

Page 1

1 IN THE UNITED STATES DISTRICT COURT  
 2 FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

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3 UNITED STATES OF )  
 4 AMERICA, ) Deposition of:  
 5 Plaintiff, ) LYNETTE L. WILLIAMS  
 6 vs. ) Time on record:  
 ) 5 Hours, 12 Minutes  
 7 RaPower3, LLC, )  
 INTERNATIONAL ) Case No. 2:15-cv-00828 DN  
 8 AUTOMATED SYSTEMS, )  
 INC., LTB1, LLC, R. ) Judge David Nuffer  
 9 GREGORY SHEPARD, ELDON )  
 JOHNSON and ROGER )  
 10 FREEBORN, )  
 11 Defendants. )

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12  
 13 August 9, 2016 \* 9:13 a.m. to 3:54 p.m.  
 14  
 15 Location: United States Attorney's Office  
 16 185 South State Street -- Suite 300  
 17 Salt Lake City, Utah  
 18  
 19 Reporter: Denise M. Thomas, CRR/RPR  
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 23  
 24  
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1 A P P E A R A N C E S  
 2  
 3 FOR THE PLAINTIFF:  
 4 Erin Healy-Gallagher  
 5 Christopher R. Moran  
 6 Erin R. Hines (Telephonically)  
 7 UNITED STATES DEPARTMENT OF JUSTICE  
 8 Trial Attorneys, Tax Division  
 9 P. O. Box 7328  
 10 Washington, D. C. 20044  
 11 Telephone: 202.307.0834 (Moran)  
 12 202.353.2452 (Healy-Gallagher)  
 13 Fax: 202.514.6770  
 14 E-mail: christopher.r.moran@usdoj.gov  
 15 erin.healygallagher@usdoj.gov  
 16  
 17 FOR THE DEFENDANTS RAPOWER3, LLC, INTERNATIONAL  
 18 AUTOMATED SYSTEMS, INC., LTB1, LLC, AND NELDON  
 19 JOHNSON:  
 20 Christian D. Austin  
 21 Travis J. Sorenson  
 22 HEIDEMAN & ASSOCIATES  
 23 Attorneys at Law  
 24 2696 No. University Avenue -- Suite 180  
 25 Provo, Utah 84604  
 Telephone: 801.472.7742  
 Fax: 801.374.1724  
 E-mail: jheideman@heidlaw.com  
 caustin@heidlaw.com  
 tsorenson@heidlaw.com  
 19 FOR THE DEFENDANTS R. GREGORY SHEPHERD AND ROGER  
 20 FREEBORN:  
 21 Donald S. Reay  
 22 MILLER, REAY & ASSOCIATES  
 23 Attorneys at Law  
 24 43 West 9000 South -- Suite B  
 25 Sandy, Utah 84070  
 Telephone: 801.999.8529  
 Fax: 801.206.0211  
 E-mail: donald@reaylaw.com

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1 A P P E A R A N C E S (Continued)  
 2  
 3 FOR THE WITNESS:  
 4 Paul W. Jones  
 5 STOEL RIVES, LLP  
 6 Attorneys at Law  
 7 4766 Holladay Boulevard  
 8 Salt Lake City, Utah 84117  
 9 Telephone: 801.930.5101  
 10 Fax: 801.208.8995  
 11 E-mail: pwjones@stoel.com  
 12  
 13 \* \* \*  
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 6 Further Examination By Ms. Healy-Gallagher 197  
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 8 E X H I B I T S  
 9 NUMBER DESCRIPTION PAGE  
 10 Exhibit 107 7-24-09 e-mail to 138  
 greg@bfsmail.com from Greg  
 11 Shepard  
 12 Exhibit 108 4-26-10 e-mail to undisclosed 143  
 recipients from Greg Shepard  
 13 with attached Alternative  
 Energy System Purchase  
 14 Referral Fee Contract (BONUS)  
 15 Exhibit 109 5-6-10 e-mail to Roger 145  
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 16 with attached photograph  
 17 Exhibit 109A 5-4-10 e-mail to undisclosed 147  
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 19 Exhibit 110 8-9-10 e-mail to undisclosed 149  
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 20 Exhibit 111 12-9-10 e-mail to undisclosed 152  
 recipients from Greg Shepard  
 21 with attached Alternative  
 Energy System Purchase  
 22 Referral Fee Contract (BONUS)  
 23 Exhibit 112 3-2-11 e-mail to undisclosed 153  
 recipients from Greg Shepard  
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 25 Exhibit 113 7-23-11 e-mail to undisclosed 158  
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1 Sorenson for Heideman & Associates and RaPower3.  
2           MR. REAY: Donald Reay for Greg Shepard  
3 and Roger Freeborn.  
4           MS. HEALY-GALLAGHER: Chris Moran is also  
5 here from the Department of Justice, and Erin Hines  
6 from the Department of Justice is on the phone with  
7 us.  
8           This deposition will be governed by the  
9 Federal Rules of Civil Procedure and the local rules  
10 of the District of Utah. All exhibits today will be  
11 marked and kept by me again as we may be using them  
12 in later depositions this week.  
13         Q. (By Ms. Healy-Gallagher) Ms. Williams,  
14 have you ever been deposed before?  
15         A. Yes.  
16         Q. How many times?  
17         A. Once.  
18         Q. We may talk about that case a little bit  
19 later, but for right now I'd like to cover the ground  
20 rules for this deposition.  
21         A. Can I ask a question?  
22         MR. JONES: No.  
23         THE WITNESS: Okay.  
24         Q. (By Ms. Healy-Gallagher) If anything is  
25 unclear to you, please feel free to let me know, and

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1           P R O C E E D I N G S

2

3           L Y N E T T E L . W I L L I A M S ,

4 having been first duly sworn to tell the

5 truth, was examined and testified as follows:

6

7           E X A M I N A T I O N

8 BY MS. HEALY-GALLAGHER:

9         Q. Would you please say and spell your name

10 for the record?

