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Samantha Nelson f/k/a Samantha Kumbaleck,  
Kristofer Nelson, Vikram Dadlani, and Jane Doe Dadlani*

**IN THE SUPERIOR COURT OF THE STATE OF ARIZONA  
IN AND FOR THE COUNTY OF MARICOPA**

PETER S. DAVIS, as Receiver of DENSCO  
INVESTMENT CORPORATION, an Arizona  
corporation,

Plaintiff,

v.

U.S. BANK, N.A., a national banking  
organization; HILDA H. CHAVEZ and JOHN  
DOE CHAVEZ, a married couple;  
JPMORGAN CHASE BANK, N.A., a national  
banking organization; SAMANTHA NELSON  
f/k/a SAMANTHA KUMBALECK and  
KRISTOFER NELSON, a married couple; and  
VIKRAM DADLANI and JANE DOE  
DADLANI, a married couple,

Defendants.

NO. CV2019-011499

**DEFENDANTS JPMORGAN  
CHASE BANK, N.A.,  
SAMANTHA NELSON F/K/A  
SAMANTHA KUMBALEK,  
KRISTOFER NELSON, VIKRAM  
DADLANI, & JANE DOE  
DADLANI'S NINETEENTH  
SUPPLEMENTAL RULE 26.1  
DISCLOSURE STATEMENT**

(Assigned to the Hon. Dewain D.  
Fox)

Defendants JPMorgan Chase Bank, N.A. (“Chase”), Samantha Nelson, Kristofer Nelson, Vikram Dadlani, and Jane Doe Dadlani (collectively, the “Chase Defendants”) hereby furnish their **Nineteenth** Supplemental Rule 26.1 Disclosure Statement. This supplemental disclosure statement is based upon information currently known to the Chase Defendants and reasonably believed to be relevant. The Chase Defendants reserve the right to supplement this disclosure statement in the event additional information becomes known as the result of ongoing discovery or otherwise. Moreover, if any part of this disclosure statement is used in any way in connection with this matter, the Chase Defendants reserve all objections and state that, at the time this disclosure statement was prepared, the case was in the early stages of discovery. New information is in **bold type**.

#### **I. FACTUAL BASES OF THE CHASE DEFENDANTS’ DEFENSES**

This lawsuit was brought by Plaintiff Peter S. Davis as receiver (the “Receiver”) on behalf of DenSco Investment Corporation (“DenSco”) and concerns DenSco’s involvement in a real estate loan fraud perpetrated by Scott Menaged (“Menaged”). The essence of DenSco’s case against the Chase Defendants, as alleged in the Third Amended Complaint, is that Menaged maintained bank accounts for his business at Chase for part of the time (2014 and 2015) he was defrauding DenSco, and, therefore, Chase and two of its branch bankers must have known of the fraud and aided it. In addition, DenSco alleges that Menaged, Castro and “others” engaged in theft, money laundering, and a scheme or artifice to defraud by DenSco. DenSco further alleges that Nelson and Dadlani, as Chase employees, are vicariously liable for Menaged’s racketeering because they “authorized, ratified, and recklessly tolerated” Menaged and Castro’s conduct.

The Chase Defendants possess a variety of meritorious defenses to this claim, including: (a) the Receiver lacks standing to bring this claim; (b) the claim is barred by the statute of limitations; (c) the Receiver cannot satisfy a number of the elements necessary to sustain an aiding and abetting fraud claim or a civil racketeering claim; and (d) and several additional affirmative defenses pleaded in the Chase Defendants’ answers. Below, the Chase Defendants describe the facts currently known to them that support

1 each category of defense.

2 **A. Facts Supporting a Lack of Standing Defense**

3 In the Order Appointing Receiver (“Appointment Order”), the Maricopa County  
4 Superior Court defined the “Receivership Assets” as “the assets monies, securities, choses  
5 in action, and properties, real and personal, tangible and intangible, of whatever kind and  
6 description, wherever situated, of [DenSco].” In keeping, the Appointment Order  
7 authorizes the Receiver “to institute [] actions or proceedings [] as may in his discretion  
8 be advisable or proper for the protection of the Receivership Assets or proceeds  
9 therefrom, and to institute [or] prosecute [] such actions or proceedings [] as may in his  
10 judgment be necessary or proper for the collection, preservation and maintenance of the  
11 Receivership Assets.”

12 In other words, the Appointment Order authorizes the Receiver to bring claims  
13 that belong to the actual entity in receivership: DenSco. The Receiver, as a matter of both  
14 fact and law, steps into the shoes of DenSco. The Appointment Order does not authorize  
15 the Receiver to bring claims that belong to *investors* in DenSco. The fraud allegedly  
16 perpetrated by Menaged did not, in fact, tortiously injure DenSco as a company. To the  
17 contrary, the Third Amended Complaint makes clear that DenSco, as operated by its sole  
18 owner, shareholder, and operator, Denny Chittick (“Chittick”), was a participant in the  
19 alleged fraud—not a victim. Because DenSco participated in the scheme for its own  
20 benefit, it does not have standing nor the ability to bring a claim against Chase. And,  
21 because the Receiver is authorized only to bring claims on behalf of DenSco, and not  
22 DenSco’s investors, he too lacks standing.

23 **B. Facts Supporting a Statute of Limitations Defense**

24 The statute of limitations for a claim of aiding and abetting in Arizona is three  
25 years. Menaged began banking with Chase in April 2014, five months after DenSco  
26 admittedly discovered Menaged’s fraudulent activity in or around November 2013. Thus,  
27 DenSco’s claim accrued by April 2014, and its claim—not filed for over five years later  
28 on August 16, 2019—is barred by the applicable three-year statute of limitations.

Moreover, the facts in the following table demonstrate that DenSco remained aware of Menaged's alleged fraud throughout 2014 and 2015—the full duration of his banking relationship with Chase. These facts are drawn from a corporate journal maintained by DenSco in 2014 and 2015, and an investor letter that Chittick wrote to DenSco investors shortly before his death in July 2016.

Date	Source	Excerpt <sup>1</sup>
2/25/2014	DenSco Journal	I talked with Scott for an hour, we went over like three more scenarios. It all boils down to him coming up with cash. He does, that we'll be able to pay off a lot of loans, in numbers not dollars. Then his attorney sent over a 35 page agreement which was completely different than what scott agreed too. I swear they are just drgging this out and have no intention of signing anything.
3/31/2014	DenSco Journal	Scott is now convinced he's going to just sell all the properties and owe me a sh!t load of money and work on paying it off. at this point it clears the books, brings in the interest and then hopefully he can produce enough money that he can pay down the debt, it could be 8 million. That's a scary f*cking number. I'll now be able to fund a few more deals that are popping up. I only lost 95k this month. If he sells the properties, and I get the interest in, I'll have a good year, which will be good to put some capital on the books incase he f*cks me at some point.
6/10/14	DenSco Journal	I started looking up old wholesale deals from scott, I couldn't find any that were recorded, or very few. I went to the auction today to see if I could see louie buy some. No one knows me. John ray walks up and blows it! he's introducing me to everyone. I see louie buy one, then that's not on the list. I question scott about it he says it was paid for by a customer, he only bought two others, and they were after I left. Then the thing with the deeds he explains that they hold them until the guy they sell it to sells it so that if there are HOA's they don't get hit with all the fees. We

<sup>1</sup> The DenSco Journal and Investor Letter include typos. The Chase Defendants have maintained those typos in this chart in order to ensure an accurate iteration of the text of the documents.

		go over all the properties. He's almost 40 million now.
9/15/14	DenSco Journal	Scott was back and forth several times with me checking properties and amounts. Gregg was trying to give him releases for properties that were already paid off my only problem is that scott kept saying hey I came to you a year and half ago, when it was just in November. I think he knew about this longer than he's telling me.
Late 2014	Investor Letter	This whole agreement bothered me and wasn't sure it was right. Over time I was getting more and more uncomfortable with this arrangement and kept asking more questions. I told him I wasn't comfortable with this arrangement and he need to return the funds to me and I would no longer fund any more deals. [] We are now in late 2014. I was adamant that I wanted to stop this transaction. I wasn't sure what the truth was as far as arrangement how or who was getting paid etc.
December 2014	Investor Letter	Now compounded with the knowledge that all along I had been an unwittingly accomplice in some kind of fraud in my estimation. I felt like I was between a rock and hard place, with no out. In December I said no more.

Finally, Chittick was DenSco's sole owner, shareholder, and operator. As a result, his knowledge of Menaged's alleged fraud is attributed to DenSco, conclusively triggering the accrual of any purported aiding and abetting claim DenSco possesses at the time Chittick acquired knowledge of the alleged fraud.

### **C. Facts Supporting DenSco's Inability to Satisfy the Elements of the Aiding-and-Abetting Fraud Claims**

DenSco is unable to establish the elements necessary to prevail on an aiding and abetting fraud claim. The record established in this case already demonstrates that DenSco is unable to prove (i) the existence of an actionable underlying tort; (ii) knowledge on the Chase Defendants' part; and (iii) substantial assistance on the Chase Defendants' part.

1                   *i.           There is no actionable underlying tort.*

2           In Arizona, an actionable fraud only exists where the party alleging fraud actually  
3   and justifiably relies on the misrepresentations at hand. Reliance, in turn, is not justifiable  
4   where the allegedly defrauded party could have ascertained the falsity of those  
5   representations. The facts outlined above and as part of the Receiver’s prior filings  
6   demonstrate not only that DenSco could have ascertained that Menaged’s representations  
7   were false, but that DenSco—through Chittick, its sole owner, shareholder, and  
8   operator—in fact knew that Menaged was making misrepresentations about his usage of  
9   DenSco’s real estate loan funds.

