

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

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

WILLIAM E. MAPP, III,
WARREN K. PAXTON, JR.,
CALEB J. WHITE, and
SERVERGY, INC.

Defendants.

:

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Civ. Action No. 4:16-cv-00246

**DECLARATION OF MATTHEW T. MARTENS IN SUPPORT OF
DEFENDANT WARREN K. PAXTON, JR.'S MOTION TO COMPEL
PRODUCTION OF DOCUMENTS AND ANSWER TO INTERROGATORY
FROM PLAINTIFF SECURITIES AND EXCHANGE COMMISSION**

I, Matthew T. Martens, declare and state as follows:

1. I am an attorney licensed to practice law in the District of Columbia. I am a partner at Wilmer Cutler Pickering Hale and Dorr LLP, counsel for Warren K. Paxton, Jr. in the above-captioned case. I make this Declaration to the best of my knowledge, information, or belief and in Support of Defendant Warren K. Paxton, Jr.'s Motion to Compel Production of Documents and Answer to Interrogatory from Plaintiff Securities and Exchange Commission ("SEC").

2. The SEC has provided in discovery a copy of the Formal Order of Investigation authorizing the investigation that led to the filing of the instant matter against Mr. Paxton and others. The Formal Order of Investigation is dated August 27, 2013.

3. On December 17, 2014, the SEC took Mr. Paxton's testimony pursuant to subpoena and under oath as part of the above-referenced investigation.

4. During the course of discovery in this matter, Mr. Paxton requested of the SEC copies of all transcripts of testimony by individuals in the SEC's investigation. In response, Mr. Paxton received from the SEC only the transcripts of Mr. Mapp's and Mr. Paxton's testimony.

5. On June 25, 2016, Mr. Paxton served on the SEC his First Request for Production of Documents and Things to Plaintiff Securities and Exchange Commission. A true and correct copy of that document is attached as Exhibit A.

6. On July 19, 2016, Mr. Paxton served on the SEC his First Interrogatory to Plaintiff Securities and Exchange Commission. A true and correct copy of that document is attached as Exhibit B.

7. On July 22, 2016, Mr. Paxton served subpoenas *duces tecum* on Messrs. Cook and Hochberg.

8. During a telephonic meet and confer with counsel for the SEC held on October 21, 2016, the SEC confirmed that Mr. Cook was re-interviewed, again off the record, subsequent to the filing of the initial Complaint.

9. During a telephonic meet and confer held with counsel for the SEC on December 6, 2016, counsel for the SEC objected to the production of the requested witness interview materials on work product protection grounds, stating that “showing the direction that we steered him with our questions would give away our strategy.”

10. Attached as Exhibit C is a true and correct copy of Plaintiff’s Supplemental Response to Defendant Warren K. Paxton, Jr.’s First Interrogatory, dated August 25, 2016.

11. Attached as Exhibit D is a compact disc containing a recording [REDACTED]
[REDACTED]

12. Attached as Exhibit E is a compact disc containing a recording [REDACTED]
[REDACTED]

13. Attached as Exhibit F is a true and correct copy of the SEC’s privilege log sent with its August 5, 2016 production.

14. Attached as Exhibit G is a true and correct copy of Plaintiff’s Objection and Response to Defendant Paxton’s Second Set of Interrogatories, dated November 23, 2016.

15. Attached as Exhibit H is a true and correct copy of an email from Terry Jacobson to Matthew Martens, dated December 2, 2016.

I declare under penalty of perjury that the foregoing is true and correct. Executed this day, December 14, 2016 in Washington, D.C.

Respectfully submitted,

/s/ Matthew T. Martens

Matthew T. Martens

(Lead Counsel)

D.C. Bar No. 1019099

Wilmer Cutler Pickering Hale and Dorr LLP

1875 Pennsylvania Ave. NW

Washington, DC 20006

Tel: (202) 663-6000

Fax: (202) 663-6363

Matthew.Martens@wilmerhale.com

Attorney for Defendant Warren K. Paxton, Jr.