11         A. Lynnette Williams, L-y-n-e-t-t-e, middle

12 initial L, Williams, W-i-l-l-i-a-m-s.

13         Q. Good morning, Ms. Williams. We are on the

14 record in the case of United States versus RaPower3,

15 et al., on August 9, 2016. We met a moment ago, but,

16 again, my name is Erin Healy-Gallagher. I'm from the

17 United States Department of Justice, the Tax

18 Division, and I'm appearing on behalf of the

19 United States. We have a court reporter here to

20 record the proceedings.

21         MS. HEALY-GALLAGHER: Counsel, would you

22 please make your appearances?

23         MR. JONES: Paul Jones for Lynette

24 Williams.

25         MR. AUSTIN: Christian Austin and Travis

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1 we can clarify that. Okay?

2         A. Okay.

3         Q. All right. So in this deposition I'll ask

4 you questions, and my questions and your answers will

5 be recorded by the court reporter, so please speak

6 loudly enough for her to hear you and answer my

7 questions verbally.

8           Do you understand?

9         A. Uh-huh (yes).

10         Q. So that's a good example. You just gave a

11 nod of your head and said uh-huh, and that's not an

12 answer that can be accurately recorded on a

13 transcript, so --

14         A. Yes.

15         Q. That's right. So a yes or no answer and

16 any other information you want to give as part of

17 your answer needs to be stated verbally.

18           Do you understand?

19         A. Yes.

20         Q. Also, we have a tendency in casual

21 conversations to sometimes speak over one another,

22 so, for example, to answer a question before it's

23 finished being asked. Here, please go ahead and wait

24 until I'm finished asking my question before you

25 start your answer, and that's, again, for the benefit

<p style="text-align: right;">Page 9</p> <p>1 of the transcript and the court reporter, who can't 2 take down two people talking at the same time. 3 Do you understand that? 4 A. Yes. 5 Q. And if we end up talking over one another, 6 I'll just go ahead and stop and we can redo the 7 exchange so that the transcript is clear. 8 So when I do finish each question, you're 9 task today is to give full and complete answers. 10 Do you understand that obligation? 11 A. Yes. 12 Q. Now, I need to ask understandable 13 questions to you, so if you don't understand a 14 question for any reason, please let me know, and I'll 15 do my best to ask a better question. 16 Will you do that? 17 A. Yes. 18 Q. Today another attorney present may object 19 to a question that I'll ask. The objection is simply 20 to make a note on the record, and you don't need to 21 worry about it. After an objection is made, you can 22 go ahead and answer the question as if the objection 23 was never made. 24 Do you understand? 25 A. If it was objected to, does that mean I</p>	<p style="text-align: right;">Page 11</p> <p>1 Q. A couple of hours later in the deposition 2 itself. 3 A. We're going to be here awhile. Okay. 4 Q. Yes. And I'll try to give you some 5 opportunities to do that in the course of the 6 deposition. 7 A. Okay. 8 Q. I'll also just try to remember to take a 9 break every 90 minutes or so, but if you need a break 10 at any time, please let me know. The only thing is, 11 if there's a question pending, you'll have to answer 12 that question before you take a break. 13 Do you understand? 14 A. Okay. How long does a deposition usually 15 go? 16 Q. It depends on the witness and the 17 questions that we have. I anticipate that we will go 18 to lunch. We'll take a break, and we will come back 19 after lunch. I don't know exactly how long we'll 20 take today. 21 All right, Ms. Williams, we're here today 22 to get as accurate a record as we can of the facts of 23 this case as you remember them, so I have to ask: Is 24 there anything that would prevent you from 25 understanding and answering my questions with the</p>
<p style="text-align: right;">Page 10</p> <p>1 don't have to answer it? 2 Q. No. You still have to answer it. Don't 3 worry about objections. 4 MR. JONES: Unless I tell you not to 5 answer because it's a privileged question, so that 6 would be the exception to that. 7 THE WITNESS: And you'll guide me? 8 MR. JONES: And I will tell you that. 9 THE WITNESS: Okay. 10 Q. (By Ms. Healy-Gallagher) So sometimes it 11 will happen in a deposition that you'll give an 12 answer as completely as you can, but then later, five 13 minutes or a couple of hours later, you may remember 14 additional information or different information to 15 clarify or change something about a prior answer. 16 If that occurs, please tell me that you've 17 thought of additional information and you'd like to 18 clarify a previous answer, and we can take care of 19 that right away. 20 A. How do I do that? 21 Q. You just tell me, Erin, I remember some 22 additional information about a question that you 23 asked earlier and I'd like to add some more. 24 A. Maybe say it's a couple of hours later, do 25 I contact Paul?</p>	<p style="text-align: right;">Page 12</p> <p>1 full capacity of your recollection? 2 A. What do you mean? I'm here to answer 3 questions. 4 Q. Sure. So, for example, are you on any 5 medications that may interfere with your memory? 6 A. No. My only thought was I do have 7 hypoglycemia. I didn't think I was going to be here 8 that long, and I should have brought something, so if 9 I need to, then I'll have to leave and go get 10 something so that I'm okay. 11 Q. That's fine. You're welcome to let me 12 know that. 13 Are you taking any -- I already asked 14 that. 15 Have you had anything alcoholic to drink 16 in the last eight hours? 17 A. I don't drink alcohol. 18 Q. So no? 19 A. No. 20 Q. And other than the hypoglycemia you 21 mentioned, are you feeling at all sick or unwell 22 today? 23 A. No. I'm fine. I just didn't know we were 24 going to be here that long and I didn't come 25 prepared, so I apologize.</p>