10                   *ii.          The Chase Defendants had no knowledge of Menaged’s alleged*  
11                   *fraud.*

12           In Arizona, aiding and abetting liability only lies where a defendant knows that the  
13   conduct they are allegedly aiding and abetting is, in fact, a tort. Defendants Vikram  
14   Dadlani and Samantha Nelson—the Chase employees through whom Chase is alleged to  
15   possess knowledge of Menaged’s alleged fraud—have confirmed in sworn deposition  
16   testimony that they had no knowledge whatsoever of misconduct on Menaged’s part. And  
17   the Chase Defendants’ only interactions with Menaged were in the context of banking  
18   activities on accounts Menaged owned and controlled that did not lead to actual  
19   knowledge of or willful blindness to Menaged’s alleged misconduct. The fact that the  
20   Receiver believes Menaged engaged in conduct that should have alerted the Chase  
21   bankers to Menaged’s fraud (the Chase Defendants disagree) is of no moment. The law  
22   is well-established: “should have known” is not tantamount to actual knowledge for  
23   purposes of pleading or establishing an aiding and abetting claim. Likewise, Arizona  
24   courts have not recognized “willful blindness” as a valid theory for establishing the  
25   knowledge element of the Receiver’s civil aiding-and-abetting claims. The Receiver’s  
26   claims are meritless.

1                    **iii.        *The Chase Defendants did not substantially assist Menaged's***  
2                    ***alleged fraud.***

3                    In Arizona, the processing of banking transactions does not constitute substantial  
4                    assistance of fraud unless the alleged assistance was accompanied by an extraordinary  
5                    economic motivation. Chase collected only ordinary banking fees in connection with  
6                    Menaged's account, and the named individuals (the Nelsons and Dadlanis) had absolutely  
7                    no extraordinary economic motivation to assist Menaged. Samantha Nelson and Vikram  
8                    Dadlani are salaried employees whose only economic motivation was the paycheck they  
9                    received from Chase.

10                   **D.        Facts Supporting DenSco's Inability to Satisfy the Elements of the**  
11                   **Racketeering Claims against Nelson and Dadlani**

12                   DenSco is unable to establish the elements necessary to prevail on the racketeering  
13                   claims against Defendants Nelson and Dadlani. The record established in this case already  
14                   demonstrates that DenSco is unable to prove that Nelson or Dadlani "authorized, ratified,  
15                   and recklessly tolerated" Menaged and Castro's conduct. As explained in the previous  
16                   section discussing the facts underlying the aiding-and-abetting fraud claims, Defendants  
17                   Dadlani and Nelson have confirmed in sworn deposition testimony that they had no  
18                   knowledge whatsoever of misconduct on Menaged's part. Under Arizona law, they  
19                   cannot ratify or recklessly tolerate wrongdoing of which they had no knowledge or  
20                   awareness. The Receiver cannot prove the elements of this claim.

21                   **E.        Facts Supporting the Chase Defendants' Affirmative Defenses**

22                   In their Answers to the Third Amended Complaint, the Chase Defendants  
23                   identified thirteen affirmative defenses, two of which are the standing and statutes of  
24                   limitations defenses described above. Many of the defenses—including laches, waiver,  
25                   acquiescence, estoppel, unclean hands, *in pari delicto*, comparative fault, assumption of  
26                   risk, and fraud—rely, at least in part, on facts articulated above. These defenses will be  
27                   further developed as facts become available to the Chase Defendants in discovery. Certain  
28                   other defenses—including those predicated on issue and claim preclusion and admissions  
                 made by the Receiver in other court filings—rely, at least in part, on legal documents and

1 court filings in *Peter S. Davis, as Receiver for DenSco Inv. Corp. v. Clark Hill PLC*, Case  
2 No. 2017-013832 (“*Clark Hill Action*”). So too will these be further developed as the  
3 Chase Defendants investigate the voluminous court file in the *Clark Hill Action* and any  
4 other potentially relevant legal proceedings in which the Receiver has engaged.

## 5 **II. LEGAL BASES OF THE CHASE DEFENDANTS’ DEFENSES**

### 6 **A. Under Advisement Ruling, September 10, 2021**

7 On September 10, 2021, the Court in this matter issued its Under Advisement  
8 Ruling on Defendants’ April 7, 2021, Motion to Dismiss (“MTD Ruling”). The MTD  
9 Ruling granted in part and denied in part the Defendants’ Motion to Dismiss.  
10 Specifically, the Court dismissed the following counts in their entirety: Count Three  
11 (Aiding and Abetting Conversion: US Bank and Chavez), Count Four (Aiding and  
12 Abetting Conversion: Chase, Nelson and Dadlani), Count Five (Aiding and Abetting  
13 Breach of Fiduciary Duty: US Bank and Chavez), Count Six (Aiding and Abetting Breach  
14 of Fiduciary Duty: Chase, Nelson and Dadlani). The Court also dismissed Counts Seven  
15 and Eight (Civil Racketeering) as to U.S. Bank and Chase, respectively. As such,  
16 DenSco’s only remaining claims are as follows:

- 17 • Count One (Aiding and Abetting Fraud: US Bank; Chavez)
- 18 • Count Two (Aiding and Abetting Fraud: Chase, Nelson and Dadlani)
- 19 • Count Seven (Civil Racketeering: Chavez)
- 20 • Count Eight (Civil Racketeering: Nelson and Dadlani)

### 21 **B. Lack of Standing**

22 A receiver stands in the shoes of a corporate entity and is only authorized to bring  
23 claims that would otherwise belong to that entity. The Receiver does not stand in the  
24 shoes of individual investors that invested in the entity, and consequently lacks standing  
25 to prosecute claims that belong to those investors. *See, e.g., Managers Ass’n v. Kennesaw*  
26 *Life & Accident Ins. Co.*, 809 F.2d 617, 622 (9th Cir. 1986) (where a receiver represents  
27 a company and its affiliates, but not the company’s beneficiaries, the receiver lacks  
28 standing to assert state law fraud claims that lie with the third-party beneficiaries). In the



1 case of a Ponzi scheme, where an entity in receivership was used in service of the scheme,  
2 it is the investors, and not the entity, that suffered injury as a result of the scheme. Thus,  
3 a third-party tort claim predicated on fraud necessarily arises from damages to the  
4 investors, not the receiver, depriving the receiver of standing. *See, e.g., Isaiah*  
5 *v. JPMorgan Chase Bank*, 960 F.3d 1296, 1307 (11th Cir. 2020). (“the Ponzi schemers’  
6 torts cannot properly be separated from the Receivership Entities, and the Receivership  
7 Entities cannot be said to have suffered any injury from the Ponzi scheme that the Entities  
8 themselves perpetrated”).

### 9 C. Statute of Limitations

10 Arizona has a three-year statute of limitations for fraud. Ariz. Rev. Stat. § 12-  
11 543(3). That same period applies to aiding and abetting fraud claims. Here, DenSco’s  
12 allegations demonstrate it was on notice of the fraud for at least three-plus years before it  
13 filed suit against Chase. More specifically, its allegations show that a fraudster (Menaged)  
14 was committing real estate loan fraud on the lender (DenSco), and midway through the  
15 process, after his conduct was revealed to DenSco, Menaged made further false promises  
16 while continuing the real estate loan fraud scheme and causing DenSco additional losses.  
17 Also, DenSco admits in its allegations that it knew Menaged was defrauding it when  
18 Menaged began the banking relationship with Chase commenced in April 2014. Since  
19 this suit was not commenced until more than five years later in August 2019, the claim  
20 against Chase is forever time-barred. As stated in the Court’s MTD Ruling, “[t]he  
21 Receiver is bound by the factual admissions in his pleadings.” Under Advisement Ruling,  
22 Sept. 12, 2021, at 10, n.2 (citing *Brenteson Wholesale, Inc. v. Arizona Pub. Serv. Co.*,  
23 166 Ariz. 519, 522, 803 P.2d 930, 933 (Ct. App. 1990)); *Black v. Perkins*, 163 Ariz. 292,  
24 293, 787 P.2d 1088, 1089 (Ct. App. 1989)).

25 DenSco also concedes that it was on inquiry notice of the alleged fraud as of April  
26 2014, and actually investigated the fraud in June 2014. As reflected in the table above,  
27 DenSco knew enough about Menaged’s fraud in June 2014—a mere two months after he  
28 began banking at Chase—that DenSco’s sole employee/representative attended an

1 auction incognito because of concern that Menaged was not really using DenSco funds to  
2 buy homes. Thus, DenSco, a sophisticated business and real estate lender, was not only  
3 on inquiry notice in April 2014, but actually did inquire, and knew or certainly should  
4 have known of the fraud long before the Receiver was appointed—and more than five  
5 years before this litigation was commenced. *See, e.g., Stulce v. Salt River Project Agric.*  
6 *Improvement & Power Dist.*, 197 Ariz. 87, 90 ¶ 10, 3 P.3d 1007, 1010 (App. 1999) (under  
7 Arizona’s “discovery rule,” a cause of action accrues when a plaintiff discovers or  
8 “reasonably should have discovered” defendant’s injury-causing misconduct).

