultant	96.50 hrs. @	\$207	\$ 19,975.50
Matthew B. Dunn	Associate Consultant	42.00 hrs. @	\$175	\$ 7,350.00
Total Professional Fees				\$ 46,042.75

Out-of-Pocket Expenses:

Miscellaneous	\$ 19.50
Total Out-of-Pocket Expenses	\$ 19.50

Total Professional Fees and Out-of-Pocket Expenses* **\$ 46,062.25**

*As of the date of this invoice, the outstanding balance of prior invoices is \$91,133.39.



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Activities for Task Code F170 Forensic Accounting

(July 1, 2017 through July 31, 2017)

Date	Activity	Kleinman	Ingram	Forbes	Dunn
7/3	Prepare exhibits for declaration.			1.50	
7/5	Prepare exhibits regarding Wammel and Bryant Family transfers.	4.00			
7/5	Review and analyze account and investor statements.			8.00	
7/5	Evaluate Referral Bonuses.				3.50
7/6	Prepare exhibits regarding Wammel and Bryant Family transfers.	4.00			
7/6	Review and analyze account and investor statements.			7.50	
7/6	Prepare summary of investor funds.				6.50
7/7	Prepare exhibits regarding Wammel and Bryant Family transfers.	3.00			
7/7	Preparation for and Conference Call with Client.	1.00			
7/7	Prepare exhibits for declaration.			3.50	
7/7	Review and analyze account and investor statements.			4.75	
7/7	Prepare summary of investor payouts / earnings.				3.00
7/7	Prepare BUCF to Proliquidation.				1.00
7/7	Summary of transfer funds from summary of investor funds.				4.00
7/10	Prepare financial data regarding Wammel and Bryant Family Entities.	1.75			
7/10	Prepare exhibits for declaration.			5.50	
7/10	Call with Counsel.			1.00	
7/10	Prepare Investor Summary Analysis.				5.50
7/11	Evaluate financial data regarding Wammel and Bryant Family Entities.	1.50			
7/12	Evaluate financial data regarding Wammel and Bryant Family Entities.	1.00			
7/12	Preparation for and call with Counsel.	1.50			
7/12	Prepare exhibits for declaration.			3.75	
7/12	Review and analyze bank statements.			4.25	
7/13	Evaluate financial data regarding Wammel and Bryant Family Entities.	2.50			
7/13	Preparation for and call with Counsel.	1.50			
7/13	Call with Counsel.			1.00	
7/13	Review and analyze bank statements.			7.50	
7/13	Options Express analysis.				1.00
7/14	Evaluate financial data regarding Wammel and Bryant Family Entities.	2.00			



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Activities for Task Code F170 Forensic Accounting

(July 1, 2017 through July 31, 2017)

Date	Activity	Kleinman	Ingram	Forbes	Dunn
7/14	Call with Counsel.			0.50	
7/14	Review and analyze bank statements.			7.25	
7/15	Evaluate financial data regarding Wammel and Bryant Family Entities.	1.00			
7/16	Evaluate financial data regarding Wammel and Bryant Family Entities.	1.00			
7/16	Review and analyze bank statements.			5.00	
7/17	Review Wammell Investment Account Statements.	2.00			
7/17	Review and analyze bank statements.			6.50	
7/18	Meeting with Counsel to prepare for hearing.	5.00			
7/18	Review and analyze bank statements.			2.50	
7/18	Prepare final exhibits for motion.			5.00	
7/18	Research property information.			1.50	
7/19	Preparation for and Attendance at Hearing.	4.00			
7/19	Compile source documents for motion exhibits.			7.00	
7/20	Review Wammell Investment Account Statements.	2.00			
7/21	Review Wammell Investment Account Statements.	1.00			
7/24	Review and analyze Wammel Response(1); Evaluate additional documents(1).	2.00			
7/25	Research Investors and Residential Transactions.				2.00
7/26	Prepare exhibits for motion.			7.75	
7/26	Research other investor entities.				4.25
7/27	Review and analyze Wammel Response; Evaluate additional documents.	4.50			
7/27	Convert SEC-REC-EPROD-000000001 to spreadsheet.		7.00		
7/27	Analyze Top Agent Bank Statements.				3.25
7/27	Analyze Top Agent Bank Statements.				0.25
7/28	Review and analyze Wammel Response(1); Evaluate additional documents(1).	2.50			
7/28	Analyze Top Agent Bank Statements.				1.00
7/30	Prepare work papers for declaration.			1.25	
7/31	Evaluate Wammel Transactions.	3.50			
7/31	Prepare work papers for declaration .			4.00	
7/31	Prepare work papers for declaration .				6.75
	Total	52.25	7.00	96.50	42.00



