

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION

Plaintiff,

- against -

STEVEN BYERS, JOSEPH
SHERESHEVSKY, WEXTRUST CAPITAL, LLC,
WEXTRUST EQUITY PARTNERS, LLC,
WEXTRUST DEVELOPMENT GROUP, LLC,
WEXTRUST SECURITIES, LLC, and
AXELA HOSPITALITY, LLC,

Defendants and

ELKA SHERESHEVSKY,

Relief Defendant.

USDC SDNY
DOCUMENT
ELECTRONICALLY FILED

DOC #:

DATE FILED: 12-12-08

08-cv-7104 (DC)
ECF CASE

STIPULATION AND
PROPOSED ORDER

WHEREAS, the Court, upon application of Plaintiff Securities and Exchange Commission ("Commission"), entered an Order Freezing Assets on August 11, 2008 (a copy of which is attached hereto as Exhibit A), including assets under the direct or indirect control of the defendants.

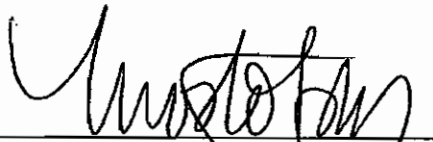
WHEREAS the Commission issued a subpoena ("the Subpoena," attached hereto as Exhibit B) to Wachovia Bank ("Wachovia") dated November 5, 2008, pursuant to the Right to Financial Privacy Act of 1978 ("RFPA"), seeking bank records and other documents concerning accounts for which non-party Michael Mostofsky has or had signing authority.

WHEREAS on December 1, 2008, Michael Mostofsky filed a Motion for Order Pursuant to Customer Challenge Provisions of the Right to Financial Privacy Act of 1978 ("RFPA

Motion," attached hereto as Exhibit C) in this Court, in which he objects to the production of any documents responsive to the Subpoena.

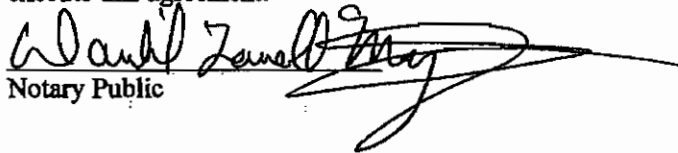
IT IS HEREBY STIPULATED, AGREED AND ORDERED that:

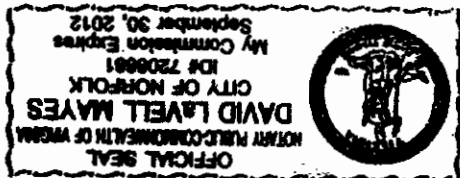
- a) The Order Freezing Assets is modified only to the extent that it does not freeze Wachovia Account No. 1010004242549 and that the funds in that account may be released.
- b) Michael Mostofsky withdraws his RFPA Motion and any and all objections to the Subpoena. Mr. Mostofsky consents to the Commission's providing Wachovia with a written certification stating that the Commission has complied with RFPA in connection with the Subpoena. Mr. Mostofsky further consents to Wachovia's production of any and all documents responsive to the Subpoena. By agreeing to withdraw his RFPA Motion, Mr. Mostofsky waives only his right to object to the Subpoena and does not waive, and specifically intends to reserve, any other rights he may have.



Michael Mostofsky


On this 9 day of Dec 2008,
I witnessed the above-listed Michael Mostofsky
execute this agreement.


Notary Public



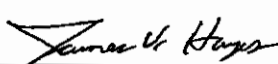
Dated: Dec 11th, 2008
New York, New York

James Clarkson
Acting Regional Director

By 
Alexander M. Vasilescu, Esq.
United States Securities
and Exchange Commission
New York Regional Office
New York, New York 10281
(212) 336-0178

Attorneys for Plaintiff

Dated: December 10th, 2008
New York, New York

By 
James V. Hayes, Esq.
Morvillo, Abramowitz, Grand, Iason,
Anello & Bohrer, P.C.
565 Fifth Avenue
New York, NY 10017
(212) 880-9579

Attorney for Michael Mostofsky

So Ordered:

Dated: 12/12, 2008
New York, New York

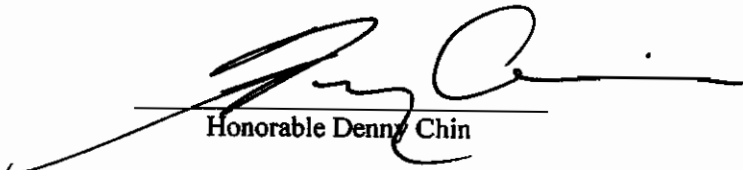

Honorable Denny Chin

EXHIBIT A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

-against-

STEVEN BYERS, JOSEPH SHERESHEVSKY,
WEXTRUST CAPITAL, LLC, WEXTRUST
EQUITY PARTNERS, LLC, WEXTRUST
DEVELOPMENT GROUP, LLC, WEXTRUST
SECURITIES, LLC, and AXELA HOSPITALITY,
LLC,

Defendants.

No. 08 Civ. 7104 (SWK)

ORDER FREEZING ASSETS

On the Application of Plaintiff Securities and Exchange Commission for an Order freezing the Defendants' assets pending adjudication of the Commission's request for a preliminary injunction, the Court has considered (1) the Complaint filed by the Commission on August 11, 2008; (2) the Declaration of Tamara R. Heller, executed on August 10, 2008, and the exhibits thereto, including the declarations of William Schorsch, Nanette L. Wauchop and Patricia K. Singleton; (3) the Declaration of Steven G. Rawlings pursuant to Local Rule 6.1, executed on August 11, 2008, and the exhibits thereto; (5) the memorandum of law in support of Plaintiff Commission's application, dated August 10, 2008.

Based on the foregoing documents, the Court finds that a proper showing, as required by Section 20(b) of the Securities Act, and Section 21(d) of the Exchange Act, has been made for the relief granted herein because it appears that the Defendants may attempt to dissipate, deplete, or transfer from the jurisdiction of this Court, funds, property and other assets that could be subject to an order of disgorgement or an order imposing civil penalties. Further, it appears that

an order freezing the Defendants' assets, as specified herein, is necessary to preserve the *status quo*, to protect investors and clients of the Defendants from further transfers of funds and misappropriation, to protect this Court's ability to award equitable relief in the form of disgorgement of illegal profits from fraud and civil penalties, and to preserve the Court's ability to approve a fair distribution for victims of the fraud.