9 Finally, DenSco cannot rely on the doctrine of adverse domination to save its stale  
10 claim. The adverse domination doctrine is not applicable when a sole actor runs the  
11 company alleged to have engaged in misconduct. Indeed, adverse domination is subject  
12 to a basic exception—the widely-adopted “sole actor” rule, recognized in Arizona for  
13 over 50 years—whereby the agent’s knowledge (Chittick’s) is attributed to the principal  
14 (DenSco) when the agent, “although engaged in perpetrating [fraud] on his own account,  
15 is the sole representative of the principal.” *Pearll v. Selective Life Ins. Co.*, 444 P.2d 443,  
16 445 (1968) (internal citation and quotations omitted). Where an entity is controlled by a  
17 sole actor, that period does not toll, but instead accrues at the time the sole actor discovers  
18 the misconduct giving rise to the claim, as the sole actor’s knowledge is imputed to the  
19 entity under the sole actor rule. *See, e.g., In re Mediators, Inc.*, 105 F.3d 822, 827 (2d Cir.  
20 1997) (sole actor rule “imputes the agent’s knowledge to the principal” when “the  
21 principal and agent are one and the same”); *In re Nat’l Century Fin. Enters.*, 783 F. Supp.  
22 2d 1003, 1016 (S.D. Ohio 2011) (“[u]nder the sole actor rule, an agent’s wrongdoing is  
23 directly attributed to the principal if he so dominated and controlled the principal that it  
24 had no separate mind, will or existence of its own,” and “the principal and agent are one  
25 and the same”).

**D. DenSco's Inability to Satisfy the Elements of its Claim for Aiding and Abetting Fraud**

***i. No actionable underlying tort.***

In Arizona, an actionable fraud only exists where the party alleging fraud actually and justifiably relies on the misrepresentations at hand. Reliance, in turn, is not justifiable where the allegedly defrauded party could have or should have ascertained the falsity of those representations. Specifically, a party in Arizona is not entitled to a verdict on a fraud if by an ordinary degree of caution the party complaining could have ascertained the falsity of the representations complained of. *See Stanley Fruit Co. v. Ellery*, 42 Ariz. 74, 78, 22 P.2d 672, 674 (Ariz. 1933) ("a party is not entitled to a verdict [on a fraud] if by an ordinary degree of caution the party complaining could have ascertained the falsity of the representations complained of").

***ii. The Chase Defendants lack knowledge of Menaged's alleged fraud.***

In Arizona, aiding and abetting liability only lies where a defendant actually knows that the conduct they are allegedly aiding and abetting is, in fact, a tort. Mere knowledge of suspicious activity is not enough, nor is the processing of transactions in an account that, in retrospect, appear unusual, unprecedented, and unexplained. *See, e.g., Stern v. Charles Schwab & Co., Inc.*, No. CV-09-1229, 2010 WL 1250732, at \*8 (D. Ariz. Mar. 24, 2010) ("mere knowledge of suspicious activity is not enough"). In other words, it is not enough that a defendant should have known something was amiss or known even of the alleged fraud. The defendant must have been actually aware that the fraudster did or would in fact perpetrate the specific fraud at issue.

Further, there is no Arizona caselaw allowing a court to impute knowledge in aiding-and-abetting claims under a willful blindness theory.

***iii. The Chase Defendants did not substantially assist Menaged's alleged fraud.***

In Arizona, the processing of "ordinary course transactions" only "constitute substantial assistance under some circumstances, such as where there is an extraordinary economic motivation to aid in the fraud." *Wells Fargo Bank v. Ariz. Laborers, Teamsters*,

1 & Cement Masons Local No. 395 Pension Tr. Fund, 201 Ariz. 474, 489 ¶ 48, 38 P.3d 12,  
2 27 (2002). Such motivation requires more than the existence of ordinary account fees and  
3 credit interest. *See, e.g., Stern v. Charles Schwab & Co., Inc.*, No. CV-09-1229, 2009 WL  
4 3352408, at \*8 (D. Ariz. Oct. 16, 2009) (holding that a bank’s collection of ordinary  
5 banking fees does not create a circumstance of “extraordinary economic motivation” such  
6 that processing ordinary bank transactions morphs into substantial assistance). Merely  
7 permitting a customer to open and continue maintaining an account with transactions in  
8 the millions of dollars is not enough to establish an extraordinary economic motivation

9 **E. Nelson and Dadlani Are Not Liable for Civil Racketeering Under**  
10 **A.R.S. § 13-2300, *et seq.***

11 To prevail on its racketeering claims against Nelson and Dadlani, Plaintiff must  
12 prove the following:

- 13 1. That Menaged engaged in a pattern of racketeering activity for the purpose  
14 of financial gain;
- 15 2. That Menaged’s racketeering acts are punishable by more than a year in  
16 prison;
- 17 3. That Menaged’s pattern of unlawful activity caused DenSco’s damages;
- 18 4. That DenSco’s damages were a reasonably foreseeable result of Menaged’s  
19 pattern of unlawful activity; and
- 20 5. That Nelson and Dadlani “authorized, requested, commanded, ratified or  
21 recklessly tolerated” Menaged’s unlawful conduct.

22 *See* A.R.S. §§ 13-2301(D)(4)(b); 13-2314.04(A), (L), (T); *Hannosh v. Segal*, 235 Ariz.  
23 108, 111, ¶ 7 (Ct. App. 2014).

24 **i. Nelson and Dadlani Did Not Authorize, Ratify or Recklessly**  
25 **Tolerate Menaged’s Unlawful Conduct.**

26 The standard for proving vicarious liability under Arizona’s racketeering statute  
27 requires actual knowledge of or conscious disregard for Menaged’s pattern of  
28 racketeering. The terms “ratified” and “recklessly tolerated” “both ... call for a  
construction that imputes knowledge or conscious awareness. That is, one who ratifies or

recklessly tolerates the conduct of another must necessarily have knowledge or conscious awareness that the conduct is of a criminal nature in order to be found liable.” *Digital Sys. Eng’g, Inc. v. Bruce-Moreno*, No. 1 CA-CV 09-0574, 2010 WL 5030808, at \*6 (Ariz. Ct. App. Nov. 16, 2010). Thus, the Receiver’s racketeering claims against Nelson and Dadlani fail for the same reasons its aiding-and-abetting claims fail: Neither Nelson nor Dadlani had actual knowledge or awareness of Menaged’s allegedly wrongful conduct.

#### **F. Other Defenses**

The Chase Defendants assert that DenSco’s claims are barred, may be barred, or reduced by other matters constituting a defense or affirmative defense as set forth in Arizona Rule of Civil Procedure 8 and Arizona’s common law, and as may be determined to exist through discovery. Those defenses include laches, waiver, acquiescence, estoppel, unclean hands, *in pari delicto*, comparative fault, assumption of risk, fraud, admission, and issue and claim preclusion.

The Chase Defendants have not yet identified all the legal defenses that they may have to DenSco’s claims and reserve the right to supplement this disclosure.

### **III. THE NAME, ADDRESS, AND TELEPHONE NUMBER OF EACH WITNESS THE CHASE DEFENDANTS EXPECT TO CALL AT TRIAL, WITH DESIGNATION OF THE SUBJECT MATTER ABOUT WHICH EACH WITNESS MIGHT BE CALLED TO TESTIFY**

The Chase Defendants anticipate that their trial witnesses will include the following:

#### **A. Chase Bank Current and Former Employees**

1. Representative of JPMorgan Chase Bank, N.A.  
c/o Nicole M. Goodwin  
Greenberg Traurig, LLP  
2375 East Camelback Road, Suite 800  
Phoenix, Arizona 85016  
(602) 445-8000

The Chase Defendants anticipate that a representative of Chase will be called to testify regarding the facts and circumstances surrounding DenSco’s allegations, the

1 damages alleged, and the Chase Defendants' defenses, and/or to the topics/issues covered  
2 in any properly noticed and appropriate Rule 30(b)(6) deposition.

3           2.     Vikram Dadlani  
4                   c/o Nicole M. Goodwin  
5                   Greenberg Traurig, LLP  
6                   2375 East Camelback Road, Suite 800  
7                   Phoenix, Arizona 85016  
8                   (602) 445-8000

9           Vikram Dadlani is a Defendant in this action. The Chase Defendants anticipate  
10           that he will testify regarding the facts and circumstances surrounding DenSco's  
11           allegations and Vikram and Jane Doe Dadlani's defenses.

12           3.     Samantha Nelson  
13                   c/o Nicole M. Goodwin  
14                   Greenberg Traurig, LLP  
15                   2375 East Camelback Road, Suite 800  
16                   Phoenix, Arizona 85016  
17                   (602) 445-8000

18           Samantha Nelson is a Defendant in this action. The Chase Defendants anticipate  
19           that she will testify regarding the facts and circumstances surrounding DenSco's  
20           allegations and Samantha and Kristofer Nelson's defenses.

21           4.     Peter S. Davis  
22                   c/o Plaintiff's counsel

23           Mr. Davis is the receiver appointed for DenSco and acts on DenSco's behalf and  
24           in DenSco's stead as the Plaintiff in this action. The Chase Defendants anticipate that  
25           Mr. Davis will testify regarding the facts and circumstances surrounding Plaintiffs'  
26           allegations, his lack of personal knowledge thereof, and alleged damages.

