

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

R.J. ZAYED, In His Capacity as Court-Appointed Receiver for the Oxford Global Partners, LLC, Universal Brokerage, FX, and Other Receiver Entities,

Plaintiff,

vs.

ASSOCIATED BANK, N.A.,

Defendant.

Case No. 13-cv-00232 (DSD-SER)

**DECLARATION OF KEITH VOGT
IN SUPPORT OF PLAINTIFF R.J. ZAYED'S OPPOSITION TO ASSOCIATED
BANK, N.A.'S MOTION TO TAX COSTS**

I, Keith Vogt, being over the age of 18 and being competent to testify to the facts below, state as follows:

1. I am counsel of record to the Receiver in this matter.
2. Attached as Exhibit 1 is a true and correct copy of an article from the *Star Tribune*.
3. Attached as Exhibit 2 is a true and correct copy of an article from the *Milwaukee Business Journal*.
4. Attached as Exhibit 3 is a true and correct copy of a spreadsheet summarizing Associated Bank's costs.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: March 14, 2017

/s/ Keith Vogt

EXHIBIT 1

BUSINESS

Cook investors soon might see some pennies on their dollars

The first distribution is a fraction of losses, but the receiver hopes it will help those in need.

By Dan Browning (<http://www.startribune.com/dan-browning/10644516/>) Star Tribune |

OCTOBER 18, 2010 — 9:41PM

Hundreds of investors who lost their savings in Trevor Cook's \$190 million Ponzi scheme got some good news and some bad news Monday.

The good news is that the court-appointed receiver gathering assets from the collapsed fraud scheme has asked for permission to begin repaying \$2.6 million to investors from what has been recovered thus far.

The bad news is that the first payment amounts to less than 2 cents on every dollar invested.

Receiver R.J. Zayed filed a motion Monday asking Chief U.S. District Judge Michael Davis to approve the first "interim" distribution to Cook's victims. The payments would be pro-rated based on the amount each victim invested. The first round of checks would range from \$67.98 to \$110,820.95, with an average payout of \$3,368.26.

Although it's only a fraction of what was lost, Zayed said, the proposed distribution "will provide some measure of relief to as many investors as possible in the short-term."

To date, Zayed and his staff at the Minneapolis law firm Carlson, Caspers, Vandenburg & Lindquist have collected \$7.7 million as a result of a lawsuit brought by federal regulators last November. The FBI also picked up \$363,700, which was set aside for restitution in the criminal case against Cook, who has pleaded guilty to fraud and tax charges and was sentenced in August to 25 years in prison.

Funds remaining in the receivership will be used to pay for ongoing efforts to find more money. What's left after expenses and the initial payouts, plus any money recovered in the future, will eventually be returned to investors.


Not everyone will get a check in the first go-round. And those who do may not agree with the way their losses are calculated.

Claims must be supported by independent proof from a "reliable entity unrelated to the fraud." Many investors have filed incomplete claims and others failed to account for withdrawals they had made before the scheme collapsed in July 2009, Zayed wrote. Still others included claims for interest payments they expect to receive, but they're not entitled to any because the investment program was a fraud, he said.

The receivership tried to verify claims and keep costs down by tapping student volunteers from Century College, who searched for investor data among more than 800,000 files seized in the case. The receivership has issued 290 subpoenas to various entities and individuals, including several banks, brokerage houses, and other financial institutions.

Volunteer MBA students from the University of St. Thomas analyzed financial records and created a list of potential claimants. For one bank account at Wells Fargo alone, Zayed wrote, the students reviewed nearly 2,500 wire transfers and canceled checks -- all at no charge.

Cook, 37, of Apple Valley, promised investors in a currency trading scheme double-digit returns with no risk to principal. The scheme collapsed in July 2009 when some Ohio investors filed a federal lawsuit in Minneapolis saying they couldn't withdraw nearly \$5 million.



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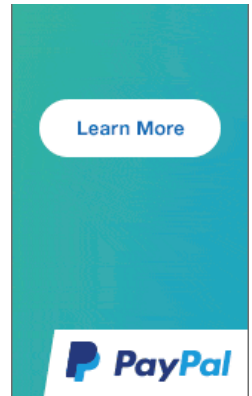
When Cook was sentenced he was ordered to pay \$158 million to 923 victims. Further review cut that down to \$155 million, payable to 798 victims. But the receiver has only verified claims so far for 668 victims, with losses totaling \$142 million. That excludes losses claimed by former employees of Cook and his associates who also invested in the scheme. Those claims are still under review, and are expected to be offset by the amount of money the former employees earned.