Good and sufficient reasons have been shown why procedure other than by notice of motion is necessary.

This Court has jurisdiction over the subject matter of this action and over the Defendants, and venue properly lies in this District.

NOW, THEREFORE,

IT IS HEREBY ORDERED that, pending a hearing and determination of the Commission's Application for a Preliminary Injunction, the Defendants, and each of their financial and brokerage institutions, officers, agents, servants, employees, attorneys-in-fact, and those persons in active concert or participation with them and all other persons or entities who receive actual notice of such Order by personal service, facsimile service or otherwise, and each of them, hold and retain within their control, and otherwise prevent, any withdrawal, transfer, pledge, encumbrance, assignment, dissipation, concealment or other disposal of any assets, funds, or other property (including money, real or personal property, securities, commodities, choses in action or other property of any kind whatsoever) of, held by, or under the direct or indirect control of the Defendants, including, but not limited to, entities owned or controlled by, related to, or associated or affiliated with the Defendant Wextrust Entities and the limited liability companies they control or have an ownership interest in, including but not limited to, those entities listed in Exhibit A, whether held in any of their names or for any of their direct or

indirect beneficial interest wherever situated, in whatever form such assets may presently exist and wherever located within the territorial jurisdiction of the United States courts, and directing each of the financial or brokerage institutions, debtors and bailees, or any other person or entity holding such assets, funds or other property of the Defendants to hold or retain within its or his control and prohibit the withdrawal, removal, transfer or other disposal of any such assets, funds or other properties including, but not limited to, all assets, funds, or other properties held in the accounts listed in Exhibit B, as well as each real estate parcel owned directly or indirectly by the Defendant Wextrust Entities and the limited liability companies they control of have an ownership interest in, including but not limited to, those entities listed on Exhibit A.

IT IS FURTHER ORDERED that a copy of this Order and the papers supporting the Commission's Application be served upon the Defendants on or before August 12, 2008, by personal delivery, facsimile, overnight courier, or first-class mail.

IT IS FURTHER ORDERED that this Order shall be, and is, binding upon the Defendants and each of their respective officers, agents, servants, employees, attorneys-in-fact, subsidiaries, affiliates and those persons in active concert or participation with them who receive actual notice of this Order by personal service, facsimile service, or otherwise.

SO ORDERED.

Dated:

1:15 pm
August 11, 2008
New York, New York


RICHARD J. SULLIVAN (PART I)
UNITED STATES DISTRICT JUDGE

A

Exhibit A

Address of Managing Agent
(For Services)

Name Office	Address	County	State of Incorporation	Managing Agent (For Services)	Address of Managing Agent (For Services)
Westrust Capital	333 W. Wacker Drive, 16th Floor Chicago, IL 60606				
	899 Waterlake Drive, Suite 2220 Norfolk, VA 23510				
	114 W. 47th Street, 20th Floor New York, NY 10036				
	76 Gratiot Avenue Westwood Heights Pretoria, South Africa				
	7 Jabotinski Street, 34th Floor Ramat Gan, Israel				
Westrust Securities	899 Waterlake Drive, Suite 2220 Norfolk, VA 23510				
	7 Jabotinski Street, 34th Floor Ramat Gan, Israel				
	333 W. Wacker Drive, 16th Floor Chicago, IL 60606				
	2424 N. Federal Highway Boca Raton, FL 33431				
	114 W. 47th Street, 20th Floor New York, NY 10036				
	15900 W. 10 Mile Road Southfield, MI 48075				
	8200 Poplar Avenue Memphis, TN 38137				
Westrust Equity Partners	118 30th Avenue North Nashville, TN 37203				
	1200 Abernathy Road, Suite 1700 Atlanta, GA 30328				
Westrust Development Group	13 E. First Street Hinsdale, IL 60521				
Axalis Hospitality	6701 Democracy Boulevard, Suite 300 Bethesda, MD 20817				
Proprietors:					
48 South Washington, LLC	48 S. Washington St., Hinsdale, IL 60521	Cook County		48 S. Washington Managers, LLC; WEP is "Manager" of the Manager; WEP is owned by WestTrust Capital.	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
1289 S. Michigan Avenue, LLC	1280 S. Michigan Ave. Chicago, IL 60606	Cook County	Illinois	Westford Equity Partners	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
1280 S. Michigan LLC B	1280 S. Michigan Ave. Chicago, IL 60606	Cook County	Illinois	Westford Equity Partners	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
1608 Highpoint	1608 High Point Dr., Naperville, IL 60563	DuPage County	Illinois		
318 W. Adams/Esrow	318 W. Adams St., Chicago, IL 60606	Cook County	Illinois		