<p style="text-align: right;">Page 13</p> <p>1 Q. That's fine. Ms. Williams, what year were 2 you born? 3 A. 1961. 4 Q. And to prevent me from having to do math 5 this morning, how old does that make you? 6 A. Fifty-four. 7 Q. Did you graduate from high school? 8 A. Yes. 9 Q. In what year? 10 A. 1980. 11 Q. What did you do after high school? 12 A. I went to college. 13 Q. Did you complete a college degree? 14 A. Yes, I did. 15 Q. In what year? 16 A. 1985. 17 Q. Where did you go? 18 A. BYU. 19 Q. Can you give me an overview of your 20 employment from 1985 to the present day? 21 A. Yes. I started working at Primary 22 Children's Hospital right after I graduated, and that 23 led me to what my career was. I was doing training 24 and development there, and because I worked in HR, I 25 saw this job walk across my desk one day. It looked</p>	<p style="text-align: right;">Page 15</p> <p>1 implementations at a hospital? 2 A. At lots of hospitals. 3 Q. Many hospitals? 4 A. (Witness nodding head affirmatively.) 5 Q. Okay. Were you still working for the same 6 hospital system or did you have multiple different 7 jobs at that time? 8 A. I worked for that same organization for a 9 few years. When I had my daughter, I had major 10 complications and I had to quit, and then I had -- 11 one of the people that I had worked for called and 12 said will you come work, so I went back and did that. 13 So I had a short time off because of complications, 14 and I've been on my own -- I've had my own business 15 since then. 16 Q. And that is your business consulting? 17 A. Uh-huh (yes). Well, we were still doing 18 the hospitals -- I was still doing the hospitals, but 19 just not -- I worked with them because I was 20 installing their software. I just was an outside 21 consultant. 22 Q. Okay. And working backwards, what year 23 did you start your own business? 24 A. It was in '94. 25 Q. I'm sorry. I thought you said it had to</p>
<p style="text-align: right;">Page 14</p> <p>1 interesting, showed my boss, she said yes, you're 2 perfect for it, applied, and I started working then 3 for another division of IHC, and from then on I've 4 done implementations in hospitals of clinical 5 information systems and interfaces between systems. 6 And then a few years ago, thanks to 7 Obamacare, we had some changes in the industry, so 8 since then I've been doing consulting, business 9 consulting. I'm currently writing a software 10 package, and that's what I do, and I decorate wedding 11 cakes, which is another reason I couldn't be here on 12 the 26th, because I made my nephew's wedding cake. 13 Q. And real quick, Ms. Williams, what was 14 your major at BYU? 15 A. Information systems. 16 Q. So it sounds like after you graduated, and 17 correct me if I'm wrong, you spent some time 18 implementing training at a hospital, and then after 19 that -- 20 A. Doing training. 21 Q. Doing training? 22 A. (Witness nodding head affirmatively.) 23 Q. Okay. Excuse me. You spent some time 24 doing trainings at a hospital. 25 Then you transitioned into doing</p>	<p style="text-align: right;">Page 16</p> <p>1 do with Obamacare. 2 A. No, I didn't say that. It doesn't have 3 anything to do with Obamacare. I said because of 4 Obamacare we took a downturn. 5 Q. Okay. So you had already started your own 6 business -- 7 A. I started my business in '94, and I did 8 install some hospitals all the way up until that came 9 in and it changed things. They had to do different 10 things with their software and stuff. It happened to 11 a lot of us in that business. 12 Q. So from 1985 to 1994, correct me if I'm 13 wrong, perhaps with a break for complications due to 14 pregnancy, you were employed by someone else; is that 15 right? 16 A. Uh-huh, yeah. 17 Q. And then starting in 1994, that's when you 18 started your own business and worked for yourself; is 19 that right? 20 A. That's correct. 21 Q. So from 1994 to the present day you have 22 worked for your own business, correct? 23 A. Uh-huh, yeah. Sorry. Yes, and it's a one 24 person show. Me, myself and I do the whole thing. 25 Q. Okay. Let's take the time from let's say</p>