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Expenses
(July 1, 2017 through July 31, 2017)

	<u>Amount</u>
Miscellaneous	
7/16/2017 Property report for use on exhibit requested by Attorney	<u>\$ 19.50</u>
Subtotal Miscellaneous	<u>\$ 19.50</u>
 Total Out-of-Pocket Expenses	 \$ 19.50



August 14, 2017

July 1, 2017
to
July 31, 2017

Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

THO-01-60-01-01 - 8/14

REMITTANCE COPY

*****PLEASE RETURN WITH PAYMENT*****

Remitted By:

Jennifer R. Ecklund, Esq.
Thompson & Knight LLP
One Arts Plaza
1722 Routh Street, Suite 1500
Dallas, Texas 75201

Current Invoice Total: \$ 46,062.25

Balance prior to this invoice: \$ 91,133.39

If previous balance is unpaid as of receipt of this invoice, please pay: \$ 137,195.64

Please make check payable to:

Veritas Advisory Group, Inc.

Mailing address:

Veritas Advisory Group, Inc.
1601 Elm Street, Suite 3600
Dallas, Texas 75201



September 21, 2017

Jennifer R. Ecklund, Esq.
Thompson & Knight LLP
One Arts Plaza
1722 Routh Street, Suite 1500
Dallas, Texas 75201

Re: Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Dear Ms. Ecklund:

Enclosed is our billing for professional assistance in the above-referenced matter for the period of August 1, 2017 through August 31, 2017 for your review and payment.

Should you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in blue ink that reads "Brandi N. Kleinman". The signature is fluid and cursive, with a long horizontal stroke at the end.

Brandi N. Kleinman
Tax ID #68-0530157

Enclosure

BNK/cdt



September 21, 2017

Jennifer R. Ecklund, Esq.
 Thompson & Knight LLP
 One Arts Plaza
 1722 Routh Street, Suite 1500
 Dallas, Texas 75201

Re: Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Professional fees and expenses in connection with the above-referenced matter for the period of August 1, 2017 through August 31, 2017:

Professional Fees:

<u>Name</u>	<u>Staff Level</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Brandi N. Kleinman	Vice President	50.00 hrs. @	\$325	\$ 16,250.00
Brian L. Ingram	Senior Manager	10.50 hrs. @	\$248	\$ 2,604.00
Paul A. Forbes	Senior Consultant	124.25 hrs. @	\$207	\$ 25,719.75
Krishna S. Desai	Associate Consultant	82.75 hrs. @	\$175	\$ 14,481.25
Total Professional Fees				\$ 59,055.00

Out-of-Pocket Expenses:

Mileage	\$ 136.96
Total Out-of-Pocket Expenses	\$ 136.96

Total Professional Fees and Out-of-Pocket Expenses* \$ 59,191.96

*As of the date of this invoice, the outstanding balance of prior invoices is \$137,195.64.



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Activities for Task Code F170 Forensic Accounting

(August 1, 2017 through August 31, 2017)