27           5.     Susan Lazar  
28                   c/o Nicole M. Goodwin  
                  Greenberg Traurig, LLP  
                  2375 East Camelback Road, Suite 800  
                  Phoenix, Arizona 85016  
                  (602) 445-8000

          Ms. Lazar is a former Chase employee. The Chase Defendants anticipate that she

1 will testify regarding the facts and circumstances surrounding DenSco's allegations and  
2 the Chase Defendants' defenses.

3           6.     Denise Youngs  
4                 c/o Nicole M. Goodwin  
5                 Greenberg Traurig, LLP  
6                 2375 East Camelback Road, Suite 800  
7                 Phoenix, Arizona 85016  
8                 (602) 445-8000

9           The Chase Defendants anticipate that Ms. Youngs will testify regarding Chase  
10 policies and procedures related to the opening of business banking accounts.

11           7.     Kristin Johnson  
12                 c/o Nicole M. Goodwin  
13                 Greenberg Traurig, LLP  
14                 2375 East Camelback Road, Suite 800  
15                 Phoenix, Arizona 85016  
16                 (602) 445-8000

17           The Chase Defendants anticipate that Ms. Johnson will testify regarding Chase  
18 policies and procedures related to issuing and redepositing cashier's checks and  
19 submission of Unusual Activity Reports by branch employees.

20           8.     Jon Riederer  
21                 c/o Nicole M. Goodwin  
22                 Greenberg Traurig, LLP  
23                 2375 East Camelback Road, Suite 800  
24                 Phoenix, Arizona 85016  
25                 (602) 445-8000

26           The Chase Defendants anticipate that Mr. Riederer will testify regarding Chase  
27 policies and procedures related to creating and maintaining Know-Your-Customer  
28 account profiles.

29           9.     Scott Hitt  
30                 c/o Nicole M. Goodwin  
31                 Greenberg Traurig, LLP  
32                 2375 East Camelback Road, Suite 800  
33                 Phoenix, Arizona 85016  
34                 (602) 445-8000

1 The Chase Defendants anticipate that Mr. Hitt will testify regarding the non-  
2 privileged aspects of the review of AZHF's account records.

3 **B. U.S. Bank Defendants and Current and Former Employees**

4 10. Corporate Representative of US Bank  
5 c/o Gregory J. Marshall  
6 Snell & Wilmer L.L.P.  
7 One Arizona Center  
8 400 E. Van Buren, Suite 1900  
9 Phoenix, Arizona 85004-2202

10 The Chase Defendants anticipate that a representative of U.S. Bank may be called  
11 to testify regarding the facts and circumstances surrounding DenSco's allegations, the  
12 damages alleged, and the applicable defenses to U.S. Bank.

13 11. Hilda Chavez  
14 c/o Gregory J. Marshall  
15 Snell & Wilmer L.L.P.  
16 One Arizona Center  
17 400 E. Van Buren, Suite 1900  
18 Phoenix, Arizona 85004-2202

19 Hilda Chavez is a Defendant in this action and a current employee of Defendant  
20 US Bank. The Chase Defendants anticipate that she may testify regarding the facts and  
21 circumstances surrounding DenSco's allegations, her interactions with Menaged and  
22 Castro during their visits to the U.S. Bank branch location, and U.S. Bank's policies and  
23 banking practices as relevant to this matter.

24 12. Tatjana Sulaver  
25 c/o Gregory J. Marshall  
26 Snell & Wilmer L.L.P.  
27 One Arizona Center  
28 400 E. Van Buren, Suite 1900  
Phoenix, Arizona 85004-2202

Tatjana Sulaver is a former employee of Defendant U.S. Bank. The Chase  
Defendants expect that Ms. Sulaver may testify regarding the allegations in the Third  
Amended Complaint and U.S. Bank's policies and banking practices as relevant to this  
matter.



13. Leslie Rocha  
c/o Gregory J. Marshall  
Snell & Wilmer L.L.P.  
One Arizona Center  
400 E. Van Buren, Suite 1900  
Phoenix, Arizona 85004-2202

Leslie Rocha is a current or former employee of Defendant U.S. Bank. The Chase Defendants expect that Ms. Rocha may testify regarding the allegations in the Third Amended Complaint and U.S. Bank's policies and banking practices as relevant to this matter.

**C. Bank of America Employees and Related Parties**

14. Karin Kunik  
c/o James B. Ball  
Ball, Santin & McLeran, PLC  
2999 North 44<sup>th</sup> Street, Suite 500  
Phoenix, Arizona 85018  
(602) 840-1400  
Email: Ball@bsmplc.com

Karin Kunik is a current or former employee of Bank of America. The Chase Defendants anticipate that Ms. Kunik may be called to testify regarding the facts and circumstances surrounding DenSco's allegations and Menaged's banking relationship with Bank of America.

15. Kenneth Harvey  
c/o James B. Ball  
Ball, Santin & McLeran, PLC  
2999 North 44<sup>th</sup> Street, Suite 500  
Phoenix, Arizona 85018  
(602) 840-1400  
Email: Ball@bsmplc.com

Kenneth Harvey is a current or former employee of Bank of America. The Chase Defendants anticipate that Mr. Harvey may be called to testify regarding the facts and circumstances surrounding DenSco's allegations and Menaged's banking relationship with Bank of America.

16. Corporate Representative of Bank of America  
c/o James B. Ball  
Ball, Santin & McLeran, PLC  
2999 North 44<sup>th</sup> Street, Suite 500  
Phoenix, Arizona 85018  
(602) 840-1400  
Email: Ball@bsmplc.com

The Chase Defendants anticipate that a representative of Bank of America may be called to testify regarding the facts and circumstances surrounding DenSco's allegations and Menaged's banking relationship with Bank of America.

**D. DenSco Investor Representatives**

17. DenSco Investors  
(specific contact information to be supplemented)

Chase anticipates calling one or more DenSco Investors (otherwise listed in numbers 8 to 131 in Section IV(B) below) to testify. It is anticipated that the DenSco Investors will testify that they did not have knowledge of Menaged's fraud, that knowledge of the fraud and the concentration of loans to Menaged would have been material to their investment decisions, that they would have not invested with DenSco had Mr. Chittick disclosed the fraud, and that Mr. Chittick withheld material information from them resulting in financial loss.

**E. DenSco Borrower Representatives**

18. DenSco Borrowers  
(specific contact information to be supplemented)

Chase anticipates calling one or more DenSco Borrowers (otherwise listed in numbers 117 to 123 in Section IV(C) below) to testify. It is anticipated that the DenSco Borrowers will testify regarding DenSco's lending practices, business practices, and DenSco's and Mr. Chittick's relationship with Menaged.

**F. Potential Rebuttal Witnesses**

The following witnesses may be called regarding certain subject matters that the Chase Defendants contend are irrelevant, overly broad, unduly burdensome, privileged and/or not proportional to the needs of this case. In the event, however, that the objected-

to subject matters are introduced at trial over the Chase Defendants' objections, the Chase Defendants may introduce the following witnesses in rebuttal. Listing of these witnesses is not intended, and should not be construed, as a waiver of any objections that the Chase Defendants may raise prior to, or at trial. The Chase Defendants expressly reserve, and do not waive, any and all objections to discovery and admissibility on the following topics: (1) Chase policies and procedures regarding Bank Secrecy Act and PATRIOT Act compliance; (2) Chase policies and procedures related to investigations into reports and alerts of suspicious customer activity; (3) Chase investigations into reports and alerts of suspicious activity by Menaged or Arizona Home Foreclosures, LLC; (4) Chase policies and procedures regarding executing teller and banker transactions, as well as all objections set forth in Chase's responses to the Receiver's discovery requests to date.

19. Witnesses disclosed in future discovery, without waiver of objection.

20. Witnesses necessary to lay the foundation of exhibits.

21. Witnesses properly listed by any other party in this matter, without waiver of objection.

22. Any necessary rebuttal or impeachment witnesses, fact and expert.

The Chase Defendants reserve the right to supplement this disclosure as appropriate.

**IV. THE NAME AND ADDRESS OF ANY PERSON THE CHASE DEFENDANTS BELIEVE MAY HAVE KNOWLEDGE RELEVANT TO THE EVENTS, TRANSACTIONS, OR OCCURRENCES THAT ALLEGEDLY GAVE RISE TO THIS ACTION, AND A DESCRIPTION OF THE NATURE OF THE KNOWLEDGE OR INFORMATION EACH SUCH PERSON IS BELIEVED TO POSSESS**

The Chase Defendants have not yet identified all of the witnesses with relevant knowledge of the events, transactions, or occurrences that gave rise to this action, but they anticipate that all witnesses listed above in § III have relevant knowledge, with the exception of the individuals identified in § III(D), to which Chase does not concede any

1 relevance whatsoever. With respect to any other persons, the Chase Defendants identify  
2 the following:

3 **A. Persons Affiliated with Densco**

- 4 1. Shawna Chittick Heuer  
5 c/o James Polese, Gammage & Burnham, PLC  
6 Two N. Central Avenue, 15th Floor  
7 Phoenix, AZ 85004  
(602) 256-0566

8 Mrs. Heuer is Mr. Chittick's sister and it is believed that she would testify in  
9 accordance with her deposition taken in the *Clark Hill* Action. The Chase Defendants  
10 believe she possesses information about the facts and circumstances surrounding  
11 DenSco's knowledge of Menaged's activities.

- 12 2. Kurt Johnson  
13 3317 E. Bell Road, Suite 101-265  
14 Phoenix, AZ 85032  
(602) 505-8117

15 Mr. Johnson is an attorney who provided certain legal services to DenSco and is  
16 believed to have knowledge of those services.

