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IN THE CIRCUIT COURT OF THE ELEVENTH JUDICIAL
CIRCUIT IN AND FOR MIAMI-DADE COUNTY, FLORIDA

GEICO CORPORATION, et al.,

Plaintiffs,

v.

SOLAR ECLIPSE INVESTMENT FUND III,
LLC, et al.,

Defendants.

SECTION CA46

CASE NO. 2020-014247-CA-01

CONFIDENTIAL

DEPOSITION OF

MOHAMMED SAMI BAKDASH

TAKEN ON

FRIDAY, MAY 24, 2024

8:55 A.M.

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CONFIDENTIAL
DEPOSITION OF
MOHAMMED SAMI BAKDASH
TAKEN ON
FRIDAY, MAY 24, 2024
8:55 A.M.

THE REPORTER: We are on the record at 8:55 a.m. Mr. Bakdash, please raise your right hand. Do you affirm, under penalty or perjury, that the testimony you're about to give will be the truth, the whole truth, and nothing but the truth?

THE DEPONENT: That is correct.

THE REPORTER: Thank you, sir.

Will each attorney please state their name and whom they represent, please?

MR. THOMAS: I'm Steven Thomas for the court- appointed receiver.

MR. SMITH: Mark Smith, on behalf of the witness.

THE REPORTER: Counsel, please proceed. **MOHAMMED SAMI BAKDASH**, having been first duly affirmed to tell the truth, was examined, and testified as follows:

EXAMINATION

1 **BY MR. THOMAS :**

2 **Q. Good morning.**

3 **A. Good morning, sir.**

4 **Q. Where were you born?**

5 **A. Abilene, Texas.**

6 **Q. And did you grow up in Texas?**

7 **A. Yes, sir.**

8 **Q. And when did you start working for Ahern**
9 **Rentals?**

10 **A. Around September 2014.**

11 **Q. And what was your first position with**
12 **Ahern Rentals?**

13 **A. Vice president of legal and general**
14 **counsel.**

15 **Q. And you were in that position from -- what**
16 **month did you say in 2014?**

17 **A. September.**

18 **Q. September of 2014 until when?**

19 **A. December 2023.**

20 **Q. Okay. And during that time, who did you**
21 **report to?**

22 **A. Don Ahern.**

23 **Q. Was there ever anyone in between you and**
24 **Mr. Ahern that you reported to?**

25 **A. No, sir.**

1 Q. Are you familiar with the litigation
2 brought by - - what we -- I'll refer to the
3 investors -- but it was Geico and Progressive
4 against a number of defendants, including Ahern
5 Rentals, in Los Angeles Superior Court?

6 A. Yes, sir.

7 Q. And when that lawsuit was brought in, I
8 believe, 2020, you were general counsel during that
9 time --

10 A. Yes --

11 Q. -- is that correct?

12 A. That is correct, sir.

13 Q. And are you also familiar with a lawsuit
14 bought -- brought by the court-appointed receiver
15 against Ahern Rentals and other people in Florida,
16 Miami State Court?

17 A. Yes, sir.

18 Q. And it was brought in approximately the
19 same time period; is that your recollection?

20 A. I -- I would defer to what the pleading
21 is.

22 Q. Okay.

23 A. But it sounds right.

24 Q. Are you familiar with the litigation
25 brought by the court-appointed receiver against Don

1 Ahern personally in Florida?

2 A. Yes, sir.

3 Q. At Ahern Rentals, and since you reported
4 to Mr. Don Ahern, was Don Ahern the businessperson
5 who controlled litigations?

6 A. Yes, sir.

7 Q. And was that true for the case brought by
8 the investors against Ahern Rentals and Los Angeles
9 Superior Court?

10 A. Yes, sir.

11 Q. So Don Ahern is the business person that
12 controlled, on behalf of Ahern Rentals, the
13 litigation between the investors and Ahern Rentals
14 and Los Angeles Superior Court?

15 A. That is correct.

16 Q. And Mr. Don Ahern also was the business
17 person controlling the litigations brought against
18 himself personally and against Ahern Rentals by the
19 court-appointed receiver in Florida?

20 A. That is correct.

21 Q. Now, I believe it's true that Don Ahern
22 owns approximately 97 percent-ish of Ahern Rentals?

23 A. To clarify, Counsel, it's not him
24 directly; it's through a trust. And to further
25 clarify -- sorry -- I don't know if that's still

1 true today.