Exhibit A

Name	Address	County	State of Incorporation	Managing Agent (For Services)	Address of Managing Agent (For Services)
625 Penson LLC	625 West Division St, Chicago, IL 60610	Cook County	Delaware	625 Penson Managers, LLC; WEP is "Manager" of the Manager; WEP is owned by WestTrust Capital.	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
47 Dean Street Investors	47 Dean St., Brooklyn, NY 11201	Kings County	Delaware	47 Dean Street Managers, LLC; WEP is the "Manager" of this Manager; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Advantage Regency Holdings	1800 RiverView Tower, Knoxville, TN 37902	Knox County	Tennessee	Michael Gornby	330 N. Peters Rd., Knoxville, TN 37922
ATM II LLC	-	-	Delaware	Brendon Investments, LLC which is wholly owned by WestTrust Capital, LLC	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
BaxTech Holdings, LLC	Memphis, TN	-	Delaware	Westford Equity Partners	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Belle Meade Centre Investors, LLC	24 White Bridge Rd., Nashville, TN 37205	Davidson County	Illinois	Block III Managers, which is 100% owned by Brendon Investments, Sharestheny and Byers are the managers of Brendon	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Block III Mines & Minerals, LLC	-	-	Virginia		
Bret Investors Skelton Coast III	-	-	Virginia		
Bret Investors Skelton Coast	-	-	Virginia		
Carlisle Park LLC	8688 Forum Park Drive, Houston, TX 77038	Harris County	Texas		
Cherokee Industrial Investors, LLC	780 International Blvd., Charlotte, TN 37040	Montgomery County	Delaware	Cherokee Industrial Managers, LLC which is in turn owned and controlled by WEP	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Corinth	2500 Tecumseh Way, Corinth, MS 38834	Alcorn County	Delaware	Crowne-Phoenix Managers, LLC; WEP is the "Manager" of the Manager; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Crowne-Phoenix Investors LLC	(Crowne Plaza Hotel) 2832 West Phoenix Ave Phoenix, AZ 85028	Marietta County	Delaware		
Dean Street Investors LLC	44-44 Dean Street Brooklyn, NY 11201	Kings County	Illinois	Dean Street Managers, LLC; WEP is the "Manager" of the Manager; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Dean Street Managers LLC	(Wyndham Hotel) 2301 York Rd., Oak Brook, IL 60453	DuPage County	Delaware	Drake Oak Brook Managers, LLC; "Manager" of the Manager is Axata Hospitality, LLC an affiliate of WestTrust Capital, LLC	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Drake Oak Brook Investors LLC	-	-	Delaware		
East Point	-	-	Illinois	Steve Byers	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Executive Plaza, LLC	-	-	Illinois	First Highland Managers, LLC	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
First Highland	-	-	Illinois	First Wyoming Managers, LLC; WEP is Managing Member.	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
First Wyoming Investors, LLC	900 28th St. SW, Wyoming, MI 49509	Kent County	Illinois		
Freddiec Holdings	-	-	Louisiana		
Freaport (aka Poydras, LLC)	1815 Poydras St., New Orleans, LA 70112	-	Louisiana		
GDR 1 year @ 7.00	-	-	Illinois	WestTrust Capital	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
GDR 18 months @ 7.75	-	-	Illinois		
GDR 3 years @ 12.00	-	-	Illinois		
GDR 3 years @ 9.00	-	-	Illinois		
GDR 8.5% Rollover	-	-	Illinois		
Glede Springs	-	-	Illinois		
Gold Coast Investors LLC	1818 N. Clark St., Chicago, IL 60614 (Days Inn Hotel)	Cook County	Illinois	Gold Coast Managers, LLC; WEP is the "Manager" of the manager; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606
Grant Street Investors LLC	5728 South Washington Street, Hinsdale, IL 60521	Cook County	Illinois	GSH Managers, LLC; the "Manager" of the manager is WEP; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1800 Chicago, IL 60606

Name	Address	County	State of Incorporation	Managing Agent (For Services)	Address of Managing Agent (For Services)
GSA Investors, LLC	231 East Waterfall Drive, Edmont, IN 310 East Krappo Street, Milwaukee, WI 8858 South Sacramento, Chicago, IL 6011 Odessa Road, Madison, WI 4121 Southpoint Blvd., Jacksonville, FL 117 South Scatterfield Road, Anderson, IN 10 South 2nd Street, Lafayette, IN	Elkhart County Milwaukee County Cook County Dane County St. John's County Madison County Tippecanoe County	Illinois	GSA Managers, LLC; the "Manager" of the manager is WEP; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
GSH Development, LLC				GSH Managers, LLC Westford Development, LLC	
GSH Managers, LLC					
GSPN 1 year @ 7.00					
GSPN 18 months @ 7.75					
GSPN 3 years @ 12.00					
GSPN 5 years @ 9.00					
Guaranteed Depository Receipts					
Hammond Industrial Investors LLC	307-511 Pride Drive, Hammond, LA 70401	Tangipahoa Parish	Delaware	Hammond Industrial Managers, LLC; the "Manager" of the manager is WEP; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Hammond II					
Hamptons of Hinsdale Mortgage Fund LL	5729 South Washington Street, Hinsdale, IL 60521	Cook County	Delaware	WestTrust Hamptons Funding Manager, LLC; the "Manager" of the manager is WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Hinsdale First, LLC	Hinsdale, IL		Illinois		
High Yield Debt Fund II	1770 First Street Building, Highland Park, IL 60035	Lake County	Illinois	First Highland Managers, LLC; owned 100% by WEP	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Highland Park	4829 Columbus Ave., Anderson, IN 46013	Madison County		Hilltop Investors, LLC; WEP is the "Manager" of the manager; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Hilltop Apartments LLC					
Hilltop Ridge Apartments LLC					
Homer Glen Investors LLC	West 159th Street and South Parker Rd., Homer Glen, IL 60431	Will County	Illinois	Hilltop Ridge Investors, LLC; WEP is the "Manager" of the manager; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Hyde Park Investors, LLC	1565 Hyde Park Rd., Essex, MD 21221	Baltimore County	Illinois	Homer Managers, LLC; the "Manager" of the manager is WEP; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
IDEX Mines and Minerals LLC					
Interstate Park Investors LLC	185 and Perry Hill Road, Montgomery, AL 36106	Montgomery County	Delaware	Interstate Park Managers, LLC; the "Manager" of the manager is WEP; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Jessy Properties					
Jeff Mehl Holdings, LLC	Birmingham, AL				
Manfield LLC					
2400 McCue Investors, LLC	2400 McCue Rd, Houston, TX 77056	Harris County	Illinois	WTC WestTrust Capital/Westford Equity Partners	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Midtown Estates					
Music Row Investors LLC	12th Avenue South and Division Street, Nashville, TN 37203	Davidson County	Illinois	Westtrust Asset Management	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Myatt Holdings	Nashville, TN		Illinois		
New Salem Investors LLC	540 New Salem Road, Murfreesboro, TN 37129	Rutherford County	Tennessee	New Salem Managers, LLC; the "Manager" of the manager is WEP, which is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606