REDACTED

EXHIBIT A

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

SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff,	:	
	:	
v.	:	
	:	Civ. Action No. 4:16-cv-00246
WILLIAM E. MAPP, III,	:	
WARREN K. PAXTON, JR.,	:	
CALEB J. WHITE, and	:	
SERVERGY, INC.,	:	
	:	
Respondents.	:	
	:	

**DEFENDANT PAXTON’S FIRST REQUEST FOR
PRODUCTION OF DOCUMENTS AND THINGS TO
PLAINTIFF SECURITIES AND EXCHANGE COMMISSION**

Pursuant to Federal Rule of Civil Procedure 34, defendant Warren K. Paxton, Jr. requests that plaintiff Securities and Exchange Commission produce the following documents within thirty (30) days of the service of this request.

DEFINITIONS AND INSTRUCTIONS

A. The term “document” as used in this Request is synonymous in meaning and equal in scope to this term as used in Federal Rule of Civil Procedure 34(a) and includes, without limitation, tangible things and any information-containing paper or other medium or materials whether handwritten, printed, recorded, filmed, or produced by any other mechanical, chemical, or electronic process, including e-mail, whether or not asserted to be privileged or immune from discovery, and whether a draft, original, or copy, including any notes or marginal notations

appearing on any document, including self-stick removable notes.

B. “Commission,” “you,” or “your” means the Securities and Exchange Commission and all officers, directors, employees, agents, attorneys, representatives, and all other persons acting or purporting to act or that have acted or purported to have acted on behalf of any of the foregoing.

C. “Person” means any natural person or any business, legal, or governmental entity or association and the officers, directors, employees, agents, and attorneys thereof.

D. The terms “related to” and “relating to” include “refer to,” “summarize,” “reflect,” “constitute,” “contain,” “embody,” “mention,” “show,” “comprise,” “evidence,” “discuss,” “describe,” and “comment upon.”

E. The words “and” and “or” shall be construed conjunctively or disjunctively, whichever makes the request more inclusive, and “any” shall mean each and every.

F. “Concerning” shall mean referring to, relating to, describing, evidencing, or constituting.

G. This Request is continuing in nature. Any document or thing found to be responsive to the Request subsequent to an initial response must be supplied by supplemental response in accordance with Federal Rule of Civil Procedure 26(e).

H. If the Commission contends that any document requested to be produced is protected from discovery by the attorney-client privilege, work product immunity, or some other privilege or immunity, please identify each such document with at least the following information:

- (1) a description of the type of document, *i.e.*, “letter,” “memorandum,” “report,” “e-mail,” “miscellaneous note,” etc.;

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- (2) the date, and if no date appears thereon, the date or approximate date upon which the document was prepared;
- (3) the name of the person(s) who signed the document and the name of the person or persons who prepared the document if different from the signers;
- (4) the organization, if any, with which each signer or preparer was then connected;
- (5) the names and addresses of all recipients;
- (6) the names and addresses of all other persons to whom the document was distributed;
- (7) the names and addresses of all attorneys involved in the preparation or receipt of document, if the attorney-client privilege or work product immunity is claimed as to the document;
- (8) a brief description of the subject matter;
- (9) a statement of the grounds for refusal to produce the document; and
- (10) produce any non-privileged portion of such document with the portion claimed to be privileged redacted.

I. Produce all documents in electronic format. Convert or process all scanned paper, email and native file collections to TIFF files, and include fully searchable text (e.g. OCR) and accompanying Concordance load files. Email and native files should also include linked native files. Load files should include, at a minimum, the following fields: BegBates (Beginning Bates number); EndBates (Ending Bates number); BegAttach (Beginning Bates number of attachment(s)); EndAttach (Ending Bates number of attachment(s)); Custodian; From; To; CC; BCC; Subject; Date Sent; Time Sent; Native Link; Author; Date Created; Time Created; Date Last Modified; and Time Last Modified.

DOCUMENTS TO BE PRODUCED

REQUEST NO. 1

Any and all documents concerning the Commission investigation known as *In the Matter of Servergy, Inc.*, FW-03828-A, including, without limitation, the formal order of investigation, documents produced to the Commission by third parties, investigation hearing transcripts, subpoenas, document requests, correspondence, white papers or Wells submissions, interview notes, and communications with any third parties, including any witnesses or their counsel.

