

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

SECURITIES AND EXCHANGE	§	
COMMISSION	§	
	§	
Plaintiff,	§	
	§	
v.	§	Case 04:17-CV-00336-ALM
	§	
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.	§	

**REQUEST FOR ORDER APPROVING RECEIVER’S EMPLOYMENT OF
THOMPSON & KNIGHT LLP AS COUNSEL TO RECEIVER EFFECTIVE AS OF
MAY 15, 2017**

Jennifer R. Ecklund, the Court-appointed Receiver (the “**Receiver**”) for Thurman P. Bryant, III and Bryant United Capital Funding, Inc. (collectively, the “**Defendants**”) receivership estates (together, the “**Estate**”) in the above-captioned case (the “**Case**”), hereby files this *Request for Order Approving Receiver’s Employment of Thompson & Knight LLP As Counsel to Receiver Effective As Of May 15, 2017* (the “**Request**”), pursuant to this Court’s *Order Appointing Receiver* and the Local Rules for the United States District Court for the Eastern District of Texas, requesting approval of employment of the law firm Thompson &

Knight LLP (“**T&K**”) as counsel to the Receiver in this Case. In support of this Request, the Receiver respectfully represents the following:

I.
BACKGROUND

1. On May 15, 2017, Plaintiff, the Securities and Exchange Commission (“**SEC**”), filed its Complaint [Dkt. No. 1] (the “**Complaint**”) against Defendants. Arthur F. Wammel (“**Wammel**”), Wammel Group, Inc. (“**Wammel Group**”), Carlos Goodspeed a/k/a Sean Phillips d/b/a Top Agent Entertainment d/b/a Mr. Top Agent Entertainment (“**Goodspeed**”), and Thurman P. Bryant, Jr. (“**Bryant Jr.**,” and collectively with Wammel, Wammel Group, and Goodspeed, the “**Relief Defendants**”) were named as relief defendants. The Complaint alleges the Defendants violated federal securities laws, by, among other things, engaging in fraudulent activities and misrepresentations to investors regarding guaranteed returns on “risk-free investments.”

2. On May 15, 2017, the SEC filed its application for the appointment of a receiver for Defendants [Dkt. No. 4] (the “**SEC Application**”).

3. On May 15, 2017, after the Court’s review of the SEC Application and upon the Court’s conclusion that the Court has subject matter jurisdiction over the Defendants, the Court determined that entry of an order appointing a receiver over Defendants was both necessary and appropriate to marshal, conserve, hold and operate all of the Defendants’ assets, pending further order of the Court. Accordingly, the Court entered its Order Appointing Receiver [Dkt. No. 17] (the “**Receivership Order**”) on May 15, 2017, naming Jennifer R. Ecklund as the Receiver for the Receivership Estate.

4. The same day, the Court entered the *Ex Parte* Order Granting Motion for Temporary Restraining Order [Dkt. No. 16].

5. Pursuant to the Receivership Order, the Receiver is charged with marshaling and preserving all the assets of the Defendants (the “**Receivership Assets**”).

6. Since the Receiver’s appointment by the Court on May 15, 2017, the Receiver and her team have seized certain Receivership Assets. As of the date of this Motion, the Receiver’s investigation, location, seizure, and analysis of the Receivership Assets is active and on-going.

7. Pursuant to paragraph 7.F of the Receivership Order, the Receiver has the express discretion to engage and employ attorneys to assist the Receiver in carrying out her duties and responsibilities set forth in the Receivership Order. Further, pursuant to Paragraph 56, the Receiver is authorized to solicit persons and entities (“**Retained Personnel**”) to assist her in carrying out the Receiver’s duties and responsibilities described in the Order. However, the Receiver is required to obtain an order from the Court authorizing such engagement. [*See* Order, ¶ 56 at p. 17].

8. On June 2, 2017, the Court entered its Agreed Order Granting Preliminary Injunction and Other Relief [Dkt. No. 27] granting an injunction in this case that enjoins Mr. Bryant and Bryant United Capital Funding, Inc. from violating Section 17(a) of the Securities Act or Section 10(b) of the Exchange Act and Rule 10b-5.

II.
RELIEF REQUESTED

9. The Receiver seeks entry of an order authorizing the employment and retention of T&K as one of her Retained Personnel (counsel to the Receiver), as of May 15, 2017, to handle all issues related to the Estate, as permitted in the Receivership Order.

10. T&K has considerable experience in matters of this character and is a firm well-qualified to represent the Receiver in connection with this Case due to the firm's expertise in the field of receivership, insolvency, financial restructuring, distressed reorganization, bankruptcy and debtor-creditor rights. *See* Declaration of Katharine Battaia Clark, filed contemporaneously herewith.

11. Further, T&K shall seek approval for compensation of its fees and expenses on an interim and final basis in accordance with the Receivership Order, the local rules of this court, the Billing Instructions for Receivers in Civil Actions Commenced by the U.S. Securities and Exchange Commission, and any other applicable orders of the Court.