Exhibit A

Name	Address	County	State of Incorporation	Managing Agent (For Services)	Address of Managing Agent (For Services)
MU Point East, LLC	New Orleans, LA				
Park Village Holdings LLC	431 Park Village Drive and 216 Center Park Drive, Knoxville, TN 37922	Knox County	Tennessee	East Point Investors, LLC; WEP is the "Manager" of the manager; WEP is owned by WestTrust Capital Park Village Managers, LLC; the "Manager" of the manager is WEP; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Peoria Office Investors LLC	124 SW Adams, Peoria, IL 61602	Peoria County	Delaware	Peoria Office Managers, LLC; WEP is the "Manager" of the Manager	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
PVP Ventures, LLC					
Rand Energy					
Rand County					
River's Edge Investors LLC	2825 Oakley, Intersection of West Wolfram Street and North Oakley Avenue, Chicago, IL	Cook County	Illinois	River's Edge Managers, LLC; WEP is the "Manager" of the Manager	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Riverside Investors, LLC	One Riverside Road, Riverside, IL 60546	Cook County	Illinois	Westford Equity Partners, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
S. Pine Street Investors LLC	156-248 South Pine Street, Burlington, WI 53105	Racine County	Delaware	S. Pine Street Managers, LLC; the "Manager" of the manager is WEP; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Santite					
SIF Development Company, LLC					
Shadowbrook, LLC	Passaicopolis, NJ	Hamilton County	Delaware	Shadowbrook Managers, LLC; WEP is the "Manager" of the Manager	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Shallowford Investors LLC	2118 Chapman Road, Chattanooga, TN				
Skeleton Coast Bret Investors LLC					
Space Park, LLC	Goodlettsville, TN	Not Clear	Tennessee	Tennessee Office Managers, LLC; WEP is the "Manager" of the Manager	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Tennessee Offices Investors	Multiple Cities in TN		Delaware		
Uptown Square LLC					
USPN 6.5% Rollover					
Velicano					
West 82nd Street Holdings, LLC	176-182 West 82nd Street, New York, NY	New York City County	Delaware	West 82nd Street Holdings, LLC ("Holdings"); West 82nd Street Managers ("Manager") is the manager of Holdings; WEP is the manager of the Manager	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
West 82 Street Investors, LLC	176-182 West 82nd Street, New York, NY	New York City County	Delaware	West 82nd Street Managers, LLC; WEP is the "Manager" of the Manager	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
West Bardon Investors LLC	6700 Baum Drive, Knoxville, TN and 312-322 Nancy Lynn Lane, Knoxville, TN	Knox County	Illinois	West Bardon Managers, LLC; WEP is the "Manager" of the Manager	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
2435 West Belmont Investors, LLC	2435 West Belmont Avenue, Chicago, IL 60618	Cook County	Illinois	2435 W. Belmont Managers, LLC; WEP is the "Manager" of the manager; WEP is owned by WestTrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
WP New Orleans				WEP	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrade Diversified Futures Fund I, LLC			Delaware	Westford Commodity Managers, LLC; the manager of the manager is WTC.	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrade Diversified Offshore Futures F.			British Virgin Islands	Westford Commodity Managers, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrade Principal Protected Fund I, LLC			Delaware	Westford Commodity Managers, LLC; the manager of the manager is WTC.	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606

Exhibit A

Name	Address	County	State of Incorporation	Managing Agent (for Services)	Address of Managing Agent (for Services)
Westrade Principal Protected Offshore F.			British Virgin Islands	Westford Commodity Managers, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrust High Yield Debt Fund I			Delaware	West-LLC which is wholly owned by WestTrust Capital, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrust High Yield Debt Fund III, LLC			Delaware	WestTrust Capital, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrust High Yield Debt Offshore Fund I			Cayman Islands	WestTrust Capital, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrust Qualified Investors LLC - Dean Street			Tennessee Delaware	WestTrust Capital, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Wilma Rudolph Holdings, LLC	Clarksville, TN			WestTrust Capital, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Women Road Investors LLC	3551 Workman Road, Knoxville, TN	Knox County	Tennessee Delaware	Women Road Investors, LLC is managed by Workman Road Managers, LLC, the Manager. WRP is the "Manager" of the Manager.	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
York Road Investors LLC	116-118 North York Road Elmhurst, IL 60126	DuPage County	Delaware	York Road Managers, LLC; the "Manager" of the manager is Steve Byers through WRP	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Other Property					
Westrust Capital - Alcorn	Falcon 20				
Steve Byers - Residence	2 York Lake Ct. Oak Brook, IL				
Steve Byers - Condo	Manco Naples Boon Chicago, IL				
Joseph Shreshchewsky - Residence	607 E Mowbray Ct. Northfolk, VA 23507				
Joseph Shreshchewsky - Other					
Jasary Properties					
Banujan					
Funds:					
GDR 1 year @ 7.00				Westrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
GDR 18 months @ 7.75					
GDR 3 years @ 12.00					
GDR 3 years @ 8.00					
GDR 8.5% Rollover					
GSPN 1 year @ 7.00					
GSPN 18 months @ 7.75					
GSPN 3 years @ 12.00					
GSPN 3 years @ 8.00					
Guaranteed Depository Receipts					
High Yield Debt Fund II					
USPN 6.5% Rollover					
Westrade Diversified Futures Fund I, LLC			Illinois	Westrust Capital	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Westrade Diversified Offshore Futures					
Westrade Principal Protected Fund I, LLC					
Westrade Principal Protected Offshore Fund I, LLC					
Westrust High Yield Debt Fund I					
Westrust High Yield Debt Fund III, LLC					
Westrust High Yield Debt Offshore Fund Ltd.					
Westrust Qualified Investors LLC - Dean Street					

