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

UNITED STATES OF AMERICA,

Plaintiff,

vs.

RAPOWER-3, LLC, INTERNATIONAL
AUTOMATED SYSTEMS, INC., LTB1,
LLC, R. GREGORY SHEPARD, and
NELDON JOHNSON,

Defendants.

Civil No. 2:15-cv-00828-DN-EJF

**JULY 8, 2019 DECLARATION OF
GLENDA JOHNSON RELATING TO
COMPLIANCE VERIFICATION OF
ECF Doc. 491, ¶ 24**

Judge David Nuffer

Pursuant to 28 U.S.C. § 1746, I hereby declare as follows:

1. My name is Glenda Johnson and I make this declaration under oath and based on my personal knowledge.
2. I submit this declaration to comply with paragraph 24 of the Receivership Order, ECF doc 491, and paragraph 9 of the Affiliates Order, ECF doc 636 (collectively “the Orders”).
3. I hereby state that to the best of my knowledge, information and belief, I do not have in my control any books, records, documents, accounts, stock certificates, intellectual property records, evidence of intellectual property rights, computer and electronic records, or other

instruments and papers relating to the Receivership Defendants or any of the Affiliated Entities¹ identified by the Court in the Affiliates Order.

4. I have provided extensive documents to the Receiver. To document or “identify” each individual document would take me 6 months to a year if I were to do it by myself. However, I have seen the work product from the Receiver and I know that he has undertaken to index the documents received by him and for me to repeat the work done by him would be (1) redundant; (2) disproportionate to the benefit to the Receiver; (3) would not lead to the discovery of new or different information as I would have to retrieve from the Receiver the documents I have provided to him, then go through those boxes and boxes of documents and “identify” the documents the Receiver already knows about.
5. Other than documents previously provided to the Receiver, I do not have possession or control over any other category of information listed in paragraph 24 or paragraph 9 of the Orders.
6. I do not recall ever having corporate organizational documents for any Receivership Entity or the Affiliated Entities in my physical possession outside of the corporate offices or places of business. My duties and services to the businesses did not require me to review, control or have access to corporate organizational documents. Any such documents would have remained at the corporate offices or business facilities, and would have been produced to the Receiver in my previous productions to him.

¹ Affiliated Entities” includes those defined by the Court in its Memorandum and Decision (ECF 636) as Solco I, LLC, XSun Energy, LLC, Cobblestone Centre, LC, LTB O&M, LLC, U-Check, Inc., DCL16BLT, Inc., DCL-16A, Inc., N.P. Johnson Family Limited Partnership, Solstice Enterprises, Inc., Black Night Enterprises, Inc., Starlight Holdings, Inc., Shepard Energy and Shepard Global, Inc.

7. My services to the businesses was limited to finances, bookkeeping, accounts receivable and accounts payable. I had access to bank records and received mail on behalf of many of the Receivership Entities and perhaps some of the Affiliated Entities. However, all such documents received by me would be kept with the corporate offices or business facilities and would have been produced to the Receiver in my previous productions to him.
8. Regarding those documents and records that are no longer within my control, the efforts I have made to retrieve documents ordered to be delivered from me is that I've searched my computer and my home for any documents that are responsive to the Orders and provided all that related to the Orders to the Receiver. I also delivered to the Receiver my damaged computer. He was able to extract information from the computer. That computer contained all the work I had done for RaPower and any Affiliated Entities.
9. I have not delivered documents to any person that I can presently recall that would otherwise be subject to production under the Orders. I did not work with Gary Peterson and do not believe I ever delivered documents to him.
10. I do not have control over or a relationship with anyone that I can think of (outside of the Receivership Defendants themselves) that may have possession or control of documents identified in the Orders.
11. I do not now, nor have ever had, possession, access or control over "information" of or relating to any the "Affiliated Entities"² including, but not limited to any books, records,

