

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
 IN RE PLATINUM-BEECHWOOD )  
 LITIGATION )  
 ----- )  
 MELANIE L. CYGANOWSKI, AS )  
 RECEIVER, BY AND FOR PLATINUM )  
 PARTNERS CREDIT OPPORTUNITIES )  
 MASTER FUND LP, PLATINUM ) Civil Action No. 1:18-cv-06658 (JSR)  
 PARTNERS CREDIT OPPORTUNITIES )  
 FUND (TE) LLC, PLATINUM )  
 PARTNERS CREDIT OPPORTUNITIES ) Civil Action No. 1-18-cv-12018 (JSR)  
 FUND LLC, PLATINUM PARTNERS )  
 CREDIT OPPORTUNITIES FUND )  
 INTERNATIONAL LTD., PLATINUM )  
 PARTNERS CREDIT OPPORTUNITIES )  
 FUND INTERNATIONAL (A) LTD., and )  
 PLATINUM PARTNERS CREDIT )  
 OPPORTUNITIES FUND (BL) LLC, )  
 )  
 Plaintiffs, )  
 v. )  
 )  
 BEECHWOOD RE LTD., BEECHWOOD )  
 RE INVESTMENTS, LLC, B ASSET )  
 MANAGER LP, B ASSET MANAGER II )  
 LP, BEECHWOOD RE HOLDINGS, INC., )  
 BEECHWOOD BERMUDA )  
 INTERNATIONAL, LTD., BEECHWOOD )  
 BERMUDA INVESTMENT HOLDINGS, )  
 LTD., BEECHWOOD BERMUDA LTD., )  
 BAM ADMINISTRATIVE SERVICES )  
 LLC, BRE BCLIC PRIMARY, BRE BCLIC )  
 SUB, BRE WNIC 2013 LTC PRIMARY, )  
 BRE WNIC 2013 LTC SUB, MOSHE M. )  
 FEUER a/k/a MARK FEUER, SCOTT A. )  
 TAYLOR, SENIOR HEALTH )  
 INSURANCE COMPANY OF )  
 PENNSYLVANIA, FUZION )  
 ANALYTICS, INC., BANKERS )  
 CONSECO LIFE INSURANCE )  
 COMPANY, WASHINGTON NATIONAL )  
 INSURANCE COMPANY, CNO )

FINANCIAL GROUP, INC., 4086 )  
ADVISORS, INC., and JOHNDONES 1-100, )

Defendants, )

----- )

WASHINGTON NATIONAL )  
INSURANCE )  
COMPANY and BANKERS CONSECO )  
LIFE INSURANCE COMPANY, )

Third-Party Plaintiffs, )

v. )

MARK NORDLICHT, MURRAY )  
HUBERFELD, DAVID BODNER, )  
DAVID LEVY, RICK HODGDON, WILL )  
SLOTA, DANIEL SMALL, DAVID LEFF, )  
NAFTALI MANELA, DAVID )  
OTTENSOSER, HOKYONG KIM a/k/a )  
STEWART KIM, DANIEL SAKS a/k/a )  
DANNY SAKS, PAUL POTEAT, DHRUV )  
NARAIN, BEECHWOOD CAPITAL )  
GROUP, LLC, PB INVESTMENT )  
HOLDINGS LTD., BEECHWOOD RE )  
INVESTMENTS, LLC, SERIES A, )  
BEECHWOOD RE INVESTMENTS, LLC, )  
SERIES 13, BEECHWOOD RE )  
INVESTMENTS, LLC, SERIES C, )  
BEECHWOOD RE INVESTMENTS, LLC, )  
SERIES D, BEECHWOOD RE )  
INVESTMENTS, LLC, SERIES E, )  
BEECHWOOD RE INVESTMENTS, LLC, )  
SERIES F, BEECHWOOD RE )  
INVESTMENTS, LLC, SERIES G, )  
BEECHWOOD RE INVESTMENTS, LLC, )  
SERIES H, BEECHWOOD RE )  
INVESTMENTS, LLC, SERIES I, )  
BEECHWOOD TRUST NO. 1, )  
BEECHWOOD TRUST NO. 2, )  
BEECHWOOD TRUST NO. 3, )  
BEECHWOOD TRUST NO. 4, )  
BEECHWOOD TRUST NO. 5, )