Zayed notes that he subtracted any claims for profits shown on "fraudulent statements" the investors received. And if an investor recovers any money from legal actions against Cook or his associates, that amount will be deducted from what they might otherwise get from the receivership, he said. Zayed specifically referenced pending legal actions investors have filed against Associated Bank, where their money was routed, and Entrust Midwest, which processed transfers from some individual retirement accounts.

A great many potential victims have yet to file claims. Investigators identified nearly 1,200 accounts that were part of the fraud. The investors were traced to 43 states and several foreign countries. Most of them were retirees who have little chance of financial recovery. Zayed asked Davis to set a deadline of Jan. 14 for investors to file claims.

Davis will consider arguments on the matter at a Nov. 1 hearing in Minneapolis.

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EXHIBIT 2

From the Milwaukee Business Journal:

<http://www.bizjournals.com/milwaukee/news/2017/01/19/associated-bank-sees-29-rise-in-4q-profits.html>

Associated Bank sees 29% rise in 4Q profits

Jan 19, 2017, 4:53pm CST

Associated Banc-Corp, the holding company for Associated Bank, saw its fourth quarter profits leap 29 percent and its 2016 full year earnings rise 5.5 percent, the company said Thursday.

The Green Bay-based financial institution reported net income of \$52.49 million, a 29 percent increase compared with net income of \$40.59 million during the same period prior. For the full 2016 year, the bank posted a net income of \$191 million, or \$1.26 per share, compared to \$181 million, or \$1.19 per share, 2015.

"We are pleased to report full year results in line with our guidance," said CEO Phil Flynn in a news release. "We delivered loan, revenue, and bottom line growth in 2016. We ended the year with over \$20 billion of loans, a new high-water mark for us, reflecting 8 percent annual average loan growth."

The largest Wisconsin-based bank with \$29 billion in total assets, Associated (NYSE: ASB) operates more than 200 banking locations in Wisconsin, Illinois and Minnesota, and commercial financial services in Indiana, Michigan, Missouri, Ohio and Texas. The company employs hundreds in its downtown Milwaukee location.



ASSOCIATED BANK
Associated Bank President and CEO Phil Flynn

Melanie Lawder

Reporter

Milwaukee Business Journal



EXHIBIT 3

Witness	2-Day Delivery	Rough	Real Time	Scanning	S&H	Lunch	Shredding	Compressed	
Pettengill	\$1,107.00	\$369.00		\$45.45	\$17.50				\$1,538.95
Ghiglieri	\$1,273.50	\$410.35	\$410.35	\$71.70		\$25.00	\$100.00		\$2,290.90
Domenichetti		\$346.50			\$47.50				\$394.00
Hlavacek		\$336.40	\$672.80	\$35.40	\$97.50				\$1,142.10
Garman		\$145.50			\$15.00				\$160.50
Loebel		\$351.00	\$351.00		\$75.00				\$777.00
Gilsrud		\$535.50	\$535.50	\$46.80	\$95.00				\$1,212.80
Espey		\$268.50	\$268.50	\$42.90	\$30.00				\$609.90
Martens		\$144.00	\$144.00	\$7.50	\$30.00				\$325.50
Cox		\$192.00	\$192.00	\$7.50	\$30.00				\$421.50
Behm		\$157.00			\$30.00				\$187.00
Kitowski		\$381.00	\$444.50	\$41.50	\$17.50			\$45.00	\$929.50
Rasske		\$256.60	\$299.25		\$30.00			\$45.00	\$630.85
Alberts		\$222.00		\$28.50	\$30.00			\$45.00	\$325.50
Sarles		\$363.00	\$363.00	\$386.10	\$30.00			\$45.00	\$1,187.10
Grice	\$497.25	\$221.85	\$221.85	\$58.50	\$17.50				\$1,016.95
Behm #2		\$57.00							\$57.00
Totals									\$13,207.05
	\$2,877.75	\$4,757.20	\$3,902.75	\$771.85	\$592.50	\$25.00	\$100.00	\$180.00	\$13,207.05