<p style="text-align: right;">Page 17</p> <p>1 the year 2000 to the present.</p> <p>2 About how many hours a week do you work</p> <p>3 for your health care consulting business?</p> <p>4 A. It's a 24/7 obligation because you're</p> <p>5 always on call. Average week, I'd fly out on a</p> <p>6 Monday, I'd fly home late Friday night, I'd work on</p> <p>7 the weekends. It's a constant. I think if you put a</p> <p>8 minimum, it's 60 hours at least. Rarely was it less.</p> <p>9 You know, you've got Golights and you work</p> <p>10 24 hours a day for two or three days and you try to</p> <p>11 get home to get some sleep. It's high key. That's</p> <p>12 the way it goes. So yeah, it's busy long hours. At</p> <p>13 the same time you get to play, so we took advantage</p> <p>14 of that. My daughter went with me, and we played a</p> <p>15 lot, too. So it was both.</p> <p>16 Q. Cool. What's the name of your business?</p> <p>17 A. Lynette L. Williams Consulting, Inc.</p> <p>18 Q. Do you have a business plan for Lynette L.</p> <p>19 Williams Consulting, Inc.?</p> <p>20 A. Probably nothing official because it was</p> <p>21 just something that I had done all along, so we just</p> <p>22 kind of went with what that was, so I don't think --</p> <p>23 I've never really written something down. Put some</p> <p>24 ideas together, but I don't think I've ever written</p> <p>25 something official. There never really was any need.</p>	<p style="text-align: right;">Page 19</p> <p>1 policies and procedures and how are we going to</p> <p>2 capture charges, things that were being lost.</p> <p>3 I had one hospital that I did where I</p> <p>4 referred to it as a six story building story because</p> <p>5 they didn't know this, but what I discovered is that</p> <p>6 the clinic, which was a six story building next to</p> <p>7 the hospital, was doing services that they were not</p> <p>8 billing for, and so when I discovered that and I went</p> <p>9 in and saw the CFO and I suggested that we order the</p> <p>10 crash cart before I tell her what the situation was,</p> <p>11 and she said just tell me, and I said, well, you</p> <p>12 better sit down because I'm not going to tell you</p> <p>13 unless you're sitting down. I told her, and she did</p> <p>14 hyperventilation.</p> <p>15 I said let's go for a walk, and I took her</p> <p>16 over and I showed her what was happening, and she</p> <p>17 said why didn't I even know this. I said I have no</p> <p>18 clue. Why would you not know this? Why would these</p> <p>19 departments not know that they were losing a</p> <p>20 tremendous amount of revenue.</p> <p>21 Anyway, I mean, that was quite the find,</p> <p>22 but that's what I would do is I would go in, find out</p> <p>23 what was going on, what was not working, what was</p> <p>24 working. We'd bring in the new software, how it</p> <p>25 functioned, figure out how it was going to work. If</p>
<p style="text-align: right;">Page 18</p> <p>1 It was just to continue with what was there.</p> <p>2 You mean as far as if I was working with a</p> <p>3 hospital, plan for them, that kind of thing,</p> <p>4 absolutely. I mean, I have that from working with</p> <p>5 somebody, absolutely. Yeah, it's probably not a good</p> <p>6 answer, but it's true. There you go.</p> <p>7 Q. So what I heard you say just now is that,</p> <p>8 for example, if a hospital's one of your clients, you</p> <p>9 do come up with a written plan for that hospital; is</p> <p>10 that right?</p> <p>11 A. Yes. In fact, it's a lengthy one.</p> <p>12 Usually they're around 200 pages, so they're pretty</p> <p>13 lengthy, pretty detailed.</p> <p>14 Q. What kinds of things go into that report</p> <p>15 for a hypothetical hospital client?</p> <p>16 A. May I ask what the relevance is for this?</p> <p>17 Are you trying to get to know me or is this -- what</p> <p>18 does it have to do with anything?</p> <p>19 MR. JONES: Just go ahead and answer.</p> <p>20 Q. (By Ms. Healy-Gallagher) Yes, please</p> <p>21 answer the question.</p> <p>22 A. Okay. It's a lengthy report because I had</p> <p>23 to go through and say, you know, with each department</p> <p>24 in a hospital what we needed to do with them,</p> <p>25 including how we need to make changes in their</p>	<p style="text-align: right;">Page 20</p> <p>1 they have a different system for like lab, radiology</p> <p>2 or an ADT system or any other galore of systems that</p> <p>3 they interface to, then we have to write how we're</p> <p>4 going to interface those together even down to data</p> <p>5 elements and how --</p> <p>6 THE COURT REPORTER: Would you slow down,</p> <p>7 please?</p> <p>8 THE WITNESS: I'm sorry. How far did you</p> <p>9 get?</p> <p>10 THE COURT REPORTER: Start with if they</p> <p>11 had a different system for like lab or radiology.</p> <p>12 THE WITNESS: If they have a different</p> <p>13 system for like lab or radiology, ADT, anything, and</p> <p>14 there's many, many that I have done, then we have to</p> <p>15 decide how the two speak to each other, even down to</p> <p>16 data elements, how they relate. It's very technical,</p> <p>17 extremely technical, and so that's why these are long</p> <p>18 reports, because it has to have all the detail in</p> <p>19 there, and then how do we implement, how do we cast,</p> <p>20 how do we do all of that. It's very detailed, and</p> <p>21 so, yeah, that's what we did.</p> <p>22 Q. (By Ms. Healy-Gallagher) From, say, the</p> <p>23 year 2000 to the present, have you had any other --</p> <p>24 have you done business under any other entity name</p> <p>25 than Lynette L. Williams Consulting, Inc.?</p>

Page 21

1 A. We were at one -- I say we. I shouldn't  
 2 say we. I was changing the name over at one point in  
 3 time, but it was never officially done, so  
 4 everything's still under Lynette Williams. It's set  
 5 up as a consulting business, and the way we set it  
 6 up, all the stuff that I do kind of fits under that  
 7 umbrella, so yeah. I mean, I've done odd jobs for  
 8 people, but it's always been under Lynette Williams.  
 9 Q. Has Lynette Williams Consulting, Inc., had  
 10 any other industries other than health care in which  
 11 it has conducted business?  
 12 A. Okay. So I did the hospitals up until the  
 13 fun week when everybody got canned because they  
 14 wanted local people, and we all got hit, and the  
 15 consulting got hit pretty hard, so then when I  
 16 started doing some business -- oh, I have a website,  
 17 or I used to have a website, Lighthouse Point  
 18 Business Academy. I had that for awhile, and then it  
 19 was just working with businesses and doing training.  
 20 I work with Clarity Point Coaching. I do coaching  
 21 with them. I'm currently involved doing some  
 22 training with Bank Code, which is a personality  
 23 thing, not banks. It's a personality. I mean, I've  
 24 done stuff like that, but it's all in the same kind  
 25 of arena. It hasn't been the medical world.