- 17 3. Robert Koehler  
18 c/o James Polese, Gammage & Burnham, PLC,  
19 Two N. Central Avenue, 15th Floor,  
20 Phoenix, AZ 85004  
(480) 945-2799

21 Mr. Koehler was designated by Mr. Chittick and entered into a written agreement  
22 with Mr. Chittick pursuant to which he was a signatory on DenSco's bank account, was  
23 to have received on a weekly basis updates on properties, and a spreadsheet on investor  
24 information on a monthly basis. Mr. Koehler was also an investor in DenSco. After  
25 Mr. Chittick's death and at the request of Ms. Heuer, Mr. Koehler conducted a  
26 preliminary analysis of DenSco's loan portfolio. He is believed to have knowledge of  
27 DenSco's business operations, books and records, and written communications he  
28 received from Mr. Chittick at or around the time of his death.

- 1                   4.     David Preston  
2                         Preston CPA, P.C.  
3                         1949 E. Broadway Road, Ste. 101  
4                         Tempe, AZ 85282  
5                         (480) 820-4419

6                   Mr. Preston is a Certified Public Accountant and an investor in DenSco. The  
7 Chase Defendants believe Mr. Preston possesses information about the facts and  
8 circumstances surrounding DenSco's lending practices, the professional services he  
9 provided to DenSco, the professional services provided by Clark Hill and David  
10 Beauchamp, and his investment in DenSco. It is also believed that he would testify in  
11 accordance with his deposition taken in the *Clark Hill* Action.

- 12                   5.     Yomtov "Scott" Menaged  
13                         FCI Safford  
14                         1529 West Highway 366  
15                         Safford, Arizona 85546

16                   Mr. Menaged is the alleged fraudster at the heart of DenSco's case. The Chase  
17 Defendants believe he possesses information about the facts and circumstances  
18 surrounding DenSco's claims.

- 19                   6.     Veronica Castro  
20                         Current address unknown

21                   Veronica Castro allegedly participated in the commission of Menaged's alleged  
22 fraud. The Chase Defendants believe she possesses information about the facts and  
23 circumstances surrounding DenSco's allegations.

- 24                   7.     David Beauchamp  
25                         Clark Hill PLC  
26                         14850 N. Scottsdale Road, Suite 500  
27                         Scottsdale, Arizona 85254

28                   David Beauchamp served as DenSco's lawyer. The Chase Defendants believe he  
possesses information about the facts and circumstances surrounding DenSco's  
knowledge of Menaged's activities.

**B.     DenSco Investors**

[illegible]

A stylized, pixelated black and white illustration of a person sitting at a desk, writing on a notepad with a pen. The person is wearing a long-sleeved shirt and pants. The desk has a lamp and a small container. The background is white with horizontal black bars representing text or a screen.

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1           **C.     DenSco Borrowers and Persons Affiliated with Them**

2                   117.   Luigi Amoroso  
3                             (contact information to be added)

4           Mr. Amoroso worked with Menaged in bidding on and acquiring properties subject  
5 to foreclosure.

6                   118.   Veronica Castro  
7                             (contact information to be added)

8           Mr. Castro was Scott Menaged's assistant and has knowledge of deeds, mortgages  
9 and other instruments signed by Menaged during 2013 that she notarized.

10                   119.   Jeffrey C. Goulder  
11                             Stinson Leonard Street LLP  
12                             1850 N. Central Avenue, Suite 1200  
13                             Phoenix, AZ 85004  
14                             (602) 212-8531

15           Mr. Goulder is an attorney who represented Scott Menaged in connection with the  
16 Term Sheet and Forbearance Agreement. He is believed to have knowledge of those  
17 agreements and his communications with Mr. Beauchamp.

18                   120.   Cody Jess  
19                             Schian Walker PLC  
20                             1850 N. Central Avenue, Suite 900  
21                             Phoenix, AZ 85004  
22                             (602) 277-1501

23           Mr. Jess is an attorney who represented Scott Menaged in a bankruptcy proceeding.  
24 He is believed to have knowledge of that proceeding and of his communications with  
25 Mr. Beauchamp relating to the proceeding.

26                   121.   Victor Gojcay  
27                             (contact information to be supplemented)

28           Mr. Gojcay was a DenSco borrower. It is expected that he has knowledge of  
DenSco's lending practices, business practices and DenSco's relationship with Menaged.  
It is also expected that Mr. Gojcay would testify in accordance with his deposition testimony  
in the *Clark Hill* Action.

122. Christopher Hughes  
(contact information to be supplemented)

Mr. Hughes was a DenSco borrower. It is expected that he has knowledge of DenSco's lending practices, business practices and DenSco's relationship with Menaged.

123. Scott Menaged  
c/o Molly Patricia Brizgys  
2210 S. Mill Avenue, Suite 7A  
Tempe, AZ 85282  
(602) 460-9013

Mr. Menaged has knowledge of the frauds alleged by the Receiver, his role in the fraud, and DenSco's knowledge of the fraud.

**D. Clark Hill Attorneys and Employees**

124. Robert Anderson  
c/o John DeWulf  
Coppersmith Brockelman, PLC  
2800 N. Central Avenue, Suite 1200  
Phoenix, AZ 85004

Consistent with his deposition testimony, Mr. Anderson has knowledge that he did not undertake any effort to advise DenSco about deficiencies in its lending practices during January 2014, as Mr. Beauchamp claimed in his deposition. Mr. Anderson may testify on other matters addressed during his deposition.

125. Lindsay Grove  
c/o John DeWulf  
Coppersmith Brockelman, PLC  
2800 N. Central Avenue, Suite 1200  
Phoenix, AZ 85004

Ms. Grove is a legal assistant who worked with David Beauchamp during the relevant time period and is believed to have knowledge of certain documents received or sent by Mr. Beauchamp.

126. Ryan Lorenz  
c/o John DeWulf  
Coppersmith Brockelman, PLC  
2800 N. Central Avenue, Suite 1200  
Phoenix, AZ 85004

1 Mr. Lorenz will testify about the proofs of claim he submitted to the Receiver in  
2 June 2017, his accompanying affidavit, and the information contained therein.

3 127. Darra Lynn Rayndon  
4 c/o John DeWulf  
5 Coppersmith Brockelman, PLC  
6 2800 N. Central Avenue, Suite 1200  
7 Phoenix, AZ 85004

8 Ms. Rayndon is an attorney who initiated a probate proceeding on August 4, 2016,  
9 in which she and Clark Hill represented Shawna Chittick Heuer in her capacity as the  
10 Personal Representative of Denny Chittick's Estate. She is believed to have knowledge of  
11 any discussions within Clark Hill that may have occurred regarding conflicts of interest  
12 arising from the firm's separate representation of DenSco.

13 128. Michelle M. Tran  
14 c/o John DeWulf  
15 Coppersmith Brockelman, PLC  
16 2800 N. Central Avenue, Suite 1200  
17 Phoenix, AZ 85004

18 Ms. Tran will testify about her meeting with David Beauchamp and Shawna Heuer  
19 in August 2016, the conflict check conducted by Clark Hill at that time, and her work as  
20 counsel to Ms. Heuer and the Estate of Denny Chittick.

21 129. Daniel Schenk  
22 c/o John DeWulf  
23 Coppersmith Brockelman, PLC  
24 2800 N. Central Avenue, Suite 1200  
25 Phoenix, AZ 85004

26 Mr. Schenk will testify that he did not undertake any effort to advise DenSco  
27 about deficiencies in its lending practices during January 2014, as Mr. Beauchamp  
28 claimed in his deposition. Mr. Schenk may testify about other matters addressed during  
his deposition.

130. Mark Sifferman  
c/o John DeWulf  
Coppersmith Brockelman, PLC  
2800 N. Central Avenue, Suite 1200

Phoenix, AZ 85004

Mr. Sifferman, Clark Hill's former Assistant General Counsel, will testify about his actions in reviewing and revising Beauchamp's declaration that was submitted to the Receivership Court, his attendance at the August 18, 2016, hearing, and other matters addressed during his deposition.

131. Ed Hood  
c/o John DeWulf  
Coppersmith Brockelman, PLC  
2800 N. Central Avenue, Suite 1200  
Phoenix, AZ 85004

Mr. Hood, Clark Hill's General Counsel, will testify about matters addressed during his deposition.

**E. Bryan Cave Attorneys**

132. Ray Burgan (Zenfinity Capital LLC)  
14850 N. Scottsdale Road, No. 295  
Scottsdale, Arizona, 85254

Mr. Burgan is an attorney who was formerly associated with Bryan Cave and is believed to have knowledge of work he performed for DenSco and David Beauchamp's representation of DenSco while Beauchamp was affiliated with Bryan Cave.

133. Michael Dvoren  
Jaburg & Wilk PC  
3200 N. Central Avenue, Suite 2000  
Phoenix, Arizona 85012

Mr. Dvoren is an attorney who was formerly associated with Bryan Cave and is believed to have knowledge of work he performed for DenSco and David Beauchamp's representation of DenSco while Beauchamp was affiliated with Bryan Cave.

134. Robert Endicott  
Bryan Cave LLP  
One Metropolitan Square  
211 North Broadway, Suite 3600  
St. Louis, MO 63102

Mr. Endicott is an attorney who is believed to have knowledge of his

1 communications with David Beauchamp in the summer of 2013 regarding DenSco.