Date	Activity	Kleinman	Ingram	Forbes	Desai
8/1	Evaluate Wammel Transactions; Prepare for Hearing	8.00			
8/1	Prepare work papers for trial exhibits.			5.00	
8/2	Preparation for and attendance at hearing	8.00			
8/3	Prepare, review and compile documents for hearing and work papers for trial exhibits.			4.00	
8/8	Evaluation of Investor Funds for BUCF and Wammel Investors	2.00			
8/9	Evaluation of Investor Funds for BUCF and Wammel Investors	2.00			
8/9	Analyze bank statements.			4.00	
8/10	Evaluation of Investor Funds for BUCF and Wammel Investors	2.00			
8/10	OCR 159 pdfs for 1259 pages.		6.00		
8/10	Analyze bank statements.			3.50	
8/10	Compile bank statement database.			1.50	
8/11	Evaluation of Investor Funds for BUCF and Wammel Investors	2.00			
8/11	OCR 159 pdfs for 1259 pages.		1.50		
8/11	Analyze bank statements.			6.75	
8/14	Review and evaluate Bryant Realty Transactions(1); Summarize Goodspeed Transactions(1)	2.00			
8/14	OCR 'SEC-FBI-EPROD-000012487.pdf' and 'FBI-EPROD-000001283.pdf'		3.00		
8/14	Analyze bank statements.			7.50	
8/15	Review and evaluate Bryant Realty Transactions(1); Summarize Goodspeed Transactions(1)	2.00			
8/15	Compile bank statement database.			5.50	
8/16	Review and evaluate Bryant Realty Transactions(1); Summarize Goodspeed Transactions(1)	2.00			
8/16	Prepare summary of bank statement transactions			5.50	
8/16	Building database of transactions				1.50
8/17	Review and evaluate Bryant Realty Transactions(1); Summarize Goodspeed Transactions(1)	2.00			
8/17	Analyze bank statements.			7.00	
8/17	Building database of transactions				7.00
8/18	Prepare summary of bank statement transactions			8.00	
8/18	Building database of transactions				7.00
8/21	Call with Counsel re: Motion to Liquidate(1); Prepare for Hearing(1); Review Top Agent Transactions(1); Investor Analysis(1)	4.00			



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Activities for Task Code F170 Forensic Accounting

(August 1, 2017 through August 31, 2017)

Date	Activity	Kleinman	Ingram	Forbes	Desai
8/21	Analyze bank statements.			7.50	
8/21	Building database of transactions				7.50
8/22	Call with Counsel re: Motion to Liquidate(1); Prepare for Hearing(1); Review Top Agent Transactions(1); Investor Analysis(1)	4.00			
8/22	Review investor statements and compile investor returns.			6.50	
8/22	Building database of transactions				7.00
8/23	Review investor statements and compile investor returns.			7.00	
8/23	Building database of transactions				7.50
8/24	Call with Counsel re: Motion to Liquidate(1); Prepare for Hearing(1); Review Top Agent Transactions(1); Investor Analysis(1)	4.00			
8/24	Review investor statements and compile investor returns.			7.00	
8/24	Building database of transactions				7.00
8/25	Review investor statements and compile investor returns.			7.50	
8/25	Building database of transactions				7.50
8/28	Review investor statements and compile investor returns.			7.75	
8/28	Database building				7.75
8/29	Sources and Uses Analysis; Investor Analysis	2.00			
8/29	Review investor statements and compile investor returns.			7.25	
8/29	Database building				7.00
8/30	Sources and Uses Analysis(1); Investor Analysis(1)	2.00			
8/30	Review investor statements and compile investor returns.			6.75	
8/30	Prepare exhibit for filing.			1.00	
8/30	Database building				8.00
8/31	Sources and Uses Analysis(1); Investor Analysis(1)	2.00			
8/31	Compile bank statement database.			7.75	
8/31	Database building				8.00
	Total	50.00	10.50	124.25	82.75



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Expenses
(August 1, 2017 through August 31, 2017)

	<u>Amount</u>
Mileage	
8/2/2017 B. Kleinman - Mileage to/from Hearing	\$ 68.48
8/22/2017 B. Kleinman - Mileage to/from Hearing	<u>\$ 68.48</u>
Subtotal Mileage	<u>\$ 136.96</u>
 Total Out-of-Pocket Expenses	 \$ 136.96



September 21, 2017

August 1, 2017
to
August 31, 2017

Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

THO-01-60-01-01 - 9/21

REMITTANCE COPY

*****PLEASE RETURN WITH PAYMENT*****

Remitted By:

Jennifer R. Ecklund, Esq.
Thompson & Knight LLP
One Arts Plaza
1722 Routh Street, Suite 1500
Dallas, Texas 75201

Current Invoice Total: **\$ 59,191.96**

Balance prior to this invoice: \$ 137,195.64

If previous balance is unpaid as of receipt of this invoice, please pay: \$ 196,387.60

Please make check payable to:

Veritas Advisory Group, Inc.