Page 22

1 The system that I'm installing now is --  
 2 or that I'm building, rather, is a sales tracker CRM  
 3 system, and we're working with some specific  
 4 industries kind of gearing towards financial,  
 5 mortuaries, mortgages, real estate and back to my  
 6 love, which is hospitals.  
 7 Does that help?  
 8 Q. Sure. That's a wide range of activities.  
 9 Are there any others that you can think of  
 10 right now?  
 11 A. Well, I did some work with RaPower3. I  
 12 didn't do a lot, but I did a bit with them, and I've  
 13 done some network marketing. I can't think. I think  
 14 that's kind of everything.  
 15 Q. What do you mean by network marketing.  
 16 A. I've worked with some network marketing  
 17 companies, you know.  
 18 Q. What are they?  
 19 A. You mean what is network marketing?  
 20 Q. Sure.  
 21 A. Okay. So those are companies where  
 22 they're based doing more referral marketing, and so  
 23 there's several that I've dabbled in, Isogenics,  
 24 LifeVantage, you know, a couple like that, but I've  
 25 never really had them as a business. It's more of a

Page 23

1 hobby. I think it would be a hobby.  
 2 Q. Okay. We'll talk a little bit more about  
 3 RaPower3 in a moment, but are there any other avenues  
 4 of business, any other industries that you've worked  
 5 in other than the ones you've listed so far?  
 6 A. I think I've told you. If I've forgotten  
 7 one, I'm sorry.  
 8 Q. Well, if you remember, just let me know.  
 9 Oh, very quickly, what e-mail addresses  
 10 have you used since, say, the year 2000?  
 11 A. I think the hospitals sometimes set one up  
 12 for me. I have no clue what those were.  
 13 Q. Sure.  
 14 A. I think I had  
 15 Lynette.williams@prodigy.net. I think that was the  
 16 one, but it's been a long time, so I don't know. The  
 17 current one is Lynettewilliams2007@gmail.  
 18 I know in my testing I've set about 30 of  
 19 them up so I can test things in the last couple of  
 20 weeks, but I'm not using them. They're just for  
 21 testing.  
 22 Q. So Lynettewilliams2007@gmail.com, is that  
 23 your primary e-mail address?  
 24 A. (Witness nodding head affirmatively.)  
 25 Q. Yes?

Page 24

1 A. Yes.  
 2 Q. So let's discuss your interaction with  
 3 RaPower3 a little bit.  
 4 A. Okay.  
 5 Q. Are you familiar with a company called  
 6 RaPower3?  
 7 A. Uh-huh, yes.  
 8 Q. What's your understanding of what that  
 9 company is or does?  
 10 A. RaPower3 sells lenses, solar lenses, and  
 11 at some point in time they were all going to make  
 12 some money as they get on the grid. I've leased my  
 13 lenses through another company, I can't remember the  
 14 name of it, and if that happens, then we'll have  
 15 revenue coming in.  
 16 Q. How did you first hear of RaPower3?  
 17 A. Through Greg Shepard.  
 18 Q. Who is Greg Shepard?  
 19 A. A wonderful man, happens to live in  
 20 Murray, Utah. He used to own Bigger Faster Stronger.  
 21 He's one of the kindest men you'll know. He'd give  
 22 you the shirt off his back, he's that kind of a  
 23 person, salt of the earth kind of person.  
 24 Q. How did you first meet Greg Shepard?  
 25 A. At a book conference.