2                   135. Kenneth L. Henderson  
3                   Bryan Cave LLP  
4                   1290 Avenue of the Americas  
5                   New York, NY, 10104

6                   Mr. Henderson is an attorney who is believed to have knowledge of his  
7                   communications with David Beauchamp in the summer of 2013 regarding DenSco.

8                   136. Garth Jensen  
9                   Sherman & Howard L.L.C.  
10                  633 Seventeenth Street, Suite 3000  
11                  Denver, CO 80202

12                  Mr. Jensen is an attorney who was formerly associated with Bryan Cave and is  
13                  believed to have knowledge of his communications with David Beauchamp in the summer  
14                  of 2013 regarding DenSco.

15                  137. Logan Miller  
16                  Apollo Education Group, Inc.  
17                  4025 S. Riverpoint Parkway  
18                  Phoenix, AZ 85040

19                  Mr. Miller is an attorney who was formerly associated with Bryan Cave and is  
20                  believed to have knowledge of work he performed for DenSco and David Beauchamp's  
21                  representation of DenSco while Beauchamp was affiliated with Bryan Cave.

22                  138. Robert Miller  
23                  Bryan Cave LLP  
24                  Two N. Central, Suite 2100  
25                  Phoenix, Arizona 85004

26                  Mr. Miller is an attorney who communicated with David Beauchamp in January  
27                  2014 in connection with the demand letter described above and is believed to have  
28                  knowledge of those communications.

29                  139. Robert Pedersen  
30                  Bryan Cave LLP  
31                  1290 Avenue of the Americas  
32                  New York, NY 10104

33                  Mr. Pedersen is an attorney who is believed to have knowledge of his



1 communications with David Beauchamp in the summer of 2013 regarding DenSco.

2           140. Nancy Pohl  
3               Gallagher & Kennedy PA  
4               2575 E. Camelback Road, Suite 100  
5               Phoenix, AZ 85016  
6               (602) 530-8052

7           Ms. Pohl is an attorney who was formerly associated with Bryan Cave and is  
8           believed to have knowledge of work she performed for DenSco and David Beauchamp's  
9           representation of DenSco while Beauchamp was affiliated with Bryan Cave.

10           141. Gus Schneider  
11               Bryan Case LLP  
12               Two N. Central, Suite 2100  
13               Phoenix, Arizona 85004

14           Mr. Schneider is an attorney who was formerly associated with Bryan Cave and is  
15           believed to have knowledge of work he performed for DenSco and David Beauchamp's  
16           representation of DenSco while Beauchamp was affiliated with Bryan Cave.

17           142. Elizabeth Snipes  
18               Bryan Cave LLP  
19               1700 Lincoln Street, Suite 4100  
20               Denver, CO 80203  
21               (303) 861-7000

22           Ms. Snipes is an attorney who is believed to have knowledge of her  
23           communication with David Beauchamp in the summer 2013 regarding DenSco.

24           143. Jonathan Stern  
25               (contact information not known)

26           Mr. Stern is an attorney who is associated with Bryan Cave and is believed to have  
27           knowledge of work he performed for DenSco and David Beauchamp's representation of  
28           DenSco while Beauchamp was affiliated with Bryan Cave.

          144. Randy Wang  
              Bryan Cave LLP  
              One Metropolitan Square  
              211 N. Broadway, Suite 3600  
              St. Louis, MO 63102

(314) 259-2000

Mr. Wang is an attorney who is believed to have knowledge of his communication with David Beauchamp in the summer 2013 regarding DenSco.

145. Mark Weakley  
Bryan Cave LLP  
One Boulder Plaza  
1801 13<sup>th</sup> Street, Suite 300  
Boulder, CO 80302  
(303) 444-5955

Mr. Weakley is an attorney who is believed to have knowledge of his communication with David Beauchamp in the summer 2013 regarding DenSco.

**F. Gammage & Burnham Attorneys**

146. Christopher L. Raddatz  
Gammage & Burnham, PLC  
Two N. Central Avenue, 15<sup>th</sup> Floor  
Phoenix, AZ 85004

Mr. Raddatz is an attorney who represented the Estate of Denny Chittick and Shawna Chittick Heuer in her capacity as the Personal Representative of Denny Chittick's Estate.

147. Kevin R. Merritt  
Gammage & Burnham, PLC  
Two N. Central Avenue, 15<sup>th</sup> Floor  
Phoenix, AZ 85004

Mr. Merritt is an attorney who is believed to have knowledge about work he performed in 2007 for DenSco regarding its loan agreements, and his interactions with David Beauchamp in August, September and October 2016, and the securing and retention of DenSco corporate records and computer equipment.

148. James F. Polese  
Gammage & Burnham, PLC  
Two N. Central Avenue, 15<sup>th</sup> Floor  
Phoenix, AZ 85004

Mr. Polese is an attorney who is believed to have knowledge about actions he took in August, September and October 2016 as counsel to the Estate of Denny Chittick and

1 Shawna Chittick Heuer in her capacity as the Personal Representative of Denny Chittick's  
2 Estate, his interactions with David Beauchamp, the August 18, 2016, receivership  
3 hearing, and the securing and retention of DenSco corporate records and computer  
4 equipment.

5 **G. Persons Affiliated with the Arizona Corporation Commission,**  
6 **Securities Division**

7 149. Gary Clapper  
8 1300 W. Washington, Third Floor  
9 Phoenix, AZ 85007

10 Mr. Clapper is Chief Investigator, Arizona Corporation Commission, Securities  
11 Division. He is believed to have knowledge of the ACC's investigation of DenSco in  
12 August 2016, events leading to the ACC's filing of an application for a preliminary  
13 injunction and the appointment of a receiver, and his communications with  
14 Mr. Beauchamp.

15 150. Wendy Coy  
16 1300 W. Washington, Third Floor  
17 Phoenix, AZ 85007

18 Ms. Coy is Director of Enforcement, Arizona Corporation Commission, Securities  
19 Division. She is believed to have knowledge of the ACC's investigation of DenSco in  
20 August 2016, events leading to the ACC's filing of an application for a preliminary  
21 injunction and the appointment of a receiver, her communications with Mr. Beauchamp.

22 **H. Receiver, Employees and Attorneys**

23 151. Peter S. Davis  
24 c/o Colin Campbell and Geoffrey Sturr  
25 Osborn Maledon, P.A.  
26 2929 N. Central Avenue, Suite 2100  
27 Phoenix, AZ 85012

28 Mr. Davis is the receiver appointed for DenSco and acts on DenSco's behalf and  
in DenSco's stead as the Plaintiff in this action. The Chase Defendants anticipate that  
Mr. Davis will testify regarding the facts and circumstances surrounding Plaintiffs'  
allegations, his lack of personal knowledge thereof, and alleged damages.

152. Sara Beretta  
c/o Colin Campbell and Geoffrey Sturr  
Osborn Maledon, P.A.  
2929 N. Central Avenue, Suite 2100  
Phoenix, AZ 85012

Ms. Beretta may be called to lay foundation for certain DenSco corporate records and/or actions undertaken by the Receiver.

**I. Lenders Who Negotiated with Chittick and Menaged During January 2014**

153. Craig Cardon  
(contact information to be added)

Mr. Cardon is a member of Azben Limited, LLC and is believed to have knowledge of his communications with Chittick and Menaged and the fraud perpetrated by Menaged.

154. Daniel Diethelm  
(contact information to be added)

Mr. Diethelm is a manager of Geared Equity, LLC and is believed to have knowledge of his communications with Chittick and Menaged and the fraud perpetrated by Menaged.

155. Lynn Hoebing  
(contact information to be added)

Mr. Hoebing is a manager of 50780, LLC and is believed to have knowledge of his communications with Chittick and Menaged and the fraud perpetrated by Menaged.

**J. Other Persons**

156. Rick Carney  
(contact information to be supplemented)

Mr. Carney was formerly affiliated with Quarles & Brady and provided legal services to DenSco. He is believed to have knowledge of those services and his communications with Denny Chittick and David Beauchamp relating to those services.

157. Custodian of Records for Bryan Cave  
(contact information to be supplemented)

The Chase Defendants anticipate calling a representative of Bryan Cave to

1 authenticate records produced by Bryan Cave in response to a subpoena.

2 158. Person to Authenticate Electronically Stored Information  
3 (contact information to be supplemented)

4 **To the extent necessary**, the Chase Defendants anticipate calling a forensic  
5 computer expert as a witness to authenticate documents maintained on computer devices  
6 used by Denny Chittick in order to lay foundation for business records and  
7 contemporaneous recording of information.

8 159. Persons Who Have Been Deposed

9 The Chase Defendants reserve the right to call any witness, in addition to those listed  
10 above, who has been deposed in this matter.

11 **K. Menaged and Related Persons Who May Have Knowledge Concerning**  
12 **Menaged's Businesses and Conduct**

13 160. Alberto Pena

14 161. Troy Flippo

15 162. Joseph Menaged

16 163. Michelle Menaged

17 164. Jennifer Bonfiglio

18 165. Joy Menaged

19 166. Jess Menaged

20 167. John Ray

21 **L. Chittick Related Persons Who May Have Knowledge Concerning**  
22 **Chittick's Running of Densco and His Dealings with Menaged**

23 168. Eldon Chittick – Chittick's father

24 169. Carleen Chittick

25 170. Sharla Chittick – Chittick's sister

26 171. Ranasha Chittick – Chittick's ex wife

27 **M. Reichman/Active Funding Group**

28 172. Gregg Seth Reichman

1           **N.     DenSco/Menaged Title and Escrow Companies**

2                 173.   Gregg Seth Debbie Pihl (Magnus Title)

3                 174.   Ellen Bolduc (Suburban Mort)

4                 175.   All witnesses necessary to lay foundation for exhibits; and

5                 176.   All witnesses listed by all other parties in their Rule 26.1 disclosure,  
6 and any supplements and amendments thereto, to which Defendants do not otherwise  
7 object, whether withdrawn or not.