BEECHWOOD TRUST NO. 6, )  
 BEECHWOOD TRUST NO. 7, )  
 BEECHWOOD TRUST NO. 8, )  
 BEECHWOOD TRUST NO. 9, )  
 BEECHWOOD TRUST NO. 10, )  
 BEECHWOOD TRUST NO. 11, )  
 BEECHWOOD TRUST NO. 12, )  
 BEECHWOOD TRUST NO. 13, )  
 BEECHWOOD TRUST NO. 14, )  
 BEECHWOOD TRUST NO. 15, )  
 BEECHWOOD TRUST NO. 16, )  
 BEECHWOOD TRUST NO. 17, )  
 BEECHWOOD TRUST NO. 18, )  
 BEECHWOOD TRUST NO. 19, )  
 BEECHWOOD TRUST NO. 20, )  
 and LINCOLN INTERNATIONAL LLC, )  
 )  
 Third-Party Defendants )  
 ----- )

**ANSWER AND AFFIRMATIVE DEFENSES  
 OF PAUL POTEAT TO THIRD PARTY COMPLAINT**

Third-Party Defendant Paul Poteat, by and through his counsel, hereby answers the Complaint of Third-Party Plaintiffs Washington National Insurance Company (“WNIC”) and Bankers Consec Life Insurance Company (“BCLIC”) as follows:

**INTRODUCTION**

470. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

471. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

472. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**JURISDICTION AND VENUE**

476. Admitted.

477. Admitted.

**THE CROSS-CLAIM AND THIRD-PARTY PLAINTIFFS**

478. The first sentence of this paragraph is admitted. With respect to the remaining allegations of this paragraph, Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**THE RACKETEERS, THE STRUCTURE OF THEIR CONSPIRACY  
AND A SAMPLE OF THEIR ROLES AND FRAUDULENT ACTS**

480. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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506. Mr. Poteat admits that he was employed by Platinum Management NY LLC, in which capacity he served as technology officer for Platinum and Beechwood entities, and therefore he or others represented himself as such. Mr. Poteat admits that he received paychecks from Platinum Management NY LLC. The remaining allegations of this paragraph are denied.

507. Mr. Poteat admits that he was employed by Platinum Management NY LLC, in which capacity he served as technology officer for Platinum and Beechwood entities, and therefore he or others represented himself as such. Mr. Poteat admits that at the direction of his superiors, he created Beechwood or BAM e-mail addresses in his capacity as technology officer for Platinum and Beechwood entities. Mr. Poteat expressly denies that creating any such e-mail addresses was made in the furtherance of any unlawful conduct or that he had knowledge of any unlawful conduct. Mr. Poteat expressly denies that he stated “it’s safe to move traders.” The remaining allegations of this paragraph are denied.

508. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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### **STATEMENT OF FACTS**

#### **A. The Start of the Conspiracy**

522. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**B. The Co-Conspirators Defraud WNIC and BCLIC**

536. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**a. Misrepresentations about the Control and Ownership of Beechwood**

538. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**b. Misrepresentations about Beechwood's Capital**

543. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**c. Misrepresentations about Beechwood's Investment Plans**

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*1. The leveraging scheme*

552. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

553. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

554. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

555. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

556. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

557. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

558. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied. With respect to footnote 19 to this paragraph, Mr. Poteat expressly denies that he ever represented himself as an “Investment Manager” or had knowledge of anyone representing himself as such. The remaining allegations of footnote 19 to this paragraph are denied, except that Mr. Poteat admits that he served as technology officer for Beechwood entities and therefore he or others represented himself as such.

559. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

560. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

561. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

2. *The false promise of safe investments*

562. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

563. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

564. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

*3. The lie about Beechwood's investment process*

565. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

566. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

567. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

4. *The lie about Levy's qualifications*

568. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

569. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

5. *The lie about "independent" valuations*

570. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

571. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**d. Misrepresentations about Beechwood Management Team**

572. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

573. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

574. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

575. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

576. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

577. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied, except that Mr. Poteat admits that he was paid and employed by Platinum Management NY LLC, in which capacity he

served as technology officer for Platinum and Beechwood entities, and therefore he or others represented himself as such. Mr. Poteat expressly denies that he ever held himself out as an “Investment Manager.”

578. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

579. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

580. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

581. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

582. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.



583. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

584. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

585. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

586. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

587. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

588. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

589. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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592. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**C. Key Provisions of the Reinsurance Agreements**

593. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

594. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

595. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

596. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

597. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

598. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

599. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

600. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

601. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

602. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

603. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**D. The Fraud Continues after the Reinsurance Agreements are Signed**

604. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

605. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

606. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

607. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

608. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

609. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

610. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**a. Continuing Misrepresentations about Ownership and Control of Beechwood**

611. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

612. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

613. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

614. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

615. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**b. Continuing Misrepresentations about Beechwood's "Capital:**

616. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

617. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

618. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

619. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

620. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

621. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

622. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

623. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

624. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

625. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

626. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.



627. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**c. Continuing Misrepresentations about Beechwood's Management Team**

628. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

629. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied, except that Mr. Poteat admits that he served as technology officer for Platinum and Beechwood entities and therefore had Beechwood and Platinum e-mail addresses.

630. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

631. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

632. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

633. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

634. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

635. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

636. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**d. Continuing Misrepresentations about How Beechwood Invested Trust Assets**

637. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

638. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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642. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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646. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied. Mr. Poteat expressly denies the he prepared or “fed” to Nordlicht or others any “position reports.”

647. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

648. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

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**E.     Secreting the Proceeds of the Racketeering Activity**

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**F. Beechwood Re's Many Breaches of the Reinsurance (and Accompanying) Agreements**

657. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**G. The Platinum House of Cards Collapses and Beechwood is Revealed as Integrated with It**

677. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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#### **H. The EDNY Indictment and SEC Complaint**

684. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**I. Beechwood Re Is Placed Into Controllership**

687. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**J. Beechwood Bermuda's Assets Are Sold**

689. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**K. Lincoln Actively Participates in the Fraud**

**a. Platinum Engages Lincoln to Further the Fraud**

691. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

*1. Lincoln Accepts Platinum Engagement as Opportunity to Gain Future Business, with Full Knowledge that Platinum and Beechwood Re Are Related*

692. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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2. *Despite an Engagement Letter with "Beechwood," Lincoln Knowingly Works for Platinum*

704. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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**b. Lincoln Knowingly Issues Valuation Reports Based on False and Misleading Information**

707. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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1. *Lincoln Knew That the Information Relied On by Beechwood Re/BAM was Deficient*

709. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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2. *Lincoln Knew That the Information Contained in Its Valuation Reports was Inaccurate*

731. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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3. *Lincoln Knew That It Was Not Operating As An Independent Agent*

736. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

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747. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

748. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

749. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

750. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

751. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

4. *Lincoln Knew That CNO Relied on Its Shame Valuation Reports*

752. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

753. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

754. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

755. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

756. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.



To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

757. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

758. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

759. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**c. Lincoln Terminates the Relationship**

760. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

761. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

762. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

763. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

764. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

765. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

766. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

767. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

768. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

769. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

770. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

771. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

772. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

773. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

774. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

775. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

776. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

777. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

778. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

779. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

780. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

781. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

782. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

783. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

**CLAIMS FOR RELIEF**

**COUNT ONE**

**Violation of Civil RICO – 18 U.S.C. § 1962(c)  
(Against Nordlicht, Huberfeld, Bodner, Feuer Family Trust,  
Taylor-Lau Family Trust, Hodgdon, Slota, Small, Leff, Manela,  
Ottensoser, Kim, Saks, Poteat, Narain, Holdings, BAM,  
BAM Administrative, BBL, BBIL, PB Investment,  
as successor-in-interest to BBIH, Beechwood Investments  
and each Series, Beechwood Trusts Nos. 1-20 and Lincoln)**

784. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

785. Admitted

786. Admitted

787. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied, except that Mr. Poteat admits that he was employed by Platinum Management NY LLC, in which capacity he served as technology officer for Platinum and Beechwood entities.

788. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

789. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

790. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

791. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

792. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

793. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

## **COUNT TWO**

**Violation of Civil RICO – 18 U.S.C. § 1962(d)  
(Against Nordlicht, Huberfeld, Bodner, Feuer Family Trust,  
Taylor-Lau Family Trust, Hodgdon, Slota, Small, Leff, Manela,  
Ottensoser, Kim, Saks, Poteat, Narain, Holdings,  
BAM,BAM Administrative, BBL, BBIL, PB Investment,  
as successor-in-interest to BBIH, Beechwood Investments  
and each Series, Beechwood Trusts Nos. 1-20 and Lincoln)**

794. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

795. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

796. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

797. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

798. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

799. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

### **COUNT THREE**

#### **Fraudulent Inducement and Fraud (Against Hodgdon, Slota, Small, Leff, Manela, Ottensoser, Kim, Saks, Poteat and Narain)**



800. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

801. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

802. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied, except that Mr. Poteat admits that he served as technology officer for Platinum and Beechwood entities and therefore he or others represented himself as such.

803. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

804. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied, except that Mr. Poteat admits that he served as technology officer for Platinum and Beechwood entities and therefore he or others represented himself as such.

805. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

806. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

807. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

#### **COUNT FOUR**

##### **Fraudulent Inducement and Fraud (Against BBL, BBIL and PB Investment, as successor-in-interest to BBIH)**

808. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

809. Count four of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

810. Count four of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

811. Count four of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

812. Count four of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

813. Count four of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

814. Count four of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

815. Count four of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

#### **COUNT FIVE**

#### **Fraudulent Misrepresentation and Omission (Against Lincoln)**

816. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

817. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

818. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

819. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

820. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

821. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

822. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

823. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

824. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

825. Count five of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

**COUNT SIX**

**Negligent Misrepresentation  
(Against Lincoln)**

826. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

827. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

828. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

829. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

830. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

831. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

832. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

833. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

834. Count six of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

#### **COUNT SEVEN**

#### **Aiding and Abetting Fraud (Against Nordlicht, Huberfeld, Bodner, Feuer Family Trust, Taylor-Lau Family Trust, Hodgdon, Slota, Small, Leff, Manela, BBL, BBIL, PB Investment, Beechwood Investments and each Series and Beechwood Trusts Nos. 1-20)**

835. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

836. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

837. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

838. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

839. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied, except that Mr. Poteat admits that (i) he was technology officer for Platinum and Beechwood entities and therefore he or others represented himself as such, and (ii) at the direction of his superiors, he created Platinum or Beechwood e-mail addresses and computer set-ups in his capacity as technology officer for Platinum and Beechwood entities.

840. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

841. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

842. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

843. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

### **COUNT EIGHT**

#### **Aiding and Abetting Fraud (Against Lincoln)**

844. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

845. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

846. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

847. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

848. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.



849. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

850. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

851. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

852. Count eight of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

### **COUNT NINE**

#### **Conspiracy to Commit Fraud (Against Lincoln)**

853. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

854. Count nine of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

855. Count nine of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

856. Count nine of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

857. Count nine of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

858. Count nine of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

859. Count nine of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

860. Count nine of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

**COUNT TEN**

**Breach of Contract  
(Against Beechwood Re)**

861. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

862. Count ten of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

863. Count ten of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

864. Count ten of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

865. Count ten of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

#### **COUNT ELEVEN**

#### **Breach of Fiduciary Duty (Against BAM, BAM Administrative, Hodgdon, Saks, Kim and Narain)**

866. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

867. Count eleven of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

868. Count eleven of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

869. Count eleven of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

870. Count eleven of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

871. Count eleven of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

872. Count eleven of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

#### **COUNT TWELVE**

**Aiding and Abetting Breaches of Fiduciary Duty  
(Against Nordlicht, Huberfeld, Bodner, Feuer Family Trust,  
Taylor-Lau Family Trust, Hodgdon, Slota, Small, Leff,  
Manela, Ottensoser, Kim, Saks, Poteat, Narain, Holdings,  
BAM, BAM Administrative, BBL, BBIL, PB Investment,  
As successor-in-interest to BBIH, Beechwood Investments  
and each Series and Beechwood Trusts Nos. 1-20)**

873. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

874. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

875. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

876. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied, except that Mr. Poteat admits that he was technology officer for Platinum and Beechwood entities, and therefore he or others represented himself as such.

877. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

878. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

879. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

### **COUNT THIRTEEN**

#### **Aiding and Breach of Fiduciary Duty (Against Lincoln)**

880. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

881. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

882. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

883. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

884. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

885. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

886. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

887. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

888. Count thirteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

**COUNT FOURTEEN**

**Fraudulent Conveyance – New York Debtor and  
Creditor Law §§ 276, 276-a, 278 and 279  
(Against BBL, BBIL and PB Investment, as successor-in-interest to BBIH)**

889. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

890. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

891. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

892. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

893. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

894. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

895. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

896. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

897. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

898. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

899. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

900. Count fourteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

**COUNT FIFTEEN**

**Fraudulent Conveyance – New York Debtor and  
Creditor Law §§ 273, 278 and/or 279**



**(Against BBL, BBIL and PB Investment, as successor-in-interest to BBIH)**

901. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

902. Count fifteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

903. Count fifteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

904. Count fifteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

905. Count fifteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

906. Count fifteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

**COUNT SIXTEEN**

**Fraudulent Conveyance – New York Debtor and  
Creditor Law §§ 274, 278 and/or 279**

**(Against BBL, BBIL and PB Investment, as successor-in-interest to BBIH)**

907. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

908. Count sixteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

909. Count sixteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

910. Count sixteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

911. Count sixteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

912. Count sixteen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

**COUNT SEVENTEEN**

**Fraudulent Conveyance – New York Debtor and  
Creditor Law §§ 275, 278 and/or 279  
(Against BBL, BBIL and PB Investment, as successor-in-interest to BBIH)**

913. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

914. Count seventeen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

915. Count seventeen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

916. Count seventeen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

917. Count seventeen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

918. Count seventeen of the complaint is not directed at Mr. Poteat and therefore the allegations in this paragraph in support thereof require no response. To the extent a response is required, the allegations are denied.

### **COUNT EIGHTEEN**

**Contribution and Indemnity  
(Against Beechwood Re, Feuer, Taylor, Levy, Beechwood Capital Group,  
Nordlicht, Huberfeld, Bodner, Feuer Family Trust,  
Taylor-Lau Family Trust, Hodgdon, Slota, Small, Leff, Manela,  
Ottensoser, Kim, Saks, Poteat, Narain, Holdings, BAM, BAM Administrative,  
Beechwood Investments and each Series,  
Beechwood Trusts Nos. 1-20 and Lincoln)**

919. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

920. Admitted.

921. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

922. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

### **COUNT NINETEEN**

**Unjust Enrichment/Constructive Trust  
(Against Nordlicht, Huberfeld, Bodner, Feuer Family Trust,  
Taylor-Lau Family Trust, Hodgdon, Slota, Small, Leff, Manela,  
Ottensoser, Kim, Saks, Poteat, Narain, Holdings, BAM,  
BAM Administrative, BBL, BBIL, PB Investment,  
As successor-in-interest to BBIH, Beechwood Investments  
and each Series, Beechwood Trusts Nos. 1-20 and Lincoln)**

923. Mr. Poteat incorporates the preceding paragraphs of this Answer as if set forth verbatim in this paragraph.

924. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

925. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat.

To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

926. Mr. Poteat denies knowledge or information sufficient to form a belief as to the truth of the allegations in this paragraph directed at individuals or entities other than Mr. Poteat. To the extent the allegations of this paragraph are directed at Mr. Poteat or state or imply that Mr. Poteat had knowledge of any unlawful conduct, such allegations are denied.

### **AFFIRMATIVE DEFENSES**

Mr. Poteat sets forth the below affirmative defenses to the Third Party Complaint of WNIC and BCLIC (the “TPC”) as follows:

#### **FIRST AFFIRMATIVE DEFENSE**

The TPC fails to state a claim, in whole or in part, upon which relief can be granted.

#### **SECOND AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, by the applicable statutes of limitations.

#### **THIRD AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, by the doctrine of laches.

#### **FOURTH AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, by the doctrine of estoppel.

#### **FIFTH AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, by the doctrine of waiver.

#### **SIXTH AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, by the *in pari delicto* doctrine.

#### **SEVENTH AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, by the doctrine of unclean hands.

**EIGHTH AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, by WNIC's and BCLIC's failure to mitigate, minimize or avoid any alleged damages.

**NINTH AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, because Mr. Poteat at all times acted in good faith.

**TENTH AFFIRMATIVE DEFENSE**

The TPC is barred, in whole or in part, because it fails to plead claims against Mr. Poteat with the specificity required under Fed. R. Civ. P. 9(b).

Dated: May 15, 2019  
New Haven, Connecticut

THIRD-PARTY DEFENDANT PAUL  
POTEAT,

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*-His Attorney-*