<p style="text-align: right;">Page 25</p> <p>1 Q. What book conference?</p> <p>2 A. Oh, what's it called? They don't even</p> <p>3 exist anymore. I think it's called Write Wise, but I</p> <p>4 could be wrong. I think that's what it was called.</p> <p>5 Q. Write wise?</p> <p>6 A. Uh-huh (yes), W-r-i-t-e Wise. It was a</p> <p>7 company that -- like I said, I don't even think it</p> <p>8 exists anymore, but it was a company that was helping</p> <p>9 people to write books, and I was there because of a</p> <p>10 book that I was writing. I guess Greg was there for</p> <p>11 a book that he was writing. We just struck up a</p> <p>12 conversation in the middle of the seminar and just</p> <p>13 kind of connected.</p> <p>14 Q. Do you remember what year that was?</p> <p>15 A. I don't. I'm sorry.</p> <p>16 Q. Was it before or after the year 2000?</p> <p>17 MR. JONES: Objection. Asked and</p> <p>18 answered.</p> <p>19 MS. HEALY-GALLAGHER: You can answer.</p> <p>20 MR. JONES: Go ahead and answer.</p> <p>21 THE WITNESS: I think it was after. I'm</p> <p>22 going to -- I know I'm not supposed to guess, but I</p> <p>23 think it's 2005/2006 maybe. Might be 200 -- it's</p> <p>24 probably 2005 or 2006.</p> <p>25 Q. (By Ms. Healy-Gallagher) And why do you</p>	<p style="text-align: right;">Page 27</p> <p>1 were talking about business, and I asked him what he</p> <p>2 did, and that was something else that he did, and</p> <p>3 that's how it came up.</p> <p>4 Q. So what did he tell you about solar lenses</p> <p>5 at first?</p> <p>6 A. He told me about that he was involved with</p> <p>7 a company where they were putting solar together and</p> <p>8 doing lenses. That's what he told me.</p> <p>9 Q. What was the name of the company?</p> <p>10 A. It was IAUS or whatever the --</p> <p>11 MR. JONES: Objection. Vague.</p> <p>12 Q. (By Ms. Healy-Gallagher) You just</p> <p>13 mentioned the company.</p> <p>14 Did you call it IAUS?</p> <p>15 A. Yes.</p> <p>16 Q. Does that stand for International</p> <p>17 Automated Systems, Inc.?</p> <p>18 MR. JONES: Objection. Leading.</p> <p>19 THE WITNESS: I don't know the official</p> <p>20 name. I just know it as IAUS.</p> <p>21 Q. (By Ms. Healy-Gallagher) So what did</p> <p>22 Mr. Shepard tell you about IAUS?</p> <p>23 A. As we got talking, he told me that they</p> <p>24 were putting solar lenses together and that they were</p> <p>25 going to sell those lenses. That's not right. Sell</p>
<p style="text-align: right;">Page 26</p> <p>1 think it might be 2005 or 2006?</p> <p>2 A. Because if I remember right, one of the</p> <p>3 days I took somebody with me, a guy that I was</p> <p>4 dating, and so I'm guessing back on the date, so</p> <p>5 that's the only reason I can put a date to it.</p> <p>6 Q. When you met Greg Shepard, had you already</p> <p>7 met Matthew Shepard?</p> <p>8 A. Huh-uh (no).</p> <p>9 Q. No?</p> <p>10 A. No. Like I said, I was at a book</p> <p>11 conference, Greg was at the book conference. That's</p> <p>12 how I met Greg.</p> <p>13 Q. And Greg Shepard is the person who</p> <p>14 introduced you to the idea of solar lenses?</p> <p>15 A. Uh-huh (yes).</p> <p>16 Q. Yes?</p> <p>17 A. Yes.</p> <p>18 Q. So when did Mr. Shepard start talking to</p> <p>19 you about solar lenses?</p> <p>20 A. It was shortly after we met. We were</p> <p>21 talking about books and what we were doing and why we</p> <p>22 were writing. I wish I could remember what book he</p> <p>23 was writing. I can't remember. Whatever project he</p> <p>24 was working on.</p> <p>25 Anyway, we were talking about that, and we</p>	<p style="text-align: right;">Page 28</p> <p>1 the power, and that it was something that I could</p> <p>2 participate in if I wanted to. I'm a technology</p> <p>3 girl, so I was interested.</p> <p>4 Q. Did Mr. Shepard tell you anything else</p> <p>5 about the solar lenses or that program the first time</p> <p>6 you talked to him about it?</p> <p>7 A. What do you mean the first time I talked</p> <p>8 to him about that?</p> <p>9 Q. When he first introduced the idea of solar</p> <p>10 lenses to you, did he say anything more about them?</p> <p>11 A. Well, he would have told me everything</p> <p>12 about the company, you know, that he knew. I was</p> <p>13 interested. I'm a technology person. Solar was</p> <p>14 something that interested me, so he told me, you</p> <p>15 know, a lot about what they were doing and stuff.</p> <p>16 Q. Did you follow up on that conversation</p> <p>17 with Mr. Shepard?</p> <p>18 A. Yes, I did.</p> <p>19 Q. What did you do?</p> <p>20 A. I bought lenses.</p> <p>21 Q. From whom?</p> <p>22 A. From IAUS.</p> <p>23 Q. Was Mr. Shepard your primary contact for</p> <p>24 that?</p> <p>25 A. He was my only contact for that, yes.</p>