12. To the best of the Receiver's knowledge, and except as disclosed in the Affidavit of Katharine Battaia Clark, T&K does not hold or represent any interest adverse to the Estate. The Receiver believes that T&K is a disinterested person qualified to represent the Receiver in this Case. The Receiver submits that T&K's employment in this Case would be in the best interests of the Estate and the parties-in-interest thereof.

WHEREFORE, the Receiver respectfully requests that this Court enter an Order (a) authorizing the employment of T&K as counsel for the Receiver in this Case effective as a May 15, 2017; (b) authorizing T&K to be compensated as set forth herein; and (c) awarding the Receiver such other and further relief that this Court deems just and proper.

Dated June 13, 2017.

Respectfully submitted,

THOMPSON & KNIGHT LLP

By: /s/ Timothy E. Hudson

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PROPOSED COUNSEL TO RECEIVER

CERTIFICATE OF CONFERENCE

The undersigned hereby certifies that Counsel for Receiver has complied with the meet and confer requirement in Local Rule CV-7(h) and that neither the Plaintiff nor Defendant Bryant opposes the relief requested.

/s/ Timothy E. Hudson

Timothy E. Hudson

CERTIFICATE OF SERVICE

I hereby certify that on June 13, 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/ Timothy E. Hudson

Timothy E. Hudson

Via Electronic Mail:

COUNSEL FOR PLAINTIFF:

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PRO SE

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Thurman P. Bryant, III
Treybryant03@gmail.com

COURTESY COPIES SENT TO THE FOLLOWING:

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COUNSEL FOR CERTAIN RELIEF DEFENDANTS

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PHILLIPS d/b/a TOP AGENT	§	
ENTERTAINMENT d/b/a/ MR. TOP	§	
AGENT ENTERTAINMENT	§	
	§	
Relief Defendants.	§	

**DECLARATION OF KATHARINE BATAIA CLARK IN SUPPORT OF
EMPLOYMENT OF THOMPSON & KNIGHT LLP AS COUNSEL TO RECEIVER
EFFECTIVE AS OF MAY 15, 2017**

I, Katharine Battaia Clark, declare as follows pursuant to 28 U.S.C. § 1746:

1. I am a partner with the law firm of Thompson & Knight LLP (“T&K”) in Dallas, Texas. I am a member in good standing of the bar of the State of Texas, and am admitted to practice in the United States District Courts for all Districts of Texas. There are no disciplinary proceedings pending against me. I am an attorney representing Jennifer Ecklund, the Court-appointed Receiver (the “Receiver”) for Thurman P. Bryant, III and Bryant United Capital

Funding, Inc. (collectively, the “**Defendants**”) receivership estates (together, the “**Estate**”) in this case, and I submit this Declaration in support of the Request for Order Approving Receiver’s Employment of Thompson & Knight LLP as Counsel to Receiver Effective as of May 15, 2017.

2. T&K has considerable experience in matters of this character and is a firm well-qualified to represent the Receiver in connection with this case due to the firm’s expertise in the field of receivership, fraudulent transfer litigation, distressed reorganization, and debtor-creditor rights.

3. The Receiver seeks entry of an order authorizing the employment and retention of T&K as of May 15, 2017, as counsel to the Receiver. Such representation and assistance may include, without limitation, the following:

- Investigating all facts and circumstances surrounding any transactions involving Defendants, specifically including, without limitation, solicitation of investments;
- Taking any action as is necessary to preserve and protect the Estate’s assets and interests therein, including without limitation, prosecution of actions on the Receiver’s behalf against Defendants and other third parties, defending any action commenced against the Estate, and representing the Estate’s interest in negotiations with Defendants and third parties;
- Representing the Receiver in any issues related to the marshaling, conservation, preservation, acquisition, retention, operation and liquidation of assets, including a request to confirm Receivership Assets or to expand the Receivership;
- Searching for and securing all assets for the Estate from a variety of potential sources and determining how any assets may have dispersed, as applicable;
- Securing and centralizing relevant hard copy and electronic files, documents and information;

- Developing and implementing plans to sell or monetize Estate assets, including, without limitation, real estate, private equity investments and other assets, including any related motion practice;
- Assisting with the preparation of reports to be made by the Receiver as required by the Court, including the quarterly reports;
- Assisting with the preparation of the Receiver's fee applications to the Court;
- Recovering Receivership assets from all entities, including opposing competing claims to those assets;
- Releasing frozen assets, where appropriate, through processes approved by the Court;
- Analyzing and cataloging potential claims against the Estate;
- Developing and implementing plans to initiate litigation to recover value for the Estate, as appropriate;
- Responding to claims and litigation initiated by others;
- Assisting, reporting to and responding to governmental and regulatory agencies as appropriate, including responses to inquiries from the SEC in connection with its investigations;
- Communicating with the Court, former employees, claimants, investors, constituents of the Estate, and the public;
- Developing protocols for review and release of Estate assets, if appropriate; and
- Any other tasks the Receiver requests that T&K perform in connection with her Court-ordered and statutory duties.