2 Q. Okay. So the -- the questions I will ask
3 you -- and I'll try to do a good job of this -- but
4 unless we say otherwise about the business, I will
5 understand that you're knowledge ends in December of
6 2023?

7 A. That's correct.

8 Q. Unless you know otherwise?

9 A. That is correct.

10 Q. So after you left Ahern Rentals in
11 December 2023, since that time, have you had
12 subsequent conversations with Don Ahern?

13 A. No, sir.

14 Q. Since the time you left, have you had
15 subsequent conversations with anyone who works for
16 Ahern Rentals?

17 A. I have.

18 Q. And who have you had subsequent
19 conversations with?

20 A. Nazario Jureidini.

21 THE DEPONENT: Would you like me to spell
22 that?

23 THE REPORTER: Please.

24 THE DEPONENT: I'm going to try to.

25 N-A-Z-A-R-I-O, J-U-R-E-I-D-I-N-I.

1 BY MR. THOMAS:

2 Q. And what is that person's
3 responsibilities, to your understanding, at Ahern
4 Rentals?

5 A. He, at the time I left, was as the
6 associate general counsel for Ahern Rentals.

7 Q. And so after you left, you spoke to who --
8 at the time you left, you knew him to be the
9 associate general counsel?

10 A. That is correct.

11 Q. And do you know if he went on to become
12 the general counsel?

13 A. I don't know.

14 Q. Okay. Do you know who the general counsel
15 is today of Ahern Rentals?

16 A. I do not, sir.

17 Q. Okay. So again, let's go back and focus
18 on the time when you were the general counsel. For
19 litigations, in general, against Ahern Rentals, did
20 you have the authority on your own to make decisions
21 about settlement?

22 A. No, sir.

23 Q. Who had the authority for litigations
24 general at Ahern Rentals to make settlement
25 determinations?

1 A. Don Ahern.

2 Q. So specifically for the case by the
3 investors against Ahern Rentals in Los Angeles
4 Superior Court, did Don Ahern have the authority to
5 settle the case?

6 A. Yes, sir.

7 Q. And was there -- did he have the --
8 basically, the sole authority at Ahern Rentals to
9 determine whether or not to settle the case between
10 the investors and Ahern Rentals?

11 A. Yes, sir.

12 Q. And did he have the sole authority at
13 Ahern Rentals to settle the case between the court-
14 appointed receiver and Ahern Rentals pending in
15 Florida?

16 A. Yes, sir.

17 Q. And did he, to the best of your knowledge,
18 have the sole authority to settle the case between
19 the court- appointed receiver and Don Ahern
20 personally in Florida?

21 A. Yes, sir.

22 Q. Is it accurate to say that Don Ahern
23 controlled what happened at -- at Ahern Rentals?

24 A. That is correct.

25 Q. And at various times, he had the positions

1 of chief executive officer; is that right?

2 A. During my tenure, yes, sir.

3 Q. And he -- at times, he had the position of
4 chairman; is that right?

5 A. During my tenure, that is correct.

6 Q. Ultimately, did it really matter what
7 anyone's title was, or was it Don Ahern who could
8 override and make any decision?

9 A. It would be the latter, sir.

10 Q. Meaning that regardless of titles, Don
11 Ahern made the decisions; is that fair?

12 A. That is accurate.

13 Q. Now, there's something called the Ahern
14 family of companies that is referred to in internal
15 emails and press releases. And what's your
16 understanding of the Ahern family of companies?

17 A. That is, I would call, a marketing moniker
18 that groups all of the Ahern Rentals and its
19 affiliates into sort of a -- as I said, a marketing
20 type of moniker.

21 Q. And for the Ahern family of companies, are
22 those all companies that Don Ahern has an ownership
23 position in?

24 A. That would be accurate.

25 Q. And for the companies that Don Ahern has

1 an ownership position in, does -- does he control
2 those companies?

3 A. Yes.

4 Q. Now, one thing that is, I would say, all
5 over the disclosures that Ahern Rentals made in
6 connection with offering bonds or the -- the
7 purchase agreement with United Rentals is the number
8 of affiliated transactions between the various Don
9 Ahern companies. Are you familiar that there are
10 affiliated transactions?

11 A. Yes, I am -- I -- I am familiar with that.

12 Q. And was it your understanding, in general,
13 that the goal of these affiliated transactions
14 between the Ahern family of companies was to
15 ultimately profit for Don Ahern?