REDACTED

Dated: June 25, 2010

Respectfully submitted,

/s/ William B. Mateja

William B. Mateja
Texas Bar No. 13185350
Polsinelli LLP
2950 N. Harwood
Suite 2100
Dallas, TX 75201
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Matthew T. Martens*
(Lead Counsel)
D.C. Bar No. 1019099
Jaclyn N. Moyer*
D.C. Bar No. 492284
Kevin Gallagher*
D.C. Bar No. 1031415
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1875 Pennsylvania Ave. NW
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Tel: (202) 663-6000
Fax: (202) 663-6363
Matthew.Martens@wilmerhale.com

**Pro hac vice applications pending*

J. Mitchell Little
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Frisco, TX 75034
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Fax: (214) 472-2150
Mitch.Little@solidcounsel.com

Attorneys for Defendant Warren K. Paxton, Jr.

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

----- :
SECURITIES AND EXCHANGE :
COMMISSION, :
 :
Plaintiff, :
 :
v. :
 :
Civ. Action No. 4:16-cv-00246
WILLIAM E. MAPP, III, :
WARREN K. PAXTON, JR., :
CALEB J. WHITE, and :
SERVERGY, INC., :
 :
Respondents. :
 :

CERTIFICATE OF SERVICE

I certify that on the date set forth below Defendant Paxton's First Request for Production of Documents and Things to Plaintiff Securities and Exchange Commission was served by e-mail on the persons identified below:

Matthew J. Gulde Jessica B. Magee Samantha S. Martin U.S. Securities and Exchange Commission 801 Cherry Street, Unit 18 Fort Worth, TX 76102 Email: guldem@sec.gov <i>Attorneys for Plaintiff SEC</i>	Jason S. Lewis David W. Klaudt Greenberg Traurig, LLP 2200 Ross Avenue Suite 5200 Dallas, TX 75201 Email: lewisjs@gtlaw.com <i>Counsel for Defendant William E. Mapp, III</i>
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Date: June 25, 2016

/s/ William B. Mateja

REDACTED

EXHIBIT B

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

SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff,	:	
	:	
v.	:	
	:	Civ. Action No. 4:16-cv-00246
WILLIAM E. MAPP, III,	:	
WARREN K. PAXTON, JR.,	:	
CALEB J. WHITE, and	:	
SERVERGY, INC.,	:	
	:	
Respondents.	:	
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**RESPONDENT PAXTON’S FIRST INTERROGATORY TO
PLAINTIFF SECURITIES AND EXCHANGE COMMISSION**

Pursuant to Rule 33 of the Federal Rules of Civil Procedure, respondent Warren K. Paxton, Jr. hereby requests that plaintiff Securities and Exchange Commission respond in writing and under oath to the following Interrogatory. This Interrogatory is to be answered fully, in writing, and under oath and served upon counsel for respondent within thirty (30) days from the date hereof, at the offices of Wilmer Cutler Pickering Hale and Dorr LLP, 1875 Pennsylvania Avenue, N.W., Washington, D.C. 20006, or at such other time and place as may be mutually agreed upon by the parties.

DEFINITIONS

A. “SEC,” “Commission,” “you,” or “your” means the U.S. Securities and Exchange Commission and all officers, directors, employees, agents, attorneys, representatives, and all

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other persons acting or purporting to act or that have acted or purported to have acted on behalf of any of the foregoing.

B. “Mr. Paxton” refers to respondent Warren K. Paxton, Jr.

C. The terms “and” and “or” are to be construed both conjunctively and disjunctively, and each includes the other wherever a dual construction will serve to bring within the scope of these requests any responses that would otherwise not be brought within their scope.

D. The term “any,” as used herein, shall be construed to mean “any and all.”

E. The term “Plaintiff’s Initial Disclosures” shall mean the Plaintiff’s Initial Disclosures dated July 15, 2016, and any subsequent supplements thereto.

INSTRUCTIONS

A. The answer to this Interrogatory should include such information that is within your custody, possession, or control, including but not limited to your own knowledge and documents and the knowledge and documents of your consultants, advisors, attorneys, and other agents or representatives.