<p style="text-align: right;">Page 29</p> <p>1 Q. Do you remember when you first bought 2 lenses?</p> <p>3 A. The exact date, no. I could have brought 4 the check and could have told you. I'd have to look 5 on the check. I would say about 2008, but I don't 6 know, and I would want to look at the check to make 7 sure that I knew the correct date.</p> <p>8 MR. JONES: If you don't know, that 9 answers your question. You don't know is an 10 appropriate answer.</p> <p>11 THE WITNESS: Okay. I don't know the 12 exact date. I know the amount I wrote the check for, 13 but I don't know the exact date.</p> <p>14 Q. (By Ms. Healy-Gallagher) How much did you 15 write the check for?</p> <p>16 A. Fifty-four thousand dollars.</p> <p>17 Q. So after your first conversation with 18 Mr. Shepard about the solar lenses, did you have 19 subsequent conversations with him about the solar 20 lenses or anything to do with buying the lenses?</p> <p>21 A. Of course. Because we had the initial 22 conversation, I told him I was interested, and I 23 bought lenses, so it was, you know, a series of 24 conversations, I'm sure.</p> <p>25 Q. What did he tell you about why you should</p>	<p style="text-align: right;">Page 31</p> <p>1 and then they pay me through the leasing company, as 2 I understand it. Exactly how that works, I don't 3 know.</p> <p>4 Q. (By Ms. Healy-Gallagher) Did I understand 5 you correctly that you don't know the company to whom 6 you leased your lenses?</p> <p>7 A. It's in my contract. I think it's LTB, 8 but I am not -- I can't remember. I didn't bring my 9 contract, so I couldn't tell you.</p> <p>10 Q. Is there any other way that you would make 11 money as a result of buying your solar lenses?</p> <p>12 A. Not those, no.</p> <p>13 Q. Not those? What do you mean?</p> <p>14 A. Well, I bought more lenses later.</p> <p>15 Q. Okay. So we're talking about the lenses 16 that you bought from IAUS, correct?</p> <p>17 A. Uh-huh (yes).</p> <p>18 Q. Yes?</p> <p>19 A. Okay. The ones I bought from IAUS is the 20 \$54,000 that I bought. The only way that I'll make 21 money off of those is when they sell the power. 22 That's it.</p> <p>23 Q. I see. Okay.</p> <p>24 A. And, no, they haven't sold the power yet, 25 but as a techie girl --</p>
<p style="text-align: right;">Page 30</p> <p>1 buy the solar lenses?</p> <p>2 A. He didn't tell me why I should buy the 3 solar lenses. He told me what they were doing, and I 4 approached him and said I'd probably like to be a 5 part of this.</p> <p>6 I'm a techie girl. I like solar. I 7 thought it sounded like a fun thing to be able to own 8 some lenses.</p> <p>9 Q. Did you anticipate that buying the lenses 10 would end up making you money in any way?</p> <p>11 A. Yes, and I knew it would be awhile before 12 that would happen, so I bought the lenses, and we'll 13 see what happens down the road.</p> <p>14 Q. What was your understanding of how the 15 lenses would make money for you?</p> <p>16 A. Because they will sell the power, and then 17 we would get paid based on the generation of income 18 from the generating power.</p> <p>19 Q. You said "they will sell the power." 20 Who is "they"?</p> <p>21 MR. AUSTIN: Objection. Foundation.</p> <p>22 THE WITNESS: I don't know the parties 23 who's doing that, but I bought my initial ones 24 through IAUS, so I leased them to a company, and 25 somewhere connected with that they sell the power,</p>	<p style="text-align: right;">Page 32</p> <p>1 MR. JONES: Can we go off the record for a 2 moment?</p> <p>3 Q. (By Ms. Healy-Gallagher) Go ahead and 4 finish your answer, Ms. Williams.</p> <p>5 A. As a techie girl, I will tell you the 6 technology takes as long as it takes, so, you know, 7 they're working on it.</p> <p>8 MR. JONES: May we go off the record for 9 just a brief second?</p> <p>10 MS. HEALY-GALLAGHER: If you have an 11 objection --</p> <p>12 MR. JONES: No objection.</p> <p>13 MS. HEALY-GALLAGHER: -- state it. Okay. 14 We can go off the record. 15 (Counsel conferring with the witness off 16 the record.)</p> <p>17 MS. HEALY-GALLAGHER: We can go back on 18 the record. Construction is great. Okay.</p> <p>19 Q. (By Ms. Healy-Gallagher) All right. So, 20 Ms. Williams, you bought lenses from IAUS?</p> <p>21 A. Uh-huh (yes).</p> <p>22 Q. At least once, yes?</p> <p>23 A. Uh-huh (yes).</p> <p>24 Q. Yes?</p> <p>25 A. Uh-huh (yes).</p>



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1 Q. A moment ago you said that a risk was that  
 2 things wouldn't all come together.  
 3 What does that mean to you?  
 4 MR. JONES: Objection. Vague.  
 5 THE WITNESS: Technology, so there's  
 6 always a risk.  
 7 Q. (By Ms. Healy-Gallagher) I'm trying to  
 8 understand what the risk is.  
 9 The risk of what?  
 10 MR. JONES: Objection, leading, and  
 11 objection, asked and answered.  
 12 THE WITNESS: Like I said, if it all came  
 13 together. I'm building a business right now. People  
 14 who are working with me are taking the same risk.  
 15 What if it comes together?  
 16 MR. JONES: Just answer the question as  
 17 asked.  
 18 Q. (By Ms. Healy-Gallagher) I'm not trying  
 19 to be difficult. I'm just trying to understand what  
 20 it means to you to have it all come together with  
 21 respect to the towers you bought from IAUS.  
 22 MR. JONES: Objection, asked and answered;  
 23 objection, leading.  
 24 THE WITNESS: To me, that the power would  
 25 be sold and we'd have income coming in.

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1 Q. (By Ms. Healy-Gallagher) Ms. Williams,  
 2 what, if any, risk did you think you were taking on  
 3 by purchasing lenses from RaPower3?  
 4 MR. JONES: Objection. Asked and  
 5 answered, unreasonably cumulative.  
 6 THE WITNESS: I think I've answered that  
 7 question a number of times.  
 8 Q. (By Ms. Healy-Gallagher) Please answer my  
 9 question.  
 10 A. The risk was that if the power didn't get  
 11 sold, we wouldn't make money.  
 12 Q. Were there any other risks?  
 13 A. I don't know.  
 14 Do we have to sit in this room? Take that  
 15 off the record, please. I was being facetious.  
 16 Please take that off the record.  
 17 MR. JONES: You're on the record saying  
 18 that.  
 19 THE WITNESS: Okay.  
 20 Q. (By Ms. Healy-Gallagher) Ms. Williams,  
 21 with respect to the towers that you purchased from  
 22 IAUS, how was the price for each tower determined?  
 23 MR. JONES: Objection. Calls for  
 24 speculation.  
 25 THE WITNESS: I don't know. They told me

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1 the price.  
 2 Q. (By Ms. Healy-Gallagher) Who told you the  
 3 price?  
 4 A. Greg Shepard was the salesperson.  
 5 Q. So Greg Shepard told you the price of each  
 6 tower?  
 7 MR. JONES: Objection. Not a question.  
 8 You don't need to answer. It wasn't a question.  
 9 Q. (By Ms. Healy-Gallagher) Did Greg Shepard  
 10 tell you the price of each tower?  
 11 A. Not each. The towers had a price.  
 12 There's a price for a tower. Greg told me the price  
 13 of the tower. They don't vary in price.  
 14 Q. Did you have the opportunity to negotiate  
 15 the price that you would pay for your towers?  
 16 A. Maybe I could have. I never -- I didn't.  
 17 Q. Did you get any independent opinion or  
 18 appraisal of what the towers were worth?  
 19 A. No.  
 20 Q. Ms. Williams, how was the price determined  
 21 for the lenses that you bought from RaPower3?  
 22 A. I don't know.  
 23 MR. JONES: Objection. Asked and  
 24 answered.  
 25 Q. (By Ms. Healy-Gallagher) Did someone tell