4. T&K shall seek approval for compensation of its fees and expenses on an interim and final basis in accordance with the Receivership Order, the local rules of this Court, the Billing Instructions for Receivers in Civil Actions Commenced by the U.S. Securities and

Exchange Commission, and any other applicable orders of the Court. Subject to this Court's approval of T&K's engagement and approval of T&K's applications, the Receiver shall compensate T&K professionals at discounted hourly rates.¹ Professionals working on the matter will be billed at the following rates:²

Partners	\$475 to \$520
Associates	\$280 to \$420
Paraprofessionals	\$250

5. Should additional or different professionals be required, they will also be billed at discounted rates.

6. T&K maintains and operates a computer conflicts database of all matters in which T&K is involved to avoid (a) conflicts of interest; and (b) violating applicable rules of professional responsibility. T&K requires all of its professionals, before accepting the representation of a new client, or the representation of an existing client in a new matter, to perform a conflicts check through the conflicts database and to enter into the database information regarding the proposed new clients or matters. Accordingly, a review of the conflicts database (and, as applicable, follow-up inquiries with T&K attorneys responsible for the coordination of work for other clients identified in the course of the review of the conflicts database) should reveal any and all actual or potential conflicts of interest with respect to any

¹ T&K's hourly rates are set at a level designed to compensate T&K fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. Hourly rates vary with the experience and seniority of the individuals assigned. The hourly rates in this matter are subject to periodic adjustments to reflect economic and other conditions. In particular, like many of its peer law firms, T&K increases the hourly billing rate of attorneys and paraprofessionals yearly in the form of: (a) step increases historically awarded in the ordinary course on the basis of advancing seniority and promotion and (b) periodic increases within each attorney's and paraprofessional's current level of seniority.

² The rates for attorneys are a 20% or greater discount from T&K's standard hourly rates.

given representation. T&K researched its client database and performed reasonable due diligence to determine whether it has any relationships with the parties in this case.

7. To my knowledge, based on reasonable inquiry, (a) T&K does not hold or represent any interest adverse to the Estate; (b) other than as set forth below, and to the best of my knowledge, information, and belief, T&K has no relationship to any of the Estate, any of the Estate's significant creditors or equity interest owners in the case; and (c) to the best of my knowledge, information, and belief, the personnel anticipated to provide the services to the Estate in connection herewith are not related to the any member of the United States Securities & Exchange Commission, or the United States District Court Judge presiding over the case. T&K will update this Declaration as necessary if and when T&K becomes aware of any additional material information.

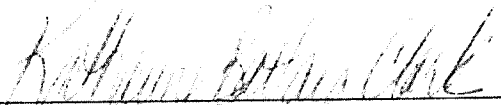
8. Certain partners, counsel, and associates of T&K may have in the past represented, may presently, and likely in the future may represent potential parties-in-interest in matters wholly unrelated to the case. T&K believes that its representation of such persons or entities in such unrelated matters will not affect its representation of the Receiver in this case.

9. T&K has made an effort, and will continue to make an effort, to set materiality thresholds with respect to its due diligence search with respect to any connections T&K may have with the creditors and with parties-in-interest in this case. T&K will periodically review its files during the pendency of this case to ensure that no conflict or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, T&K will promptly file a supplemental declaration.

10. By reason of the foregoing, I believe T&K is eligible for employment and retention by the Receiver in this case as Retained Personnel (as that term is defined in the Receivership Order).

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 13, 2017 at Dallas, Texas.



Katharine Battaia Clark

Order Appointing Receiver, entered on May 15, 2017 in this Case, the Court finds that: (i) it has subject matter jurisdiction over the TK Application; (ii) it has personal jurisdiction over the Defendants; (iii) Thompson & Knight LLP (“**T&K**”) (a) does not represent or hold any interest adverse to the Defendants or the Estate and (b) is disinterested and not otherwise disqualified from representing the Receiver; (iv) the Receiver’s employment of T&K as a Retained Personnel under the terms outlined in the TK Application is in the best interests of the Estate; (v) proper and adequate notice of the TK Application under the circumstances has been given and no other or further notice is necessary; (vi) no objections to the TK Application was filed with this Court; (vii) (a) the Receiver engaged T&K on May 15, 2017, and (b) the employment of T&K should be effective as of that date; and (viii) the Receiver has shown good, sufficient, and sound business purpose and justification for the relief requested in the Application, and, after due deliberation thereon, good and sufficient cause exists for granting the relief requested therein; accordingly,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The TK Application is **GRANTED**.
2. In accordance with the Receivership Order, the Receiver is authorized to employ and retain T&K as counsel in accordance with the compensation terms in the TK Application and supporting Clark Declaration, effective as of May 15, 2017.
3. T&K is authorized to provide professional services to the Receiver in this Case and to assist the Receiver to handle all issues related to Estate, as permitted in the Receivership Order, including without limitation, any issues ancillary and related thereto.

4. T&K shall file applications for the approval of compensation of its fees and expenses on an interim and final basis in compliance with the Court's Order, the local rules of this Court, and such other procedures that may be fixed by order of this Court.

IT IS SO ORDERED.

SIGNED this _____ day of June, 2017.

AMOS L. MAZZANT
UNITED STATES DISTRICT JUDGE