B. If you cannot answer the Interrogatory in full, answer it to the fullest and most complete extent possible, explain why you cannot answer the remainder, state the nature of the information or knowledge you cannot furnish, and state whatever information or knowledge you have concerning the unanswered portion.

C. If you withhold any of the requested information under a claim of privilege or other protection, provide a log of the information withheld sufficient to evaluate the privilege claimed that, at a minimum, separately identifies: (1) all persons who know the information or participated in any conversation about or consideration of the information, and each such person’s job title, last known address and telephone number, and whether such person is an

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attorney; (2) the basis of any privileged claim; and (3) a description of the subject matter of the information.

D. If in answering the Interrogatory you claim any ambiguity exists in either the Interrogatory or an applicable definition or instruction, identify in your response the language you consider ambiguous and state the interpretation you are using in responding.

E. This Interrogatory is continuing in nature. Any further or different information obtained subsequent to an initial response should be supplied by supplemental response in accordance with Federal Rules of Civil Procedures 26(e).

INTERROGATORY

INTERROGATORY NO. 1

Describe in detail (including the date, SEC personnel to whom the statement was made, persons present, and content of) each and every statement made to the SEC by each of the individuals identified in Plaintiff's Initial Disclosures as someone solicited or recruited by Mr. Paxton to invest in Servergy, Inc.

RESPONSE:

REDACTED

Dated: July 19, 2016

Respectfully submitted,

/s/ Matthew T. Martens

Matthew T. Martens (*pro hac vice*)

(Lead Counsel)

D.C. Bar No. 1019099

Jaclyn N. Moyer (*pro hac vice*)

D.C. Bar No. 492284

Kevin Gallagher (*pro hac vice*)

D.C. Bar No. 1031415

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Mitch.Little@solidcounsel.com

Attorneys for Respondent Warren K. Paxton, Jr.

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

----- :
SECURITIES AND EXCHANGE :
COMMISSION, :
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Plaintiff, :
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v. :
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WILLIAM E. MAPP, III, : Civ. Action No. 4:16-cv-00246
WARREN K. PAXTON, JR., :
CALEB J. WHITE, and :
SERVERGY, INC., :
 :
Respondents. :
 :

CERTIFICATE OF SERVICE

I certify that on the date set forth below Respondent Paxton's First Interrogatory to Plaintiff Securities and Exchange Commission was served by e-mail on the persons identified below:

Matthew J. Gulde Jessica B. Magee Samantha S. Martin U.S. Securities and Exchange Commission 801 Cherry Street, Unit 18 Fort Worth, TX 76102 Email: guldem@sec.gov <i>Counsel for Plaintiff SEC</i>	Jason S. Lewis David W. Klaudt Greenberg Traurig, LLP 2200 Ross Avenue Suite 5200 Dallas, TX 75201 Email: lewisjs@gtlaw.com <i>Counsel for Respondent William E. Mapp, III</i>
--	--

Date: July 19, 2016

/s/ Matthew T. Martens

REDACTED

EXHIBIT C

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

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

**WILLIAM E. MAPP, III,
WARREN K. PAXTON, JR.,
CALEB J. WHITE, and
SERVERGY, INC.**

Defendants.

Civil Action No.: 4:16-cv-00246

JURY TRIAL DEMANDED

**PLAINTIFF'S SUPPLEMENTAL RESPONSE TO DEFENDANT
WARREN K. PAXTON, JR.'S FIRST INTERROGATORY**

Plaintiff Securities and Exchange Commission ("Commission") submits the following supplemental response and objections to Defendant Warren K. Paxton, Jr.'s First Interrogatory to Plaintiff.

GENERAL OBJECTIONS

These objections and supplemental response are made on the basis of information known to the Commission and are made without waiving any further objections to, or admitting the relevance or materiality of, any of the information requested. The Commission's preparations for trial are ongoing and all answers are provided without prejudice to its right to introduce or object to the discovery of any documents, facts, or information discovered hereafter. The Commission objects to the definitions and instructions used by Defendants to the extent those definitions and instructions purport to require more of the Commission than is required by the

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Federal Rules of Civil Procedure. Where the Commission has identified documents in support of one or more of its responses, it hereby adopts and incorporates each and every such document into its responses to all other Requests which each such document may provide support. The Commission reserves the right to amend or supplement its objections and response to this Interrogatory in accordance with the Federal Rules of Civil Procedure.

