UNITED STATES DISTRICT COURT MIDDLE DISTRICT OF FLORIDA TAMPA DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

CASE NO. 8:20-CV-325-T-35MRM

BRIAN DAVISON;
BARRY M. RYBICKI;
EQUIALT LLC;
EQUIALT FUND, LLC;
EQUIALT FUND II, LLC;
EQUIALT FUND III, LLC;
EA SIP, LLC;

Defendants, and

128 E. DAVIS BLVD, LLC; et al.,

Relief Defendants.

RECEIVER'S UNOPPOSED MOTION TO APPROVE SALE OF MISCELLANEOUS ASSETS

Burton W. Wiand, as Receiver (the "Receiver") over the assets of the corporate and relief defendants, moves the Court to approve the marketing

¹ The "Receivership," "Receivership Estate," or "Receivership Entities" includes the corporate defendants, the relief defendants, and the following entities: EquiAlt Qualified Opportunity Zone Fund, LP ("QOZ"); EquiAlt QOZ Fund GP, LLC; EquiAlt Secured Income Portfolio REIT, Inc. ("REIT"); EquiAlt Holdings LLC; EquiAlt Property Management LLC; and EquiAlt Capital Advisors, LLC (collectively, the "REIT and QOZ Entities"). See Doc 184 at 6-7. See also, Doc. 284 regarding EquiAlt Fund I, LLC.

and sale of miscellaneous assets in the Receiver's possession for the benefit of the Receivership Estate. As described more specifically below, the Receiver is in possessions of various items (i.e. personal items, internet domains, small business assets, safes, sports memorabilia), the value of which are less than \$50,000 each.² Rather than seek the Court's approval of the sale of each item, the Receiver is seeking the Court's approval for him to sell these items through the Receiver's online auction website, private sale, or in the case of the domains through GoDaddy's auction sale site. As explained below and as evidenced by the Receiver's earlier online property and automobile auctions and approved private sales, the Receiver believes the proposed manner of sale is commercially reasonable and will result in a fair and equitable recovery for the Receivership Estate. The Receiver also moves for relief from the requirements of 28 U.S.C. §§ 2001 and 2004 in connection with the sales.

BACKGROUND

The Securities and Exchange Commission ("SEC") alleges that, prior to the appointment of the Receiver, Brian Davison and Barry Rybicki used the Receivership Entities to perpetrate a massive real estate Ponzi scheme that raised more than \$170 million from over 1,100 victim investors across the country.

² This amount mirrors the language in the Order Appointing the Receiver at paragraph 7 which allows the Receiver to defend, compromise or settle legal actions up to a total amount of \$50,000 for each claim. *See* Doc. 11 at 4-5.

At the request of the SEC, on February 14, 2020, the Court entered a temporary restraining order and asset freeze (Docs. 10 & 11). A preliminary injunction hearing was held on July 31, 2020. On August 17, 2020, the Court granted the SEC's request for entry of a preliminary injunction. The Receiver is directed to "administer and manage the business affairs, funds, assets, choses in action and any other property of the Corporate Defendants and Relief Defendants; marshal and safeguard all of the assets of the Corporate Defendants and Relief Defendants and take whatever actions are necessary for the protection of investors" (Doc. 11 at p. 2). The Court specifically directed the Receiver to "[t]ake immediate possession of all property, assets and estates of every kind of the Corporate Defendants and Relief Defendants whatsoever and wheresoever located . . . and to administer such assets as is required in order to comply with the directions contained in this Order, and to hold all other assets pending further order of this Court" and to "[i]nitially recover, control and possess liquid assets, known real estate, LLC assets and high-end personal assets purchased with funds traceable from investor proceeds, and trusts if the Receiver deems appropriate." Doc. 11 at p. 2-3 ¶¶ 2-3.

Personal Items

At the time of his appointment, the Receiver took possession of EquiAlt's main office at 2112 W. Kennedy Boulevard ("Office") and a

warehouse at 2101 W. Cypress Street ("Warehouse"). Both properties were turned over to Receiver as part of SEC's settlement with Brian Davison. The Court approved the sale of the Office on November 19, 2021 (Doc. 444) and that transaction closed in the fourth quarter of 2021. Prior to the closing, the office equipment and other personal items located in the office were transported to the Warehouse.