Mailing address:

Veritas Advisory Group, Inc.
1601 Elm Street, Suite 3600
Dallas, Texas 75201



October 9, 2017

Jennifer R. Ecklund, Esq.
Thompson & Knight LLP
One Arts Plaza
1722 Routh Street, Suite 1500
Dallas, Texas 75201

Re: Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Dear Ms. Ecklund:

Enclosed is our billing for professional assistance in the above-referenced matter for the period of September 1, 2017 through September 30, 2017 for your review and payment.

Should you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in blue ink that reads "Brandi N. Kleinman/cdt". The signature is written in a cursive style.

Brandi N. Kleinman
Tax ID #68-0530157

Enclosure

BNK/cdt



October 9, 2017

Jennifer R. Ecklund, Esq.
 Thompson & Knight LLP
 One Arts Plaza
 1722 Routh Street, Suite 1500
 Dallas, Texas 75201

Re: Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Professional fees and expenses in connection with the above-referenced matter for the period of September 1, 2017 through September 30, 2017:

Professional Fees:

<u>Name</u>	<u>Staff Level</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Brandi N. Kleinman	Vice President	18.00 hrs. @	\$325	\$ 5,850.00
Paul A. Forbes	Senior Consultant	120.50 hrs. @	\$207	\$ 24,943.50
Krishna S. Desai	Associate Consultant	26.50 hrs. @	\$175	\$ 4,637.50
Total Professional Fees*				\$ 35,431.00

*As of the date of this invoice, the outstanding balance of prior invoices is \$196,387.60.



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Activities for Task Code F170 Forensic Accounting

(September 1, 2017 through September 30, 2017)

Date	Activity	Kleinman	Forbes	Desai
9/1	Sources and Uses Analysis; Investor Analysis	2.00		
9/1	Prepare exhibit for filing.		7.25	
9/1	Bryant personal expenses analysis			7.00
9/5	Prepare exhibit for filing.		2.00	
9/5	Review investor statements and compile investor returns.		6.00	
9/5	Database completion			6.00
9/6	Review investor statements and compile investor returns.		8.00	
9/6	Database completion			4.00
9/7	Review investor statements and compile investor returns.		5.75	
9/7	Database completion			2.00
9/8	Review investor statements and compile investor returns.		6.00	
9/8	Database completion			1.50
9/11	Preparation for and call with Client	0.75		
9/11	Prepare summary of accounts; Investor Analysis	1.25		
9/11	Prepare exhibit for filing.		5.00	
9/11	Review and analyze account statements.		3.00	
9/11	Stephen Garrett, Dennis Stephens transactions			1.00
9/12	Prepare summary of accounts; Investor Analysis	2.00		
9/12	Prepare exhibit for filing.		2.50	
9/12	Review and analyze account statements.		6.00	
9/13	Review and analyze account statements.		8.00	
9/14	Prepare summary of accounts; Investor Analysis	2.00		
9/19	Investor Analysis	1.00		
9/20	Investor Analysis	1.50		
9/20	Review and analyze bank statements.		8.00	
9/21	Investor Analysis	1.50		
9/21	Review and analyze bank statements.		8.00	
9/22	Investor Analysis	2.00		
9/22	Review and analyze bank statements.		8.00	
9/25	Investor Analysis	1.00		
9/25	Review investor statements and compile investor returns.		8.00	
9/26	Investor Analysis	1.00		
9/26	Review investor statements and compile investor returns.		8.00	



Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

Description of Activities for Task Code F170 Forensic Accounting

(September 1, 2017 through September 30, 2017)

Date	Activity	Kleinman	Forbes	Desai
9/26	Analyzing suspicious transaction			2.00
9/27	Review investor statements and compile investor returns.		3.00	
9/27	Review and analyze bank statements.		2.00	
9/27	Analyzing suspicious transaction			3.00
9/28	Investor Analysis	1.00		
9/28	Review investor statements and compile investor returns.		8.00	
9/29	Investor Analysis	1.00		
9/29	Review investor statements and compile investor returns.		8.00	
	Total	18.00	120.50	26.50



October 9, 2017

September 1, 2017
to
September 30, 2017

Securities Exchange Commission v. Bryant United Capital Funding, Inc., et al.

THO-01-60-01-01 - 10/9

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Remitted By:

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Dallas, Texas 75201

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