**OBJECTIONS AND SUPPLEMENTAL
RESPONSE TO INTERROGATORY**

INTERROGATORY NO. 1

Describe in detail (including the date, SEC personnel to whom the statement was made, persons present, and content of) each and every statement made to the SEC by each of the individuals identified in Plaintiff's Initial Disclosures as someone solicited or recruited by Mr. Paxton to invest in Servergy, Inc.

RESPONSE:

After objection by the Commission, the parties agreed that any disclosure, through interrogatory response or document production, of the identity of any witnesses contacted and the dates of such contact with the SEC prior to April 11, 2016 will not serve as the basis for any argument by Mapp or Paxton that the SEC (1) has waived work product protection or (2) has any ongoing obligation to disclose contact with potential witnesses. Subject to this agreement, the Commission identifies the following communications:

January 6, 2015 interview with Byron Cook

March 12, 2015 interview with Joel Hochberg

REDACTED

Dated: August 25, 2016.

Respectfully submitted,

/s/ Matthew J. Gulde

Matthew J. Gulde
Illinois Bar No. 6272325
Timothy L. Evans
Texas Bar No. 24065211
Jessica B. Magee
Texas Bar No. 24037757
Samantha S. Martin
Texas Bar No. 24065090
U.S. Securities and Exchange Commission
Fort Worth Regional Office
Burnett Plaza, Suite 1900
801 Cherry Street, Unit #18
Fort Worth, TX 76102-6882
(817) 978-1410
(817) 978-4927 (fax)
guldem@sec.gov

VERIFICATION

I am an attorney employed with the U.S. Securities and Exchange Commission and am authorized to sign this Response. I affirm pursuant to 28 U.S.C. Section 1746 that I have read the foregoing Response, and that it is true to the best of my knowledge, information and belief, based on my participation in the Commission's investigation leading to the filing of this action and my review of the materials specifically identified in this Response.

Dated: August 25, 2016

/s/ Matthew J. Gulde

Matthew J. Gulde

REDACTED

CERTIFICATE OF SERVICE

I certify that on August 25, 2016, I served the foregoing *Plaintiff's Supplemental Response to Defendant Warren K. Paxton, Jr.'s First Interrogatory*, by the means indicated.

Via Email and UPS

Matthew T. Martens
Jaclyn N. Moyer
Kevin Gallagher
Wilmer Cutler Pickering Hale and Dorr LLP
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Matthew.Martens@wilmerhale.com

Via Email

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Via Email

J. Mitchell Little
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Attorneys for Defendant Warren K. Paxton, Jr.

Via Email and UPS

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klaudtd@gtlaw.com

Attorneys for Defendant William E. Mapp, III

/s/ Matthew J. Gulde
Matthew J. Gulde

REDACTED

EXHIBIT D

(Audio recording

[REDACTED]
[REDACTED]