The Warehouse was outfitted as a "man cave" by Mr. Davison. At the time of the Receiver's appointment, the Warehouse contained several highend automobiles, a hydraulic lift, and a complete gym setup. Additionally, the Warehouse includes a small kitchen and a living area with furniture and televisions.

Between the Office and the Warehouse, the Receiver has an inventory of personal items that need to be liquidated for the benefit of the Receivership Estate. These items range from gym equipment to sunglasses to staplers to office chairs. *See* Exhibit 1 for a non-exhaustive list of items.

<u>Internet Domains</u>

As part of the Court's Final Judgment against Brian Davison and the Assignment Mr. Davison entered into with the Receiver, Mr. Davison turned over 250 internet domains. See Exhibit 2. One of the Receiver's counsel, Robert Stines, and Robert Rohr of E-Hounds have investigated various options for the re-sale of these domains. Their recommendation to the

Receiver is to sell the domains through GoDaddy's auction site. This site requires the Receiver to set a reserve price for each domain but otherwise it operates like an E-Bay type auction site. It is anticipated that the domains could sell for several hundred dollars to several thousand dollars. Rather than seek the Court's approval for the sale of each domain, the Receiver is seeking the Court's approval for the Receiver to sell all of these domains in this manner.

Business Assets

Another asset referenced in the Final Judgment against Mr. Davison and the Assignment between the Receiver and Mr. Davison is any interest in Nantahala Brewing Company ("NBC"), including any security interest in NBC equipment. As a result of collection efforts relating to a loan to NBC that occurred before the Receiver was appointed, title to the equipment has been transferred to the Receiver. The Receiver is fielding offers for the purchase of the various pieces of equipment.³

Additionally, in October 2022, the Court approved the sale of a property located at 12100 Seminole Boulevard ("Caribbean Isles") which is located in a mobile home co-op (Doc. 699). The closing on that transaction has taken

³ Certain items of the brewery equipment may sell individually for as much as \$75,000 but in total the equipment should sell for approximately \$150,000.

place. However, the Receiver still owns the mobile home that sits on that property. The Receiver requests that this mobile home (VIN #T356FR16930A) be included in the miscellaneous assets to be approved for sale through this motion.

<u>Safes</u>

As part of his Assignment with the Receiver, Mr. Davison turned over two high-end watch safes. The market for this type of item is very limited. Also, one of the safes has a technical issue that is being resolved. The Receiver believes this is the type of item that he will best be able to sell through private sale and requests authority to do so without further order of the Court.

Sports Memorabilia

Barry Rybicki, as part of his Assignment with the Receiver, turned over two items of framed sports memorabilia: an autographed Michael Jordan jersey and an autographed Wayne Gretsky jersey. The Receiver intends to include these items in the online auction or other commercial auction facility with reserve prices commiserate with similar items that have sold elsewhere online.

Plan for Sale of Items

Given the results of the Receiver's earlier and ongoing auctions, the Receiver believes that this process will continue to provide him an efficient way to dispose of many of the items referenced in this motion. Any auctions will be publicized through the Receiver's website (www.receivership-auctions.com), the Tampa Bay Times and social media. For those items that have a more niche market (i.e. business assets and safes), the Receiver and his team will use their experience and resources to seek interested buyers or possibly use commercial auction facilities to liquidate this property to attain the best price for the benefit of the Receivership Estate.