EXHIBIT A

Name	Address	County	State of Incorporation	Managing Agent (For Service)	Address of Managing Agent (For Service)
Aluma Pure Africa Mining & Minerals	78 Greenhoo Avenue Waterloo Heights Pretoria, South Africa SA Jewellery Center, 225 Main Street Suite 829 Johannesburg 2001, South Africa	--	--		
PAM Export (Pty) Ltd.					
ATM II LLC			Delaware	Brandon Investments, LLC which is wholly owned by Westcott Capital, LLC	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Block III Mines & Minerals, LLC			Virginia	Block III Managers, which is 100% owned by Brandon Investments, Shernstevsky and Byers are the managers of Brandon	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
Bret Investors Skeleton Coast III Bret Investors Skeleton Coast			Virginia Virginia	IDEX Mining Managers, LLC owned equally by the Shernstevsky Family Limited Partnership and Steven Byers	333 W. Wacker Dr., Suite 1600 Chicago, IL 60606 333 W. Wacker Dr., Suite 1600 Chicago, IL 60606
IDEX Mines and Minerals LLC			Virginia		
Rand Energy Rand Quarry Skeleton Coast Bret Investors LLC Vetlcano					
Blumont Assets Bartour 3660 (Pty) Ltd.	Northwest Province, South Africa Avondale 142 1st Blomhof and Schwalzer Rantibe				
Lichtenburg Cougars Skeleton Coast MINE Tropical Paradise Trading 506 (Pty) Golden Ribbon Trading 307 (Pty) Ltd.	South Africa Namibia South Africa				
Earth Moving REDLEX 420 (Pty) Ltd. African Spirit 166 (Pty) Ltd. Vetlcano Traders (Pty) Ltd. Raspicorp (Pty) Ltd. Deva Investment (Pty) Ltd. Pure Africa Minerals (Pty) Ltd. Pure Africa Holdings (Pty) Ltd. African Spirit Trading 280 (Pty) Ltd. PAM Export (Pty)	Namibia Namibia				
Brandon Investment LLC Thunder Energy LLC Bret Investments (Pty) Ltd.	SA Jewellery Center 225 Main Street Suite 829 Johannesburg 2001, South Africa				
Mark Investments (Pty) Ltd.	169 Sen Nijoms Drive Walvis Bay 278 Charles Street, Brooklyn, Pretoria, Province of Gauteng, South Africa P.O. Box 6280, Pretoria, 0001 Province of Gauteng, South Africa				

B

Exhibit B

Bank	Address	Routing	Account Numbers	Account Names
ABSA	Absa Tower East 170 Main Street, 3rd Floor Johannesburg South Africa		4064343844	Pure Africa Minerals
Avenue Bank	111 10th Avenue South, Suite 400, Nashville, TN 37203	81003415	1006400924 3000000111	Westrust Equity Partners, LLC
Bank Hapoalim (Israel)			59884049 59977093	Westrust Securities Summit Capital
Bank One Oklahoma, NA	Oklahoma City, OK	10300648	8308775	Uptowne Square, LLC
Broadway Bank	5980 N. Broadway, Chicago, IL 60608	071002419	11211901 Loan #815175	W. 82nd Street Holdings, LLC W. 82nd Street Holdings, LLC Crown Plaza
Central Carolina Bank & Trust	Winston-Salem, NC	53100485	571096310	Hilltop Fidge Apartments
Charter One	71 South Wacker Dris, Suite 2900, Chicago, IL 60608	241070417	4510284240 4510284194 6016 8490 8113 6202	Pacira Office Investors, LLC 625 Paragon Investors, LLC (Escrow) 47 Dean Street Investors LLC (Escrow) Crown Plaza Investors LLC (Escrow) Crown Plaza Investors LLC (Operating) Drake Oak Brook Holdings
Citibank F.S.B.	Chicago, IL 60608	271670801	0800586073 0800499429 0800575540 0800602130 0800602149 0800575532 0800575583 0800575575 0800580331 0800670144 080044191 0800584867 0800575559 0800575567 0800489429 0800584973 0800575516 0800575524 0800610184 0800575508 0800576172 0800499429 0800499445 0800594049 0800586073 0800586103	High Yield Debt Fund III Berktech Belle Meade Dean Street Investors, LLC Dean Street Managers LLC First Wyoming Investors Gold Coast Investors LLC Grant Street Investors, LLC GSA Investors, LLC Hampsons of Hinsdale Mortgage Highland Park Homer Glen Investors, LLC Hyde Park McCue Music Row New Salem Investors, LLC Park Village Holdings, LLC River's Edge Investors, LLC Tennessee Office Investors, LLC West Bearden Investors, LLC West Belmont Investors, LLC Westrust Capital LLC Westrust Capital LLC (payoff) Workman Road Investors, LLC High Yield Debt Fund III Westford/Hor HPC Mortgage Fund
Citibank, NA	Chicago, IL	271070801	0800469287	Riverside
Fifth Third Chicago	Chicago, IL	042000314	7231188668 7231188538	High Yield I Westford High Yield
First National Bank (Merlyn Park Branch)	South Africa Branch Code: 252645		62142869413 62142869146	Pure Africa Minerals - Toscanini Pure Africa Minerals (Pty) Ltd Bret Investors Skeleton Samjee Block III
Heritage Bank	Chicago, IL		1097	
Hinsdale Bank & Trust	25 East First Street, Hinsdale, IL 60521	71925402	250025590 250031701	Westford Development 82nd Street - Westford Dev Grp
LaSalle Bank, NA	Chicago, IL	071000505	5201556957 2090067 (725103)	York Road Investors, LLC Westford High Yield Debt Offshore
Mizrahi Tefarot Bank	Tel Aviv, Israel			
National City Bank of Indiana	Anderson, IN	074000065	501811852	Hilltop Apartments, LLC
Northern Trust Company	50 South LaSalle Street, Chicago, IL	071000152	3800368595 2260581 2358911 2541459	Westrust Capital Westrust Equity Partners Steven Byers Steven T. Byers
Park National Bank	11 E. Madison St., Oak Park, IL 60302	071920569	3003833153	The Drake Oak Brook, LLC
Southwest Bank	Houston, TX	113011258	3321126	Carlisle Park, LLC
Terra Nova Financial	100 S. Wacker Dr., Suite 1550, Chicago, IL		3252-9889	Joseph Sherashovsky