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REDACTED

EXHIBIT E

(Audio recording

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REDACTED

EXHIBIT F

REDACTED

SEC v. Mapp - SEC Privilege Log

No.	Beginning Dates	End Dates	Document Date	Document Description	Sender	Recipient(s)	Privilege(s) Asserted	Basis for privilege(s)
1	SEC-FW-3828-001057	SEC-FW-3828-001059	05/30/14	Request for Access to SEC investigative file	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	SEC staff	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
2	SEC-FW-3828-001055	SEC-FW-3828-001056	06/04/14	Letter granting access to SEC investigative file	SEC staff	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
3	SEC-FW-3828-001036	SEC-FW-3828-001040	12/22/14	Request for Access to SEC investigative file	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	SEC staff	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
4	SEC-FW-3828-001029	SEC-FW-3828-001030	01/15/15	Letter granting access to SEC investigative file	SEC staff	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
5	SEC-FW-3828-001041	SEC-FW-3828-001042	01/07/15	Request for Access to SEC investigative file	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	SEC staff	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
6	SEC-FW-3828-001062	SEC-FW-3828-001062	01/08/15	Letter granting access to SEC investigative file	SEC staff	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
7	SEC-FW-3828-001051	SEC-FW-3828-001052	05/05/15	Request for Access to SEC investigative file	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	SEC staff	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
8	SEC-FW-3828-001060	SEC-FW-3828-001060	05/06/15	Letter granting access to SEC investigative file	SEC staff	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
9	SEC-FW-3828-001027	SEC-FW-3828-001028	07/17/15	Request for Access to SEC investigative file	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	SEC staff	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
10	SEC-FW-3828-001025	SEC-FW-3828-001026	07/29/15	Letter granting access to SEC investigative file	SEC staff	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
11	SEC-FW-3828-001063	SEC-FW-3828-001064	08/20/15	Request for Access to SEC investigative file	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	SEC staff	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
12	SEC-FW-3828-001035	SEC-FW-3828-001035	08/21/15	Letter granting access to SEC investigative file	SEC staff	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
13	SEC-FW-3828-001033	SEC-FW-3828-001034	09/09/15	Request for Access to SEC investigative file	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	SEC staff	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
14	SEC-FW-3828-001031	SEC-FW-3828-001032	09/22/15	Letter granting access to SEC investigative file	SEC staff	Federal agency, State securities and law enforcement authority, self-regulatory organization, or the Public Company Accounting Oversight Board	Law enforcement / investigative privilege Attorney Work Product	The requesting entity has or may assert a privilege which remains intact on transmission to the SEC under Section 24(f)(3) of the Exchange Act
15	n/a	n/a	Various	Investigative notes, internal memoranda, legal research	n/a	n/a	Attorney Work Product Law enforcement/investigative privilege Deliberative process privilege	Documents that represent attorney opinions, impressions, legal strategy, investigative techniques and strategy, and internal pre-decisional recommendations related to official decisions
16	n/a	n/a	05/06/14	Complaint filed with SEC	Withheld	SEC staff	Informant privilege	Document that would disclose the identity of a person who furnished information regarding violations of law

REDACTED

EXHIBIT G

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

SECURITIES AND EXCHANGE COMMISSION,)

Plaintiff,)

v.)

WILLIAM E. MAPP, III,)
WARREN K. PAXTON, JR.,)
CALEB J. WHITE, and)
SERVERGY, INC.)

Defendants.)

Civil Action No.: 4:16-cv-00246

JURY TRIAL DEMANDED

PLAINTIFF'S OBJECTION AND RESPONSE TO
DEFENDANT PAXTON'S
SECOND SET OF INTERROGATORIES

To: Defendant Warren K. Paxton, Jr., by and through his attorney, Matthew T. Martens, Wilmer Cutler Pickering Hale and Dorr LLP, 1875 Pennsylvania Avenue, N.W., Washington, D.C. 20006.

Pursuant to Rule 33 of the Federal Rules of Civil Procedure, Plaintiff Securities and Exchange Commission submits the following objections and responses to Defendant Warren K. Paxton, Jr.'s Second Set of Interrogatories to Plaintiff.

GENERAL OBJECTIONS

These objections and responses are made on the basis of information known to the Commission and are made without waiving any further objections to, or admitting the relevance or materiality of, any of the information requested. The Commission's preparations for trial are ongoing and all answers are provided without prejudice to its right to introduce or object to the discovery of any documents, facts, or

REDACTED

information discovered hereafter. The Commission objects to these interrogatories to the extent that they impermissibly request Plaintiff to marshal all of its evidence at this early stage of the litigation while discovery is ongoing. The Commission further objects to the definitions and instructions used by Defendants to the extent those definitions and instructions purport to require more of the Commission than is required by the Federal Rules of Civil Procedure. Where the Commission has identified documents in support of one or more of its responses, it hereby adopts and incorporates each and every such document into its responses to all other Requests which each such document may provide support. The Commission reserves the right to amend or supplement its objections and responses to this Interrogatory in accordance with the Federal Rules of Civil Procedure.