ARGUMENT

I. THE COURT HAS BROAD POWER OVER THIS RECEIVERSHIP

The Court's power to supervise an equity receivership and to determine the appropriate actions to be taken in the administration of the receivership is extremely broad. S.E.C. v. Elliott, 953 F.2d 1560, 1566 (11th Cir. 1992); S.E.C. v. Hardy, 803 F.2d 1034, 1038 (9th Cir. 1986). The Court's wide discretion derives from the inherent powers of an equity court to fashion relief. Elliott, 953 F.2d at 1566; S.E.C. v. Safety Finance Service, Inc., 674 F.2d 368, 372 (5th Cir. 1982). A court imposing a receivership assumes custody and control of all assets and property of the receivership, and it has

broad equitable authority to issue all orders necessary for the proper administration of the receivership estate. See S.E.C. v. Credit Bancorp Ltd., 290 F.3d 80, 82-83 (2d Cir. 2002); S.E.C. v. Wencke, 622 F.2d 1363, 1370 (9th Cir. 1980). The court may enter such orders as may be appropriate and necessary for a receiver to fulfill his duty to preserve and maintain the property and funds within the receivership estate. See, e.g., Official Comm. Of Unsecured Creditors of Worldcom, Inc. v. S.E.C., 467 F.3d 73, 81 (2d Cir. 2006). Any action taken by a district court in the exercise of its discretion is subject to great deference by appellate courts. See United States v. Branch Coal, 390 F. 2d 7, 10 (3d Cir. 1969). Such discretion is especially important considering that one of the ultimate purposes of a receiver's appointment is to provide a method of gathering, preserving, and ultimately liquidating assets to return funds to creditors. See S.E.C. v. Safety Fin. Serv., Inc., 674 F.2d 368, 372 (5th Cir. 1982) (court overseeing equity receivership enjoys "wide discretionary power" related to its "concern for orderly administration") (citations omitted).

II. SELLING THESE ASSETS IN THIS MANNER IS IN THE BEST INTEREST OF THE RECEIVERSHIP ESTATE

The Court should approve the Receiver's proposal as it avoids time and expenses associated with selling these smaller individual assets and filing separate motions for Court approval. This saves both judicial time and

attorney resources. The practical problems of selling these smaller items can generate significant expense and require as much effort from the Receiver as selling much more valuable assets. The procedures suggested by the Receiver will allow these miscellaneous items to be sold efficiently and economically. Further, as described below in Section III, the Receiver's proposal substantially complies with the relevant statutes.

III. THE REQUIREMENTS OF 28 U.S.C. §§ 2001(a) and 2002

Personal property sold by a federal court receiver should be done in compliance with 28 U.S.C. § 2001(a) ("Section 2001(a)") and 28 U.S.C. § 2004 ("Section 2004"). Section 2001(a) reads as follows:

Any realty or interest therein sold under any order or decree of any court of the United States shall be sold as a whole or in separate parcels at public sale at the courthouse of the county, parish, or city in which the greater part of the property is located, or upon the premises or some parcel thereof located therein, as the court directs. Such sale shall be upon such terms and conditions as the court directs. Property in the possession of a receiver or receivers appointed by one or more district courts shall be sold at public sale in the district wherein any such receiver was first appointed, at the courthouse of the county, parish, or city situated therein in which the greater part of the property in such district is located, or on the premises or some parcel thereof located in such county, parish, or city, as such court directs, unless the court orders the sale of the property or one or more parcels thereof in one or more ancillary districts.

28 U.S.C. § 2001(a) (emphasis added). Section 2004 reads in relevant part as follows:

Any personalty sold under any order or decree of any court of the United States shall be sold in accordance with Section 2001 of this titled, unless the court orders otherwise.

28 U.S.C. § 2004 (emphasis added). Sections 2001(a) and 2004 impose relatively onerous and costly procedures, including an in–person auction at the courthouse (or other property as the Court directs).

The Court has the discretion to waive strict compliance. Pursuant to Section 2001(a), the auctions shall occur "as the court directs" and "[s]uch sale shall be upon such terms and conditions as the court directs." 28 U.S.C. § 2001(a). Additionally, Section 2004 indicates that personal property "shall be sold in accordance with section 2001 of this title, unless the court orders otherwise" 28 U.S.C. § 2004 (emphasis added). Here, using the discretion afforded by Sections 2001(a) and 2004, the Court should "order otherwise" in approving the Receiver's proposal. The Receiver's auction method (and GoDaddy's domain auction) provides all of the protection that would be provided by an auction on the courthouse steps and, through modern technology, provides vastly greater notice of the auctions and participation by interested buyers. Moreover, allowing the Receiver to utilize his discretion to evaluate and utilize the proposed methods of sale for these small items is efficient, cost-effective and benefits the Receivership estate.

