

EXHIBIT 2

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**UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH
CENTRAL DIVISION**

R. WAYNE KLEIN, as Receiver,

Plaintiff,

v.

GLEND A. JOHNSON, an individual,

Defendant.

**DECLARATION OF R. WAYNE KLEIN
IN SUPPORT OF RECEIVER'S MOTION
TO DISMISS**

(Ancillary to Case No. 2:15-cv-00828)

Civil No. 2:19-cv-00625-RJS

Judge Robert J. Shelby

Magistrate Judge Paul M. Warner

I, R. Wayne Klein, declare as follows:

1. I am the Plaintiff in the above captioned matter and the Court-Appointed Receiver ("Receiver") in *United States v. RaPower, LLC, et al.*, Case No. 2:15-cv-00828 ("Civil Enforcement Case"). I make this declaration based upon my personal knowledge and the contents of records I maintain in the ordinary course of business, which I believe to be true. I have personal knowledge of the statements and matters set forth herein and, if called to testify, would testify as follows:

2. The Court in the Civil Enforcement Case, through the Corrected Receivership Order, directed me to investigate the status of International Automated Systems, Inc. ("IAS")

including preparing a summary of trading conducted by Neldon Johnson, Greg Shepard, their family members, and other insiders.¹

3. The Corrected Receivership Order also directed me to summarize the shares of stock currently owned by Neldon Johnson, Greg Shepard, and their family members.²

4. Glenda Johnson is the wife of Neldon Johnson.

5. As part my investigation, a subpoena was issued to Glenda Johnson requesting records of all her stock ownership in IAS including:

- a. The dates of each acquisition of stock, warrants, options or other types of securities (“securities”);
- b. The amount of securities obtained on each date;
- c. The type of securities obtained on each date;
- d. The amount she paid for the securities she obtained on each date;
- e. The source of funds for the purchase;
- f. The dates of each sale of securities;
- g. The amounts of securities sold on each date;
- h. The type of securities sold on each date;
- i. The amount she received for the securities she sold; and
- j. Where the proceeds from the sale were deposited.³

6. I did not receive any documents—from Glenda Johnson or otherwise—evidencing Glenda Johnson’s current ownership of IAS stock.

¹ *Corrected Receivership Order*, Civil Enforcement Case 2:15-cv-00828, Docket No. 491 at ¶ 85, filed November 1, 2018.

² *Id.*, ¶ 85(d).

³ *Notice of Intent to Serve Subpoena to Glenda Johnson*, Civil Enforcement Case 2:15-cv-00828, Docket No. 554, filed January 14, 2019.

7. Documents received from Pacific Stock Transfer Company indicate that Glenda Johnson does not currently own stock in IAS. Pacific Stock Transfer Company records show that Glenda Buchanan (Buchanan was Glenda Johnson's last name before she married Neldon Johnson) previously owned 115,000 shares in IAS but does not own any active shares in IAS.⁴

8. The Pacific Stock Transfer Company records corroborate Glenda Johnson's deposition testimony. At her deposition Glenda Johnson testified as follows:

Q: Did you own any stock in IAS?

A: I owned stock before I ever married Neldon.⁵

...

Q: Did you acquire any stock in IAS after you married Mr. Johnson?

A: To my knowledge, no.⁶

...

Q: Do you still own [the stock acquired before her marriage to Neldon Johnson]?

A: No.⁷

9. I have seen no further evidence of IAS stock ownership by Glenda Johnson and am not aware that any such evidence exists.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

⁴ See Exhibit 3, Motion to Dismiss.

⁵ Glenda Johnson Deposition Testimony, 27:14-16, Exhibit 1, Motion to Dismiss.

⁶ *Id.*, 27:22-24.

⁷ *Id.*, 29:11-12.

Executed on this 9th day of October, 2019, at Salt Lake City, Utah.


R. Wayne Klein