Exhibit B

Bank	Address	Routing	Account Numbers	Account Names
Wachovia Bank	125 Independence Blvd. 3rd Floor Virginia Beach, VA 23482	51400549	2000034754854	825 Paragon Investor's LLC
			2000025123193	ATM II, LLC
			2000020461070	Westrust Securities (Operating)
			2000020836123	Westrust Securities (Money Market)
			2000020884459	Westrust Capital LLC
			2000020406190	Westrust Capital LLC Distributions
			2000028373788	Crowne Plaza Escrow
			2000025123025	Drake Oak Brook Investors, LLC
			2000029272470	Westford High Yield III - MMF
			2000028272412	High Yield Debt Fund III - Escrow
			2000028272409	High Yield Debt Fund III - MMF
			2000028271963	W. 82nd St Escrow
			2000017257145	Westford High Yield Fund
			2000028373843	47 Dean Street
			6331	Not Provided
			8190	Westrust Capital LLC Disbursements
			7158	Westrust Capital LLC Sweep
			4867	825 Paragon Investors, LLC MMF
			3649	S. Pine Street Investors, LLC Escrow
			3759	Hammond Industrial Investors LLC Escrow
			3830	Clarksville Investors LLC Escrow
			3720	Cleveland Industrial Investors LLC Escrow
			0910	Crowne Plaza Investors LLC Sweep
			1003	Drake Oak Brook Holdings Sweep
			3038	Peoria Office Investors, LLC Escrow
			1113	Peoria Office Investors, LLC Sweep
			2522	Westford High Yield Fund IV LLC Escrow
			2470	GDR Tier Escrow
			2483	GDR Tier Sweep
			1070	Westrust Securities LLC Escrow
			8123	Westrust Securities LLC Sweep
			2069	West Belmont LLC Escrow
			2065	GSA Investors LLC Escrow
			2388	Tennessee Office LLC Escrow
			2958	Interstate Park Escrow
			7145	Westford High Yield Fund II LLC MMF
			2645	Shallowford Investors LLC
			4449	Hamptons of Hinesdale Mortgage Fund, LLC (B. Checking)
			3193	ATM II, LLC Escrow
			1139	ATM II, LLC Sweep
			4177	Block III Mines & Minerals Escrow
			4180	Block III Mines & Minerals Sweep
			4410	Block III Investors, LLC (Business Checking)
			4423	Block III Investors, LLC (Money Market)
			4397	Block III Managers, LLC (Business Checking)
			4407	Block III Managers, LLC (Money Market)
			9194	Brandon Investors LLC
			0938	Bret, LLC
			3791	Bret Investors Skeleton Coast LLC Escrow
			0923	Bret Investors Skeleton Coast LLC Sweep
			2990	Bret Investors Skeleton Coast III Escrow
			0994	Bret Investors Skeleton Coast III Sweep
			2140	IDEX Mine & Minerals, LLC Escrow
			2218	IDEX Mine & Minerals, LLC Sweep
			6297	Lindsay Energy, LLC
			6307	Lion's Walk LLC
			8174	Lion's Walk Lodge LLC
			2137	Pure Africa International LLC
			6310	Pure Africa Investments, LLC
			2000026272593	Pure Africa Minerals, LLC
			3898	PAM, LLC - Randfontaine
			3908	PAM, LLC - Calpers
			3824	PAM, LLC - Block III
			4683	PAM, LLC - Lichtenburg
			3652	Skeleton Coast Bret Investors LLC Escrow
			0781	Skeleton Coast Bret Investors LLC Sweep
			2580	Senjee Consulting LLC
			6338	Vaticano Traders LLC

EXHIBIT B

**Issued by the
UNITED STATES DISTRICT COURT
Eastern District of Virginia**

Securities and Exchange Commission
V.
Steven Byers, et al.

SUBPOENA IN A CIVIL CASE

Case Number:¹ 08-cv-7104 (DC) (S.D.N.Y.)

TO: Wachovia Bank
301 College Street
McLean, Virginia 28202

YOU ARE COMMANDED to appear in the United States District court at the place, date, and time specified below to testify in the above case.

PLACE OF TESTIMONY	COURTROOM
	DATE AND TIME

YOU ARE COMMANDED to appear at the place, date, and time specified below to testify at the taking of a deposition in the above case.

PLACE OF DEPOSITION	DATE AND TIME
---------------------	---------------

YOU ARE COMMANDED to produce and permit inspection and copying of the following documents or objects at the place, date, and time specified below (list documents or objects):


See Attachment.

PLACE Daniel J. Juceam, Esq., SEC Headquarters, 100 F Street, NE 20549	DATE AND TIME 11/26/2008 5:00 pm
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YOU ARE COMMANDED to permit inspection of the following premises at the date and time specified below.

PREMISES	DATE AND TIME
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Any organization not a party to this suit that is subpoenaed for the taking of a deposition shall designate one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf, and may set forth, for each person designated, the matters on which the person will testify. Federal Rule of Civil Procedure 30(b)(6).

ISSUING OFFICER'S SIGNATURE AND TITLE (INDICATE IF ATTORNEY FOR PLAINTIFF OR DEFENDANT) 	DATE 11/5/2008
--	-------------------

ISSUING OFFICER'S NAME, ADDRESS AND PHONE NUMBER
Alexander M. Vasilescu, Esq., Securities & Exchange Commission, 3 World Financial Center, NY, NY 10281, Attorney for Plaintiff

(See Federal Rule of Civil Procedure 45 (e), (d), and (e), on next page)

¹ If action is pending in district other than district of issuance, state district under case number.

PROOF OF SERVICE

DATE	PLACE
SERVED	
SERVED ON (PRINT NAME)	MANNER OF SERVICE
SERVED BY (PRINT NAME)	TITLE

DECLARATION OF SERVER

I declare under penalty of perjury under the laws of the United States of America that the foregoing information contained in the Proof of Service is true and correct.

Executed on _____ DATE _____ SIGNATURE OF SERVER _____

ADDRESS OF SERVER _____

Federal Rule of Civil Procedure 45 (c), (d), and (e), as amended on December 1, 2007:

(c) PROTECTING A PERSON SUBJECT TO A SUBPOENA.

(1) **Avoiding Undue Burden or Expense; Sanctions.** A party or attorney responsible for issuing and serving a subpoena must take reasonable steps to avoid imposing undue burden or expense on a person subject to the subpoena. The issuing court must enforce this duty and impose an appropriate sanction — which may include lost earnings and reasonable attorney's fees — on a party or attorney who fails to comply.

(2) Compelled to Produce Materials or Permit Inspection.

(A) **Appearance Not Required.** A person commanded to produce documents, electronically stored information, or tangible things, or to permit the inspection of premises, need not appear in person at the place of production or inspection unless also commanded to appear for a deposition, hearing, or trial.