The waivers requested by the Receiver routinely occur in enforcement actions and receiverships, including those in this district. See F.T.C. et al. v. E.M. Systems & Services, LLC et al., Case No. 8:15-cv-1417-T-23EAJ, Order

(M.D. Fla. March 4, 2016) (finding good cause to excuse receiver from judicial sale procedures of 28 U.S.C. § 2001); S.E.C. v. A. Nadel et. al., Case No. 8:09-cv-00087-RAL-TBM, Order (M.D. Fla. Aug. 13, 2013) (authorizing receiver to sell automobile and deviate from appraisal and publication requirements under 28 U.S.C. § 2001); S.E.C. v. Kirkland, 2008 WL 4264532, *2 (M.D. Fla. 2008) (approving sale of personal property without appraisals or publication where costs of compliance would significantly offset sale proceeds). Therefore, the Receiver requests that these additional procedures under 28 USC § 2001 be waived.

CONCLUSION

For the foregoing reasons, the Receiver moves the Court for entry of an order granting the Receiver the authority to sell the referenced miscellaneous assets via online auctions, private sale or other means that, in the Receiver's judgment, provide the most efficient and economical method of liquidation of these items.

LOCAL RULE 3.01(G) CERTIFICATION

Counsel for the Receiver has conferred with counsel for the SEC who does not object to the relief sought herein.

Respectfully submitted,

/s/ Katherine C. Donlon

Katherine C. Donlon, FBN 0066941 kdonlon@jclaw.com

JOHNSON, NEWLON & DeCORT P.A.

3242 Henderson Blvd., Ste 210

Tampa, FL 33609 Tel: (813) 291-3300 Fax: (813) 324-4629

and

Jared J. Perez, FBN 0085192 jared.perez@jaredperezlaw.com Law Office of Jared J. Perez 301 Druid Rd. W Clearwater, FL 33759 Tel: (727) 641-6562

and

R. Max McKinley, FBN 119556 mmckinley@guerraking.com

GUERRA KING P.A.

1408 N. Westshore Blvd., Ste 1010 Tampa, FL 33607

Tel: (813) 347-5100 Fax: (813) 347-5198

Attorneys for the Receiver Burton W. Wiand

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on April 10, 2023, I electronically filed the foregoing with the Clerk of the Court by using the CM/ECF system.

/s/ Katherine C. Donlon

EXHIBIT 1

Granite Coffee Table Live Wood Coffee Table Live Wood Accent Table Hand Carved Wooden End Table w/ glass top Glass Top Dining Room Table w/Bench and chairs Industrial Stool (Cast Iron/Wood Top) Industrial End Table Large (Cast Iron/Wood Top) Industrial End Table Large (Pitina Metal) Industrial End Table Large (Pitina Metal) Industrial End Table Large (Polished Metal) Flammable Materials Safety Storage-New Granite Tabletop Corner Cabinet-Antique Curl Bar-20lb Water Rower Rowing Machine PowerPlate My7 Hoist Multi Function Gym Hoist Olympic Weight Plates Tree Hoist Dumbell Tree Hoist Dumbell Tree Hoist Dumbell Tree Hoist S165 7-Position F.I.D. Bench Hampton Olympic Grip Premium Urethane Encased Plate Set (ie: 1 pair of each weight) Hampton 45lb Plates Hampton 10lb Plates Hampton 10lb Plates Hampton 10lb Plates Hampton Urethane Durabell Dumbells Set (ie: 1 pair of each) Powertec	Manufacturer	Item
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Manufacturer	Item
Eclipse	Eclipse Fitness Training Rope
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Bosi	Bosi Balance Trainer
Stealth	Professional Plank Exerciser
	Fitness Gear 35cm inflatable ball
	Leather Box Chairs (high)
	Leather Box Chairs (low)
	Bugatti Arm chair-like new
	Rustic Chest w/thin glass top (high)
Polycom	Ringcentral
Bertone	Lamborghini Countach Silk Screen
Pininfarina	Batista prototype sketch
Gucci	Men's double-gousette briefcase
Louis Vuitton	Humidor
Richard	Luggage
Mille/McLaren	
Tiffany & Co.	Ash Tray
Modest Vintage	Heavy bag and gloves
Player	
Ferrari	MR Collection Model 812 Super fast
Ferrari	488GTB
Pagani	Huayra Roadster
LSTN Sound CO	Wireless Speaker
New	-
Warickshire-New	Post light
Hinkley Lighting	
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Pass and Seymour	15 amp Bronze light switches
Legrand	15 amp Bronze outlet receptacle
Logiana	15 amp Dionze odnet receptacie
Legrand	15 amp Bronze GFI outlet
Rejuvenation	switch plates
Rejuvenation	switch plates
Rejuvenation	switch plates
	wooden sconces
Shades of Light	Brass shade