8           **O.     Former Chase Employees**

9                 177.   Jonathan Edds  
10                       c/o Nicole M. Goodwin  
11                       Greenberg Traurig, LLP  
12                       2375 East Camelback Road, Suite 800  
13                       Phoenix, Arizona 85016

14                 Mr. Edds is a former Chase employee who has knowledge of certain facts and  
15 events as set forth in his deposition testimony.

16                 178.   Brandon Stone  
17                       c/o Nicole M. Goodwin  
18                       Greenberg Traurig, LLP  
19                       2375 East Camelback Road, Suite 800  
20                       Phoenix, Arizona 85016

21                 Mr. Stone is a former Chase employee who has knowledge of certain facts and  
22 events as set forth in his deposition testimony.

23                 179.   Gloria Pritchett  
24                       c/o Nicole M. Goodwin  
25                       Greenberg Traurig, LLP  
26                       2375 East Camelback Road, Suite 800  
27                       Phoenix, Arizona 85016

28                 Ms. Pritchett is a former Chase employee who has knowledge of certain facts and  
events as set forth in her deposition testimony.

                  180.   Sharon Khoo  
                      c/o Nicole M. Goodwin  
                      Greenberg Traurig, LLP  
                      2375 East Camelback Road, Suite 800  
                      Phoenix, Arizona 85016

1 Ms. Khoo is a former Chase employee who has knowledge of certain facts and  
2 events as set forth in her deposition testimony.

3 181. Padraic Friel  
4 c/o Nicole M. Goodwin  
5 Greenberg Traurig, LLP  
6 2375 East Camelback Road, Suite 800  
7 Phoenix, Arizona 85016

8 Mr. Friel is a former Chase employee who may have knowledge regarding the  
9 review of AZHF's account information.

10 182. Eric Mruczek  
11 c/o Nicole M. Goodwin  
12 Greenberg Traurig, LLP  
13 2375 East Camelback Road, Suite 800  
14 Phoenix, Arizona 85016

15 Mr. Mruczek is a former Chase employee who may have knowledge regarding the  
16 review of AZHF's account information.

17 183. Robyn DeAngelis  
18 c/o Nicole M. Goodwin  
19 Greenberg Traurig, LLP  
20 2375 East Camelback Road, Suite 800  
21 Phoenix, Arizona 85016

22 Ms. DeAngelis is a former Chase employee who may have knowledge regarding  
23 the review of AZHF's account information.

24 184. Robert Oven  
25 c/o Nicole M. Goodwin  
26 Greenberg Traurig, LLP  
27 2375 East Camelback Road, Suite 800  
28 Phoenix, Arizona 85016

Mr. Oven is a former Chase employee who may have knowledge regarding the  
review of AZHF's account information.

185. Kevin Burkhart  
c/o Nicole M. Goodwin  
Greenberg Traurig, LLP  
2375 East Camelback Road, Suite 800  
Phoenix, Arizona 85016

1 Mr. Burkhardt is a former Chase employee who may have knowledge regarding the  
2 review of AZHF's account information.

3 186. Andrea Johnson  
4 c/o Nicole M. Goodwin  
5 Greenberg Traurig, LLP  
6 2375 East Camelback Road, Suite 800  
7 Phoenix, Arizona 85016

8 Ms. Johnson is a Chase employee who has knowledge of certain facts and events  
9 as set forth in her deposition testimony.

10 187. Any witnesses identified by any party in their discovery response or  
11 referenced in documents disclosed in this litigation.

12 188. Laura Garcia, Cassandra Sue Garner, Estrella Espinoza, Fernando  
13 Guevara, Aurora Rocha, Daniel Voda, Matthew George Shiner, Irma Salinas, and Jason  
14 Wooldridge.

15 c/o Nicole M. Goodwin  
16 Greenberg Traurig, LLP  
17 2375 East Camelback Road, Suite 800  
18 Phoenix, Arizona 85016

19 The foregoing individuals are former Chase employees who may have knowledge  
20 of teller transactions for AZHF.

21 189. The Chase Defendants reserve the right to supplement this disclosure  
22 as appropriate.

23 **V. THE NAMES AND ADDRESSES OF ALL PERSONS WHO HAVE GIVEN**  
24 **STATEMENTS WHETHER WRITTEN OR RECORDED, SIGNED OR**  
25 **UNSIGNED, AND THE CUSTODIANS OF COPIES OF THE**  
26 **STATEMENTS**

27 Defendants Vikram Dadlani and Samantha Nelson were deposed by counsel for  
28 the Receiver in connection with the *Clark Hill* Action, copies of which were made  
available to both the Receiver and counsel for the Chase Defendants shortly after the  
deposition. Vikram Dadlani's and Samantha Nelson's contact information is listed above  
in § IV.

Mr. Menaged has sat for numerous depositions, transcripts of all of which are



1 believed to be in the possession of counsel for the Receiver, including depositions for a  
2 Rule 2004 examination on October 20, 2016, recorded testimony under questioning from  
3 the Receiver's counsel in December 2017, and for the *Clark Hill* Action on September 23,  
4 2019.

5 **VI. EXPERT WITNESSES**

6 Pursuant to the Scheduling Order in this matter, the Chase Defendants disclose the  
7 identity and reports of the following expert witnesses:

- 8 1. Keith L. Hendricks  
9 1850 N. Central Ave., Suite 1100  
10 Phoenix, AZ 85004

11 The expert report of Keith L. Hendricks regarding the standard of care related to  
12 David Beauchamp and Clark Hill's legal representation of DenSco. The Chase  
13 Defendants anticipate that if deposed or called as a trial witness, Mr. Hendricks will  
14 testify consistent with his expert report disclosed on May 20, 2022.

- 15 2. Mark R. Lee  
16 5998 Alcala Park  
17 Warren Hall 135  
18 San Diego, CA 92110

19 The expert report of Mark R. Lee regarding DenSco's breaches of various  
20 securities laws and David Beauchamp and Clark Hill's failures to properly advise  
21 DenSco. The Chase Defendants anticipate that if deposed or called as a trial witness,  
22 Mr. Lee will testify consistent with his expert report disclosed on May 20, 2022.

- 23 3. Jack W. Hilton  
24 11024 N. 28th Dr. #170  
25 Phoenix, AZ 85029

26 The expert report of Jack W. Hilton regarding industry practices and standards of  
27 the private and hard money lending industries. The Chase Defendants anticipate that if  
28 deposed or called as a trial witness, Mr. Hilton will testify consistent with his expert report  
disclosed on May 20, 2022.

The Chase Defendants reserve the right to name one or more expert witnesses at a

1 later date in accordance with the schedule set in this matter.

2 **VII. A COMPUTATION AND MEASURE OF DAMAGES**

3 The Chase Defendants deny all damages and remedies claimed by DenSco.

4 The Chase Defendants reserve the right to seek their attorneys' fees and costs  
5 associated with this suit, if allowed by law.

6 **VIII. THE EXISTENCE, LOCATION, CUSTODIAN, AND GENERAL**  
7 **DESCRIPTION OF ANY TANGIBLE EVIDENCE OR RELEVANT**  
8 **DOCUMENTS THE CHASE DEFENDANTS PLAN TO USE AT TRIAL**  
9 **AND RELEVANT INSURANCE AGREEMENT**

10 The Chase Defendants have not yet determined what their trial exhibits will be and  
11 will supplement this disclosure as appropriate. The Chase Defendants anticipate that their  
12 trial exhibits may include the documents listed below in § IX of this disclosure, and any  
13 supplements and amendments thereto, as well as:

- 14 1. All documents attached to or referenced in all pleadings and motions in this  
15 matter;
- 16 2. All documents attached to or referenced in any party's disclosure  
17 statements in this matter, and any supplements thereto;
- 18 3. All discovery responses, including documents produced in response to  
19 requests for production or subpoenas duces tecum;
- 20 4. All deposition transcripts and exhibits; and
- 21 5. All exhibits listed by all other parties in their disclosure statements, and any  
22 supplements and amendments thereto, to which the Chase Defendants do not otherwise  
23 object, whether withdrawn or not.

24 In the event any information and documents protected by the attorney-client  
25 privilege and/or work product doctrine are disclosed or produced, such disclosure or  
26 production is purely inadvertent and not a knowing and intentional waiver of such  
27 privilege. In the event any information and documents protected by the attorney-client  
28 privilege and/or work product doctrine are disclosed or produced, the Chase Defendants  
request immediate notification thereof by the other parties and/or their attorneys to the

Chase Defendants' counsel pursuant to and as required by ABA Formal Opinion 05-437 (October 1, 2005) and ER 4.4(b), Arizona Rules of Professional Conduct.