16 A. I'm not really sure how to answer that
17 question, Counsel.

18 Q. Okay. Well, let me think about it, and
19 I'll see if I can come back --

20 A. Okay.

21 Q. -- with a better -- better way to phrase
22 that.

23 A. Okay.

24 Q. Okay. And when they were offering
25 documents for bonds, were those documents that you

1 reviewed?

2 A. I did, also in connection with outside
3 counsel.

4 Q. Okay. And that's a -- that's a good
5 point. Who was the -- was there a regular outside
6 counsel in litigation for Ahern Rentals?

7 A. It depend on the litigation type.

8 Q. Okay. There's a gentleman by the name of
9 Connot, Mark Connot?

10 A. Mark Connot.

11 Q. Connot, thank you for helping me with the
12 pronunciation.

13 A. You're welcome.

14 Q. And what firm was he with?

15 A. During my tenure, Fox Rothschild.

16 Q. Okay. Do you recall that Fox Rothschild
17 represented Ahern Rentals in connection with the
18 lawsuit between the investors and Ahern Rentals in
19 Los Angeles Superior Court?

20 A. That is correct.

21 Q. And it's true, isn't it, that Don Ahern
22 chose to hire Fox Rothschild for that case?

23 A. That would be accurate.

24 Q. And did -- was it your understanding in
25 the case between the investors and -- and Ahern

1 **Rentals at Los Angeles Superior Court that Mark**

2 **Connot was the lead lawyer?**

3 A. Could you repeat that, please?

4 **Q. Yes. Was Mark Connot the lead lawyer, to**

5 **your understanding, in the case in Los Angeles**

6 **Superior Court between the investors and Ahern**

7 **Rentals?**

8 A. Yes, sir.

9 **Q. And how long during your tenure had Mr.**

10 **Ahern been working with Mark Connot?**

11 A. I don't know. I can tell you it preceded
12 my employment.

13 **Q. Okay. Do you recall what other**

14 **litigations Mr. Connot was involved in?**

15 A. It's not -- the -- the name of the
16 defendant is not coming to me, but I -- I do know he
17 represented Ahern, and potentially Don, in a -- in a
18 former case.

19 **Q. Okay. Are -- are you familiar with an**

20 **(sic) ransom attack that occurred at Ahern Rentals**

21 **in the 2'19/2'20/2'21 (sic) timeframe?**

22 A. I am aware of that.

23 **Q. Yeah. And how are you aware of that?**

24 A. It was widespread knowledge that there was
25 a ransomware attack at the company.

1 Q. Okay. And who -- who handled the issues
2 of the ransomware attack from a legal perspective?

3 A. I did.

4 Q. Okay. And was outside counsel engaged to
5 do that?

6 A. I believe there was counsel appointed by
7 the cyber insurance carrier.

8 Q. Do you remember what counsel that was?

9 A. I do not, sir.

10 Q. Was Fox Rothschild retained in any way
11 with the ransomware attack?

12 A. I don't think so.

13 Q. And for the litigation between the
14 investors and Ahern Rentals in Los Angeles Superior
15 Court, who was in charge of the document collection?

16 A. It was run by Fox Rothschild.

17 Q. Okay. And what was your role, if any?

18 A. If I received a request from counsel, I
19 would take that request and inquire the various
20 departments for the documents.

21 Q. And to your knowledge, as part of that
22 process, did Fox Rothschild and Mr. Connot also
23 speak directly with Don Ahern?

24 A. I don't know.

25 Q. Okay. Were there times when you and Fox

1 **Rothschild and Mr. Ahern all spoke about document**
2 **requests?**

3 A. I can't remember if we spoke specifically
4 about document requests.

5 **Q. Okay. Are you aware that certain**
6 **documents were destroyed?**

7 A. I learned about that from counsel.

8 **Q. Okay. You don't remember that when you**
9 **were there?**

10 A. No.

11 **Q. Okay. All right. I'm going to -- I've**
12 **jumped around a little bit, try to get the picture**
13 **of where we are. So now, I'm going to go back and**
14 **do things a little chronologically, okay?**

15 A. Okay.

16 **Q. Where did you go to law school?**

17 A. Duquesne University.

18 **Q. And what year did you graduate?**

19 A. 2006.

20 **Q. And what did you do after you graduated?**

21 A. I studied for the Nevada bar exam.

22 **Q. And at some point you passed the Nevada**
23 **bar exam, I take it?**

24 A. Yes.

25 **Q. And what was your -- what was your first**

1 job?