Manufacturer	Item
Shades of Light	Triple light
8	Hanging Pendant Light
	Wooden pillar
	Driftwood
G.E.	Humidifier
Suncast	Hose Hideaway-New
Briggs & Stratton	1 gallon gas can-New
	Car wash foam gun
Ryobi	Leaf Blower
Black & Decker	Leaf Blower
	Patio Cushions
	Decorative metal crates
Amazon Basics	6 pc metal bakeware set
Keurig	Coffee Maker-New
	Wooden Sailboat
Manning Bowman	desk fan
	Brass Captains Bell
	Bust- Book end
	Glass Decorative Bowl
	Beach pillow cover
	Beach theme pictures-New
	Live wood table top?
	Wooden Bowl w/split?
Manhatten Screw & Stamping Works	Vintage Search Light
	Wall Sconce light
	Equialt Ribbon Cutting Scissors
	Soap Dispensers-New
Home Brilliant	Pillow Covers-New
Home Brilliant	Pillow Covers-New
Martisan	Electric Steamer
Amazon Basics	Microfiber Cleaning cloths-New
	Glass jar-New
Robot	Vaccum
Pavilia	Throw Blanket-New
Foamily	Pillow insert
	Self Standing Toilet Paper Holder

Manufacturer	Item
	Ironing Board-New
Lee Childs	The Affair-Book on CD's
John Grisham	The Litigators-Book on CD's
Sixilang	8 pc knife set-New
	Pillow Protectors-New
	Pillow Cases-New
	Swiffer Sweeper Dry & Wet Kit-New
	Dust Pan and Broom-New
	Decorative Lamp
	Black Jewelry Hanger
Ermenegildo Zegna	Men's shoes-New in bag
Berluti Paris	Men's shoes
EARL Nike	Men's shoes
Kobra	Diagnostic Scan tool-New
Super Stroke	Putter
Metrapalitar	Vaccum
	Warning Sign
	Portable Tool Kit
	3 ton bottle jack
	Roadside Emergency Kit
Husky	16 pc Air Compressor Kit
	Misc Car Detailing Equipment
Dremel Stylo plus	Dremel tool
	Christmas Tree
Dottling	Jewelry Safe
Atlas	Car lift
	Lamborghini Hustle painting
	Bull Painting
	Mercedez Painting
	Ferrari Painting
	Ferrari -Horse Painting
	Million \$ Bill Painting
	Marilyn Monroe Painting
	Charles Packer-Rolex Day Date
	Rolex
	Audemars Piquet
	Tampa 1925

Manufacturer	Item
	The Architechure of American Houses
	Davis Island
	Patek Phillipe
	Wooden Chest Coffee Table
	3 pc Shipwreck Art Piece
Sharp	TV
Sharp	TV
	B & W Photo Print Cows Crossing
	B & W Photo Print Davis Bvd
	B & W Photo Print Tampa Bay?
	B & W Photo Print Davis Island?
	Cortona Toscana signed colorful print
	World Globe Print
	NYC 2014 Bike Map
	Old Tampa Photos
	Metal Mesh Cabinet
Primo	Hot and Cold water dispensor
	Antique Granite Top Sofa Table

EXHIBIT 2

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