**IX. A LIST OF DOCUMENTS, OR IN THE CASE OF VOLUMINOUS DOCUMENTARY INFORMATION, A LIST OF THE CATEGORIES OF DOCUMENTS THAT MAY BE RELEVANT TO THIS ACTION**

The Chase Defendants possess the following documents which they believe may be relevant to the issues raised in the complaint:

	DESCRIPTION	BATES RANGE
1.	Documents and communications produced in response to subpoenas issued in the <i>Clark Hill</i> Action	JPMC_0000001 to JPMC_0001187
2.	Account statements and records produced in responses to subpoenas previously issued by the Receiver	N/A
3.	Receiver's Statement of Facts in Support of Motion for Determination that Plaintiff Has Made a Prima Facie Case for Punitive Damages	N/A
4.	DenSco's 2013 Corporate Journal	N/A
5.	DenSco's 2014 Corporate Journal	N/A
6.	DenSco's 2015 Corporate Journal	N/A
7.	DenSco's 2016 Investor Letter	N/A
8.	Additional Documents produced in response to the Receiver's Second Request for the Production of Documents	JPMC_0001188 to JPMC_0001240
9.	Chase Employee Files	JPMC_0001241 to JPMC_0001286
10.	Chase Policies & Procedures	JPMC_0001287 to JPMC_0001349
11.	Chase Employee Susan Lazar Employee Files and Communications	JPMC_0001350 to JPMC_0001999
12.	Additional Internal Chase Communications	JPMC_0002000 to JPMC_0002049
13.	Chase Policies & Procedures regarding Deposit Account Holds	JPMC_0002050 to JPMC_0002080
14.	Chase Policies & Procedures regarding Account Limit Increases	JPMC_0002081 to JPMC_0002645

	DESCRIPTION	BATES RANGE
15.	Chase Organization Charts	JPMC_0002646 to JPMC_0002647
16.	Chase Job Descriptions	JPMC_0002648 to JPMC_0002657
17.	Chase Currency Transaction Reports	JPMC_0002658 to JPMC_0002686
18.	Additional Chase Policies & Procedures regarding Deposit Holds	JPMC_0002687 to JPMC_0002756
19.	Chase Policies & Procedures regarding Know Your Customer (KYC)	JPMC_0002757 to JPMC_0006181
20.	Scott Menaged's Chase Auto Loan Records	JPMC_0006182 to JPMC_0006229
21.	Arizona Home Foreclosures, LLC Chase Loan Documents	JPMC_0006230 to JPMC_0006329
22.	Susan Lazar Training Records	JPMC_0006330
23.	Samantha Nelson Training Records	JPMC_0006331
24.	Vikram Dadlani Training Records	JPMC_0006332 to JPMC_0006343
25.	Account Review Records	JPMC_0006344 to JPMC_0006368
26.	Additional Chase Policies & Procedures	JPMC_0006369 to JPMC_0006394
27.	KYC Profiles for Arizona Home Foreclosures and Scott Menaged	JPMC_0006395 to JPMC_0006440
28.	Chase Account Statements and Supporting Documents for Arizona Home Foreclosures	JPMC_0006441 to JPMC_0011594
29.	Additional Account Review Records	JPMC_0011595 to JPMC_0013273
30.	Natively produced excel spreadsheet titled 5682558.YomtovMenaged (previously produced in PDF format as JPMC_0011595 to JPMC_0011606, JPMC_0012683 to JPMC_0012698)	JPMC_0013274

	DESCRIPTION	BATES RANGE
31.	Natively produced excel spreadsheet 5682558_AlexanderGil_05_08_2014 (previously produced in PDF format as JPMC_0011607 to JPMC_0011615, JPMC_0012699 to JPMC_0012702, JPMC_0012699 to JPMC_0013049, JPMC_0013154, JPMC_0013183 to JPMC_0013186)	JPMC_0013275
32.	Embedded Adobe Document from natively produced excel spreadsheet 5682558_AlexanderGil_05_08_2014, "Supporting Documentation" tab	JPMC_0013276
33.	Embedded Word Document natively produced excel spreadsheet 5682558_AlexanderGil_05_08_2014, "Disposition" tab	JPMC_0013277 to JPMC_0013279
34.	Natively produced excel spreadsheet titled 5959578-CWI_0001179914_ARIZONA HOME FORECLOSURES, LLC (previously produced in PDF format at JPMC_0011625, JPMC_0011632 to JPMC_0011633, JPMC_0011791 to JPMC_0011912, JPMC_0013050 to JPMC_0013067, JPMC_0013157 to JPMC_0013182)	JPMC_0013280
35.	Redacted Image from natively produced excel spreadsheet titled 5959578-CWI_0001179914_ARIZONA HOME FORECLOSURES, LLC, "Supporting Documents" tab	JPMC_0013281
36.	Redacted Image from natively produced excel spreadsheet titled 5959578-CWI_0001179914_ARIZONA HOME FORECLOSURES, LLC, "SONAR" tab	JPMC_0013282
37.	Natively produced excel spreadsheet titled 5959578-CWI_0001576614_ARIZONA HOME FORECLOSURES, LLC (JPMC_0011626 to JPMC_0011631, JPMC_0011913 to JPMC_0012031, JPMC_0012571 to JPMC_0012595, JPMC_0013068 to JPMC_0013069, JPMC_0013241 to JPMC_0013271)	JPMC_0013283
38.	Redacted Images from natively produced excel spreadsheet titled 5959578-CWI_0001576614_ARIZONA HOME FORECLOSURES, LLC, "Supporting Documents" tab	JPMC_0013284 to JPMC_0013286
39.	Natively produced excel spreadsheet titled 5959578-CWI_00007368865_ARIZONA HOME FORECLOSURES, LLC (previously produced in PDF format as JPMC_0011634 to JPMC_0011790, JPMC_0013187 to JPMC_0013195, JPMC_0013233 to JPMC_0013240, JPMC_0013272 to JPMC_0013273)	JPMC_0013287

	DESCRIPTION	BATES RANGE
40.	Redacted Images from natively produced excel spreadsheet titled 5959578-CWI 00007368865 ARIZONA HOME FORECLOSURES, LLC, "Supporting Documents" tab	JPMC_0013288 to JPMC_0013289
41.	Redacted Images from natively produced excel spreadsheet titled 5959578-CWI 00007368865 ARIZONA HOME FORECLOSURES, LLC, "Additional Searches" tab	JPMC_0013290 to JPMC_0013291
42.	Natively produced excel spreadsheet titled 6291750-CWI_NA_0003584528_Burkhart_Kevin_10172014(1) (previously produced in PDF format as JPMC_0011620, JPMC_0012032 to JPMC_0012286, JPMC_0013070 to JPMC_0013086, JPMC_0013155 to JPMC_0013156, JPMC_0013196 to JPMC_0013232)	JPMC_0013292
43.	Redacted Images from natively produced excel spreadsheet titled 6291750-CWI_NA_0003584528_Burkhart_Kevin_10172014(1), "Supporting Documents" tab	JPMC_0013293 to JPMC_0013296
44.	Redacted Images from natively produced excel spreadsheet titled 6291750-CWI_NA_0003584528_Burkhart_Kevin_10172014(1), "Overview" tab	JPMC_0013297
45.	Redacted Images from natively produced excel spreadsheet titled 6291750-CWI_NA_0003584528_Burkhart_Kevin_10172014(1), "Investigative Documents" tab	JPMC_0013298 to JPMC_0013301
46.	Natively produced excel spreadsheet titled 6612803-ARIZONA HOME (previously produced in PDF format as JPMC_0011616 to JPMC_0011619, JPMC_0011621 to JPMC_0011624, JPMC_0012287 to JPMC_0012570, JPMC_0012596 to JPMC_0012597, JPMC_0013087 to JPMC_0013153)	JPMC_0013302
47.	Chase 2014 Annual AML Training	JPMC_0013303 to JPMC_0013429
48.	J. Molina Training Records	JPMC_0013430 to JPMC_0013432
49.	J. Molina account review records	JPMC_0013433 to JPMC_0013443
50.	Various HUD-I Settlement Statements received from Receiver's Document Depository	JPMC-Receiver_0000001 to JPMC-Receiver_0000068

	DESCRIPTION	BATES RANGE
51.	Arizona Home Foreclosures Chase Account-Opening Documents	JPMC_0013444 to JPMC_0013453
52.	Transcript of Recoded Conversation between Denny Chittick and Yomtov Scott Menaged, Arizona Corporation Commission v. Densco Investment Corporation, Case No. CV2016-014142	JPMC-Receiver_0000069 to JPMC-Receiver_0000202
53.	<b>Email from B. Pearson to G. Bolling re: Arizona Home Foreclosure, LLC dated April 23, 2015</b>	<b>JPMC_0013454</b>

The Chase Defendants may be in possession of additional documents relevant to this action. The Chase Defendants respectfully submit that the Receiver, through its investigation and through discovery in the *Clark Hill* Action is in possession of voluminous documents that may be relevant to the claims and defenses in this action. The Chase Defendants reserve the right to identify additional documents and to amend or supplement this disclosure statement accordingly.

#### **X. SOURCES**

As provided in Rule 26.1, this disclosure includes required disclosures of information and documents in the Chase Defendants' possession, custody, and control at this time, and such required information and documents as have been ascertained or acquired by reasonable inquiry to date. The Chase Defendants base their disclosure, in part, on information from documents and witnesses, and this disclosure is not a party statement or admission by the Chase Defendants. The Chase Defendants reserve the right to supplement or amend this disclosure.

Dated this 26th day of January, 2023.

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