² Affiliated Entities" includes those defined by the Court in its Memorandum and Decision (ECF 636) as Solco I, LLC, XSun Energy, LLC, Cobblestone Centre, LC, LTB O&M, LLC, U-Check, Inc., DCL16BLT, Inc., DCL-16A, Inc., N.P. Johnson Family Limited Partnership, Solstice Enterprises, Inc., Black Night Enterprises, Inc., Starlight Holdings, Inc., Shepard Energy and Shepard Global, Inc.

documents, accounts stock certificates, intellectual property records, evidence of intellectual property rights, computer and electronic records, and other instruments or papers, (“Records”) except as follows:

- a. Solco I, LLC: I performed bookkeeping for Solco I, LLC and therefore had some books and records. Everything in my possession has been delivered to the Receiver. For all other disclosures required by the Orders, see paragraphs 12-14.
- b. XSun Energy, LLC: I performed bookkeeping for XSun Energy, LLC and therefore had some books and records. Everything in my possession has been delivered to the Receiver. For all other disclosures required by the Orders, see paragraphs 12-14.
- c. Cobblestone Centre, LLC: I performed bookkeeping for Cobblestone Centre, LLC, and therefore had some books and records. Everything in my possession has been delivered to the Receiver. For all other disclosures required by the Orders, see paragraphs 12-14.
- d. LTB O&M, LLC: no documents or records of LTB O&M, LLC have ever been within my control.
- e. U-Check, Inc.: no documents or records of U-Check, Inc. have ever been within my control.
- f. DCL16BLT, Inc.: no documents or records of DCL16BLT, Inc. have ever been within my control.
- g. DCL16A, Inc.: no documents or records of DCL16A, Inc. have ever been within my control.

- h. N.P. Johnson Family Limited Partnership: no documents or records of the N.P. Johnson Family Limited Partnership have ever been within my control.
 - i. Solstice Enterprises, Inc.: no documents or records of Solstice Enterprises, Inc. have ever been within my control.
 - j. Black Night Enterprises, Inc.: no documents or records of Black Night Enterprises, Inc., have ever been within my control.
 - k. Starlight Holdings, Inc.: no documents or records of Starlight Holdings, Inc., have ever been within my control.
12. To the extent no documents or records of the Affiliated Entities have ever been within my control, I have nothing to declare related to identification of records, the persons in control of the records or efforts by me to recover the records required by ¶24 or ¶9 of the Orders.
13. I have participated in meetings and conversations with Neldon Johnson and our attorneys regarding the location of corporate records for the Receivership Entities or any Affiliated Entity. I understand that any Records that I may have once had access or control over were last known to me to be in the corporate offices and under the control or supervision of Neldon Johnson. I further understand that the court has tasked Neldon Johnson and his attorney Edwin Wall to document all of the Records in his possession. I have not been asked by Edwin Wall to provide any specific additional help in this task, but I understand he is actively working toward producing the information requested by the Orders to the Receiver.
14. With respect to all other Receivership Property, not otherwise identified herein, the only matters I can recall at this time relate to real property transactions in which I was involved.

To my best knowledge, recollection and belief, all such transactions have been identified for the Receiver and all documents in my control have been produced.

15. I am not aware of any person or entity which would have received and retained any such documents.
16. On June 4, 2019, I delivered to the Receiver a list of all cash withdrawals from my accounts on or since August 22, 2018. Therein, were identified 9 such cash withdrawals. In an email dated June 4, 2019 to me and to Mr. Paul, the Receiver acknowledged receipt of the list of cash withdrawals.
17. As of May 3, 2019, the cash that had been withdrawn prior to that time had been used by me in costs and expenses of daily living. As of May 3, 2019, I did not have more than a nominal amount of cash, I am unsure of the amount, but believe it to have been approximately \$100 in cash.
18. Other than as disclosed herein, I do not have possession or control over any other category of information listed in the Orders.

I declare under the penalty of perjury, that the foregoing is true and correct.

DATED this 8th day of July, 2019.



Glenda Johnson