OBJECTIONS AND RESPONSES TO INTERROGATORIES

INTERROGATORY NO. 2

Identify any and all evidence that supports the allegation in paragraph 78 of the Amended Complaint that “Investor 1 informed Paxton of the investment group’s established purpose, policies, and practices, and expressly told Paxton that members participating in an investment deal take the same risk and receive the same benefit; that the member who introduces an investment opportunity typically acts as point person for that opportunity going forward; and that no one member makes money or otherwise benefits off of the investment of another member.” To the extent the evidence includes a witness statement, identify the date of and participants in any and all interviews in which the witness conveyed that information to the SEC.

RESPONSE: Plaintiff objects to this Interrogatory to the extent that it seeks disclosure, production, or identification of privileged or work product materials, and states that it is withholding attorney notes and mental impressions made by Commission attorneys in connection

with deliberative selections regarding the identification and gathering of information and evidence from individuals, including potential witnesses, in anticipation of, and during, this litigation.

The parties have agreed that any disclosure, through interrogatory response or document production, of the identity of any witnesses contacted, and the dates of such contact with Plaintiff, prior to April 11, 2016 will not serve as the basis for any argument by Defendants that Plaintiff has waived work product protection or has any obligation to disclose contact with potential witnesses.

Subject to these objections and agreements, the Commission identifies the following evidence that supports the allegation in paragraph 78 of the Amended Complaint that “Investor 1 informed Paxton of the investment group’s established purpose, policies, and practices, and expressly told Paxton that members participating in an investment deal take the same risk and receive the same benefit; that the member who introduces an investment opportunity typically acts as point person for that opportunity going forward; and that no one member makes money or otherwise benefits off of the investment of another member.”:

- The interviews of Byron Cook on December 22, 2014,¹ and Joel Hochberg on March 12, 2015;

■ [REDACTED] ■
[REDACTED]

- Paxton’s investigative testimony to the Commission;

¹ In its August 24, 2016 Supplemental Response to Paxton’s First Interrogatory, the Commission mistakenly listed this date as January 6, 2015, and hereby amends its Response to state that the Commission interviewed Byron Cook on December 22, 2014.

REDACTED

- Paxton's various characterizations of the commission he received from Servergy;
- The letters from members of the investment group requesting information regarding these commissions and Paxton's lack of response;
- Paxton's communications to Mapp stating that he would act as the primary contact for the investment group; and
- Anticipated testimony from investment group members.

INTERROGATORY NO. 3

Identify any and all evidence that supports the allegation in paragraph 101 of the Amended Complaint that Mr. Paxton "solicited S3 Group members for whom he was at the time also performing legal services." To the extent the evidence includes a witness statement, identify the date of and participants in any and all interviews in which the witness conveyed that information to the SEC.

RESPONSE: The Commission objects to the compound nature of the interrogatory, which asks for evidence supporting both Paxton's solicitation of multiple S3 Group members and his performance of legal services.

Subject to this objection, the Commission states that the performance of legal services is evidenced by:

- Paxton's testimony before the Commission;
- Paragraph 83 of the Amended Complaint sets out legal services performed by Paxton for S3 Group members during the relevant period. Documents evidencing the formation of the entities referenced in paragraph 83 can be found in the publicly available records held by the Texas Secretary of State, which can be obtained through their website at <http://www.sos.state.tx.us>; and


- Paragraph 83 of the Amended Complaint also references a July 27, 2011 email that suggests he was performing legal services, previously produced to the Commission by Paxton at Bates No. PAXT_000073.

The solicitation of the S3 group members is evidenced by:

- Paxton's testimony before the Commission;
- the September 12, 2011 email between Paxton and Mapp, discussed in paragraph 111 of the Complaint, that references S3 Group members as individuals that Paxton had solicited, previously produced to the Commission by Paxton at Bates No. PAXT_001462;
- [REDACTED];
and
- Servergy's list of shareholders, previously produced in native format under Bates No. SERVERGY-2-00457.