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1 you the price of the lenses that you bought from  
 2 RaPower3?  
 3 A. I don't know if it was someone or if it  
 4 was the website. One or the other.  
 5 Q. So somehow you learned the price of the  
 6 lenses that you bought from RaPower3, correct?  
 7 A. Yeah.  
 8 MR. JONES: Objection. Leading.  
 9 Q. (By Ms. Healy-Gallagher) How did you  
 10 learn that?  
 11 A. Either from a person or the website.  
 12 Q. The website that you mentioned is  
 13 Rapower3.com?  
 14 A. I think that's --  
 15 MR. JONES: Objection --  
 16 THE WITNESS: -- the name of the website.  
 17 MR. JONES: -- not a question.  
 18 THE WITNESS: I think that's the name of  
 19 it. I don't know.  
 20 MR. JONES: You don't need to answer. It  
 21 wasn't a question.  
 22 THE WITNESS: Okay.  
 23 Q. (By Ms. Healy-Gallagher) The website that  
 24 you referred to, is that RaPower3's website?  
 25 A. Yes.

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1 MR. JONES: Objection. Leading.  
 2 Q. (By Ms. Healy-Gallagher) And you  
 3 mentioned a person might have told you the price.  
 4 Who was that person?  
 5 A. It would have been Greg.  
 6 Q. Could it have been anybody else?  
 7 A. I don't know.  
 8 Q. Did you have the opportunity to negotiate  
 9 the price of the lenses you purchased from RaPower3?  
 10 A. I never tried.  
 11 Q. So is the answer no?  
 12 A. I don't know. Would I have had that  
 13 option? I don't know.  
 14 Q. Did you ever get an independent opinion or  
 15 appraisal of what the lenses were worth?  
 16 A. No.  
 17 Q. Ms. Williams, with respect to your towers  
 18 from IAUS, you said you paid a total of \$54,000,  
 19 correct?  
 20 MR. JONES: Objection --  
 21 THE WITNESS: Yes.  
 22 MR. JONES: Objection. Leading.  
 23 Q. (By Ms. Healy-Gallagher) As far as you're  
 24 aware, have you paid in full for your towers from  
 25 IAUS?

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1 A. I don't know. I don't know.  
 2 Q. So do you know if you owe any more money  
 3 to IAUS for those towers?  
 4 MR. JONES: Objection. Asked and  
 5 answered.  
 6 THE WITNESS: I don't know.  
 7 Q. (By Ms. Healy-Gallagher) And turning to  
 8 your lenses for RaPower3, is it your understanding  
 9 that you have paid in full for the lenses you bought  
 10 from RaPower3?  
 11 MR. JONES: Objection. Asked and  
 12 answered.  
 13 THE WITNESS: As I said, I am paying for  
 14 them.  
 15 Q. (By Ms. Healy-Gallagher) So you have not  
 16 yet finished your payments to RaPower3 --  
 17 A. No.  
 18 Q. -- correct?  
 19 MR. JONES: Objection. Leading.  
 20 Q. (By Ms. Healy-Gallagher) Is that  
 21 statement correct?  
 22 A. It is correct.  
 23 Q. Do you know, Ms. Williams, what the terms  
 24 of your payments are to RaPower3 for your lenses?  
 25 A. I'm not exactly sure how to answer that

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1 question. I couldn't tell you exactly. I looked at  
 2 it when I bought it and knew the terms. It's not  
 3 fresh off the top of my head. I haven't looked for  
 4 awhile. I don't know.  
 5 Q. Do you know when the last time is you made  
 6 a payment to RaPower3?  
 7 A. Oh, it's been years.  
 8 Q. You said, Ms. Williams, that it's been  
 9 years since you made your last payment, but you've  
 10 also testified that you are paying RaPower3.  
 11 Can you explain that?  
 12 A. As I said, my signature's on the line, and  
 13 I owe this much, so as the power is sold, then some  
 14 of that money gets paid towards the rest of it. I'm  
 15 sorry I don't remember all the details.  
 16 Q. Has RaPower3 ever demanded payment from  
 17 you?  
 18 A. No, because it's just as it's laid out.  
 19 No.  
 20 Q. So, Ms. Williams, is it your understanding  
 21 that you will complete payment for your lenses once  
 22 power is generated using your lenses?  
 23 A. Yes.  
 24 Q. Ms. Williams, have you ever seen your  
 25 lenses?

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1 A. I don't know.  
 2 Q. Do you know where your lenses are?  
 3 A. Uh-huh (yes). Delta.  
 4 Q. Can you be any more specific?  
 5 MR. JONES: Objection. Asked and  
 6 answered.  
 7 THE WITNESS: No.  
 8 Q. (By Ms. Healy-Gallagher) And how do you  
 9 know your lenses are in Delta?  
 10 A. Because that's where they are with  
 11 RaPower3.  
 12 Q. How do you know that?  
 13 MR. JONES: Objection. Asked and  
 14 answered.  
 15 THE WITNESS: That's what I bought.  
 16 Q. (By Ms. Healy-Gallagher) Ms. Williams,  
 17 what I'm hearing from you is that you have an  
 18 understanding that your lenses are in Delta, Utah --  
 19 A. Uh-huh (yes).  
 20 Q. -- is that right?  
 21 A. That's my understanding.  
 22 Q. That's your understanding?  
 23 MR. JONES: Objection. Leading.  
 24 Q. (By Ms. Healy-Gallagher) How did you  
 25 arrive at that understanding?