(B) **Objections.** A person commanded to produce documents or tangible things or to permit inspection may serve on the party or attorney designated in the subpoena a written objection to inspecting, copying, testing or sampling any or all of the materials or to inspecting the premises — or to producing electronically stored information in the form or forms requested. The objection must be served before the earlier of the time specified for compliance or 14 days after the subpoena is served. If an objection is made, the following rules apply:

(i) At any time, on notice to the deponent, the issuing party may move the issuing court for an order compelling production or inspection.

(ii) These rules may be required only as directed in the order, and the order must protect a person who is neither a party nor a party's officer from significant expense resulting from compliance.

(3) Quashing or Modifying a Subpoena.

(A) **When Required.** On timely motion, the issuing court must quash or modify a subpoena that:

- (i) fails to allow a reasonable time to comply;
- (ii) requires a person who is neither a party nor a party's officer to travel more than 100 miles from where that person resides, is employed, or regularly conducts business in person — except that, subject to Rule 45(c)(3)(B)(iii), the person may be commanded to attend a trial by traveling from any such place within the state where the trial is held;
- (iii) requires disclosure of privileged or other protected matter, if no exception or waiver applies; or
- (iv) subjects a person to undue burden.

(B) **When Permitted.** To protect a person subject to or affected by a subpoena, the issuing court may, on motion, quash or modify the subpoena if it requires:

- (i) disclosing a trade secret or other confidential research, development, or commercial information;
- (ii) disclosing an unretained expert's opinion or information that does not describe specific occurrences in dispute and results from the expert's study that was not requested by a party; or
- (iii) a person who is neither a party nor a party's officer to incur substantial expense to travel more than 100 miles to attend trial.

(C) **Specifying Conditions as an Alternative.** In the circumstances described in Rule 45(c)(3)(B), the court may, instead of quashing or modifying a subpoena, order appearance or production under specified conditions if the serving party:

- (i) shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship; and
- (ii) ensures that the subpoenaed person will be reasonably compensated.

(d) DUTIES IN RESPONDING TO A SUBPOENA.

(1) **Producing Documents or Electronically Stored Information.** These procedures apply to producing documents or electronically stored information:

(A) **Documents.** A person responding to a subpoena to produce documents must produce them as they are kept in the ordinary course of business or must organize and label them to correspond to the categories in the demand.

(B) **Form for Producing Electronically Stored Information Not Specified.** If a subpoena does not specify a form for producing electronically stored information, the person responding must produce it in a form or forms in which it is ordinarily maintained or in a reasonably usable form or forms.

(C) **Electronically Stored Information Produced in Only One Form.** The person responding need not produce the same electronically stored information in more than one form.

(D) **Inaccessible Electronically Stored Information.** The person responding need not provide discovery of electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a showing of compelling discovery or for a protective order, the person responding must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the court may nonetheless order discovery from such sources if the requesting party shows good cause, considering the limitations of Rule 26(b)(2)(C). The court may specify conditions for the discovery.

(2) Claiming Privilege or Protection.

(A) **Information Withheld.** A person withholding subpoenaed information under a claim that it is privileged or subject to protection as trial-preparation material must:

- (i) expressly make the claim; and
- (ii) describe the nature of the withheld documents, communications, or tangible things in a manner that, without revealing information itself privileged or protected, will enable the parties to assess the claim.

(B) **Information Produced.** If information produced in response to a subpoena is subject to a claim of privilege or of protection as trial-preparation material, the person making the claim may notify any party that received the information of the claim and the basis for it. After being notified, a party must promptly return, sequester, or destroy the specified information and any copies it has; must not use or disclose the information until the claim is resolved; must take reasonable steps to retrieve the information if the party discloses it before being notified; and may promptly present the information to the court under seal for a determination of the claim. The person who produced the information must preserve the information until the claim is resolved.

(e) CONTEMPT.

The issuing court may hold in contempt a person who, having been served, fails without adequate excuse to obey the subpoena. A nonparty's failure to obey must be excused if the subpoena purports to require the nonparty to attend or produce at a place outside the limits of Rule 45(c)(3)(A)(ii).

Attachment to November 5, 2008 Subpoena
Re: *S.E.C. v. Byers, et al.*, 08 Civ. 7104 (SDNY) (DC)

I. INSTRUCTIONS AND DEFINITIONS

The documents described in II below should be provided in accordance with the following general requirements:

- A. The term "document" as used herein means and includes all records, materials and other tangible forms of expression in your possession or custody, or under your control, whether originals, drafts, non-identical copies, annotated copies, or drafts or copies with different handwritten notes, and however created, produced, stored or maintained (manually, mechanically, electronically, or otherwise), and every other means of recording upon any tangible thing any form of communication or representation, including letters, words, images, pictures, sounds, or symbols, or combinations of them. It includes, without limitation, notes, memoranda, letters, reports, telegrams, publications, contracts, agreements, computer files, records (including audio tapes, video tapes, computer discs, tapes, CD-ROM, and internal memory), electronic mail ("email") and transcriptions of recordings. Without limitation of the foregoing, it includes all attachments and enclosures to any document, as well as the file label, file folder label, file drawer label and box label in which each document is located.
- B. The term "concerning" as used herein means constituting, containing, embodying, reflecting, identifying, stating, relating to, referring to, showing, memorializing, amending, evidencing, or connected with in any way.
- C. The following rules of construction apply to this attachment:
- The terms "all" and "each" shall be construed as all and each;
 - The term "any" shall be construed as any and all;
 - The connectives "and" and "or" shall be construed either disjunctively or conjunctively as necessary to bring within the scope of the attachment all responses that might otherwise be construed to be outside of its scope; and
 - The use of the singular form of any word includes the plural and vice versa.

II. INFORMATION AND DOCUMENTS TO BE PRODUCED.

1. All documents concerning the following Wachovia accounts:

a.	2549
b.	6083
c.	1516

REDACTED

2. All documents concerning any accounts not identified in Request No. 1, above, to which Michael Mostofsky has or had signing authority.