Dated: November 23, 2016

Respectfully submitted,



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ATTORNEYS FOR PLAINTIFF

VERIFICATION

I am an attorney employed with the U.S. Securities and Exchange Commission and am authorized to sign this Response. I affirm pursuant to 28 U.S.C. Section 1746 that I have read the foregoing Response, and that it is true to the best of my knowledge, information and belief, based on my participation in the Commission's investigation leading to the filing of this action and my review of the materials specifically identified in this Response.

Dated: November 23, 2016

/s/ Matthew J. Gulde
Matthew J. Gulde

CERTIFICATE OF SERVICE

I certify that on November 23, 2016, Plaintiff's Responses to Defendant Paxton's Second Set of Interrogatories was served by e-mail and on the persons identified below:

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REDACTED

EXHIBIT H

REDACTED

From: Terry Jacobson <tljacobson@sbcglobal.net>
Date: December 2, 2016 at 5:05:10 PM EST
To: "Martens, Matthew T." <Matthew.Martens@wilmerhale.com>
Cc: <amore@CCSB.com>, "Neal J. Suit" <nsuit@CCSB.com>
Subject: Cook and Hochberg Subpoenas

Matt

I write in response to your letter of November 30, 2016.

In lieu of producing phone records, we agreed to send you (via e-mail) the phone numbers for Byron Cook and Joel Hochberg. I will do it by separate email, probably on Monday and subject to the Protective Order we discussed.

We will be reproducing Mr. Cook's file on Servergy, including tabs that were part of the file but were apparently omitted from the original production. I will get it mailed today or Monday at the latest.

We understand your request for a categorical privilege log has been put aside for the time being.

We will make a good faith effort to provide a list of investment projects (as opposed to, for example, miscellaneous public stock investments) in which several of Byron Cook, Kay Cook, Joel Hochberg, Robert Griggs, William Sandford, Ken Paxton, BK Cook Family Limited Partnership, L.P., and BCC & HKC, LLC participated in the past. The list will, to the extent it can, identify the entity that (if any) was involved. Our ability to generate this list is limited by the recollection of our clients and the readily accessible documents retained by our clients that memorialize such matters. As we previously mentioned, many of the documents related to older transactions are likely not available or readily available. Therefore, the best chance of finding anything will involve transactions entered into over the last 3-7 years or so.

We didn't discuss this, but I would like to put an ending date on the list we are preparing and described above. They might be thinking about an investment today, I don't know. We will use April 15, 2016 as an end date for purposes of this search. If there is a disagreement as to the end date, we can discuss it further.

For those transactions on the list mentioned above, to the extent we have not already produced private placement memoranda, membership agreements, and similar documents for such investment projects, we will make a good faith effort to collect and provide such documents as are reasonably available.

With regard to your requests related to our clients' broker relationships, we have confirmed that Mr. Cook and Mr. Hochberg did not consider Mr. Paxton to be their broker, provided this is not intended to be a comment or opinion as to whether Mr. Paxton did in fact act as a broker under Federal or Texas law. We will leave that for the lawyers and Judge to deal with. And, given that, it is my understanding that we do not need to produce (or disagree with you about whether to produce) brokerage agreements.

REDACTED

And, as we discussed, the term “group” may be a little ambiguous, at least to me. So, without knowing whether that term has any legal significance, let me explain what I believe the facts will be and the lawyers and Judge can decide what the facts may mean. There was no formal group that existed. Instead, there was an ad hoc arrangement where, from time to time, good friends might invest in the same transaction—or were at least offered the opportunity to invest in the same transaction. The persons who invested differed from transaction to transaction, and the length of time they had invested all differed from person to person. Mr. Hochberg and Mr. Cook go back 25 or so years. Other people were involved at different times. General Paxton’s involvement was more recent. At various times, people who participated in a transaction or transactions might include Mr. Cook, Mr. Hochberg, Mr. Griggs, Mr. Sandford, General Paxton and perhaps a host of other people. It differed from transaction to transaction.

I will get Alex to put together a standard Protective Order that covers this information and the documents already produced.

I believe this memorializes our discussions. If I have overlooked anything, please feel free to contact me. Thank you for your courtesies.

Sincerely,

Terry Jacobson

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