III. SUBPOENA PROVISO

Provided, however, that there shall not be produced in response to this subpoena any original of, copy of, or information known to have been derived from any record maintained by Wachovia Bank in relation to an account in the name of a "customer" other than Michael Mostofsky. The term "customer" is limited to any individual, sole proprietorship, or partnership of five or fewer individuals, or authorized representative of that individual, sole proprietorship, or partnership, who utilized or is utilizing any service of Wachovia Bank, or for whom Wachovia Bank is acting or has acted as a fiduciary, in relation to an account maintained in such individual's, sole proprietorship's, or partnership's name. The term "customer" does not include (i) any trust or corporation; (ii) any partnership that has more than five members or that has as a member any trust or corporation; (iii) any person that holds an account jointly with any person whose records are otherwise called for by this subpoena; nor (iv) any other person, with respect to any records (including cashier's checks, money orders and documents maintained in relation to the issuance thereof) not maintained in relation to an account in the name of that person.

EXHIBIT C

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

MICHAEL MOSTOFKSY,

Movant

v.

UNITED STATES SECURITIES AND
EXCHANGE COMMISSION

Respondent

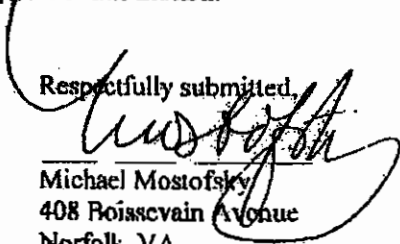
**MOTION FOR ORDER
PURSUANT TO CUSTOMER CHALLENGE PROVISIONS
OF THE RIGHT TO FINANCIAL PRIVACY ACT OF 1978**

I, Michael Mostofsky, move this Court, pursuant to Section 1110 of the Right to Financial Privacy Act of 1978, 12 U.S.C. § 3410, for an order preventing the government from obtaining access to my financial records. The agency seeking access is the United States Securities and Exchange Commission.

My financial records are held by Wachovia Bank, 301 College Street, McLean, Virginia, 28202.

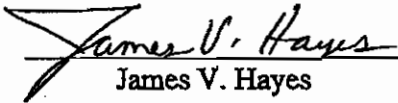
I have attached my sworn statement in support of this motion.

Respectfully submitted,


Michael Mostofsky
408 Boissvain Avenue
Norfolk, VA
23507-1802
(757) 627-2659

CERTIFICATE OF SERVICE

I declare under penalty of perjury that I have caused to be delivered a copy of the attached motion and sworn statement via electronic and First Class mail to Alexander M. Vasilescu, Esq. and Richard M. Humes, Esq., on December 1, 2008.


James V. Hayes

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

MICHAEL MOSTOFKSY,
Movant

**UNITED STATES SECURITIES AND
EXCHANGE COMMISSION**
Respondent

**DECLARATION OF MICHAEL MOSTOFKSY IN SUPPORT OF
MOTION FOR ORDER
PURSUANT TO CUSTOMER CHALLENGE PROVISIONS
OF THE RIGHT TO FINANCIAL PRIVACY ACT OF 1978**

I, Michael Mostofsky, am now a customer of Wachovia Bank, 301 College Street, McLean Virginia, 28202, and I am the customer whose records are being subpoenaed by the United States Securities and Exchange Commission ("SEC"). I attach a copy of this subpoena at Ex. A.

I object to the production of any documents in response to the SEC's subpoena to Wachovia Bank. The financial records which the SEC seeks are not relevant to a legitimate law enforcement inquiry.

Pursuant to an August 11, 2008 asset freeze order in the matter of SEC v. Byers, et al., 08-cv-7104 (DC), currently before the Court, two of the accounts named in the SEC's subpoena, ending in the numbers 2549 and 6083, were frozen. See (full account numbers redacted) Ex. A, at II(1)(a) and II(1)(b). Because I am not a defendant in the action where the freeze order was issued, the SEC has no reason to investigate my financial dealings other than to determine if the freeze order on my accounts should be

lifted. However, on November 21, 2008, one of the frozen accounts ending in account number 6083 was ordered seized by the Federal Bureau of Investigation. See attached

Warrant of Seizure at Ex. B. Because these funds have been seized by the Department of Justice, the SEC no longer needs to determine if any freeze on the account should

continue, and, therefore, no longer needs access to any information about this account.

Accordingly, no documentation concerning account number 6083 should be produced.

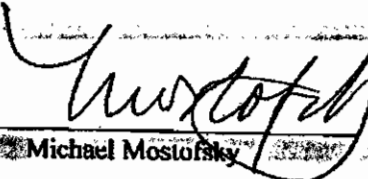
~~In addition, I am not a defendant in this case. An asset freeze against a non-party~~
against whom no wrongdoing is alleged in a securities fraud case can be obtained and maintained only if it is established that the non-party has received ill-gotten gains and has no legitimate claim to them. See SEC v. Cavanaugh, 155 F.3d 129, 132 & 136-37 (2nd Cir 1998); see also SEC v. Cherif, 933 F.2d 403, 414 (7th Cir. 1991). No such showing has or can be made here. Without demonstrating that the SEC had a basis to freeze the accounts in the first place and continue to maintain that freeze, the Commission should not be permitted to gain access to information regarding any of my accounts.

The purpose of the SEC's subpoena is to gather evidence to determine if the restraint on my accounts should continue. The account ending in 1516 is a joint account I hold with my wife that has never been frozen, and any records concerning it are therefore irrelevant. In addition, to the extent that the SEC maintains that it needs additional information on either account numbered 6083 or 2549 before it can determine that my funds should be released, this argument is meritless. The court-appointed receiver ("Receiver") in this matter, who has been working with the SEC, is in possession of all the necessary information showing that any of the funds in these accounts coming from Wextrust are from the legitimate sources of my salary, commissions and expenses, and/or

investment returns, and therefore should not be frozen. Since the SEC can confirm from documents already in its possession that the monies in both accounts numbered 6083 and 2549 are legitimately sourced, and are not Wextrust funds, through the Receiver and without access to my bank records, these records are completely irrelevant to their investigation. Because the information regarding the source of the funds in both of my frozen accounts is already in the possession of the SEC, it is both unnecessary and unduly burdensome to inspect my financial records for information related to Wextrust entities.

Accordingly, the SEC's subpoena is not authorized by law under the Right to Financial Privacy Act, because there is no "reason to believe that the records sought are relevant to a legitimate law enforcement inquiry." 12 U.S.C.A. § 3407(1).

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


Michael Mostofsky

Dated: December 1, 2008