2 A. I worked at a firm called Patton, Shea and
3 Kiraly, P-A-T-T-O-N, S-H-E-A, K-I-R-A-L-Y.

4 **THE REPORTER:** Perfect. Thank you.

5 **BY MR. THOMAS:**

6 **Q. And what did you do there?**

7 A. Associate attorney.

8 **Q. But what kind of work did you do,**
9 **corporate work?**

10 A. No, sir. It was insurance defense
11 litigation, medical malpractice litigation --

12 **Q. Gotcha.**

13 A. -- defense.

14 **Q. And how long were you there?**

15 A. Approximately one year or so.

16 **Q. And what did you do after that?**

17 A. I went to another firm called Black and
18 LoBello, L-O-B-E-L-L-O.

19 **Q. And was it also litigation?**

20 A. It was a mix of corporate and litigation.

21 **Q. And how long were you there?**

22 A. Approximately one year.

23 **Q. Okay. And then what next?**

24 A. Went to another firm called Leach Johnson
25 Song and Gruchow. And that last name is spelled G-

1 R-U-C-H-O-W.

2 **THE REPORTER:** Thank you.

3 **BY MR. THOMAS:**

4 **Q. And corporate or litigation?**

5 A. Very small litigation, but majority
6 corporate and real estate.

7 **Q. Okay. And what did you do after that?**

8 **That was --**

9 A. Sorry?

10 **Q. Oh, and you went to -- where -- where did**
11 **you go after that? He just handed me something that**
12 **I think gives me the answer, but I'm asking you**
13 **anyway.**

14 A. Okay. I went to be a general counsel for
15 Peter Lik Corporation. And that's spelled L-I-K.

16 **Q. And what kind of company was that?**

17 A. A local Las Vegas landscape photographer.

18 **Q. Oh, that's cool.**

19 A. It was pretty fun.

20 **Q. So how did you end up becoming the general**
21 **counsel at Ahern Rentals?**

22 A. The former general counsel at that time --
23 his name was Brian Ritz, R-I-T-Z -- him and I had
24 networked together. And he was moving back to
25 Pittsburgh, and he thought of me for the role. And

1 I interviewed, and I got the job.

2 Q. All right. And who did you interview
3 with?

4 A. Don Ahern.

5 Q. And it was your understanding that Don
6 Ahern made the decision to hire you?

7 A. Yes, sir.

8 Q. When you joined in 2014, Ahern Rentals had
9 fairly recently come out of bankruptcy; is that
10 right?

11 A. That is my understanding.

12 Q. And when you came on, did you get an
13 understanding of why Ahern Rentals went into
14 bankruptcy?

15 A. No, sir. I wouldn't know.

16 Q. Did it recall you that they went into
17 bankruptcy to prevent a takeover?

18 A. That's what I've heard, but I don't know
19 for sure.

20 Q. Okay. Did you ever have any conversations
21 with Don Ahern that the reason they went into
22 bankruptcy was to prevent a takeover?

23 MR. SMITH: Yeah. Sorry. To the extent
24 that your answer will require that you provide
25 privileged information, then I instruct you not to

1 answer with that part of it. To the extent you can
2 still answer some part of it -- times, dates, who
3 you met with -- just not the content of that
4 conversation to the extent of seeking legal advice.

5 **THE DEPONENT:** So can you repeat the
6 question?

7 **BY MR. THOMAS:**

8 **Q.** Yeah, I'm -- I'm trying. Because it was
9 before you got there, I'm -- a fact conversation
10 about why they went into bankruptcy, I would contend
11 is not privilege. If there's something that he
12 said: Oh, I went in bankruptcy because of this, and
13 therefore I need your legal advice on, then that
14 obviously would be privileged, and I'm not asking
15 for that.

16 So my question is did you discuss with Don
17 Ahern that the reason that Ahern Rentals went into
18 bankruptcy before you became general counsel was to
19 prevent a takeover?

20 **A.** I have heard Don say that to other people.

21 **Q.** Okay. And when you first came to Ahern
22 Rentals general counsel, what was most of your
23 duties?

24 **A.** Overseeing outside counsel, reviewing
25 terms and conditions for rental customers, managing

1 the day-to-day operations of the legal department,
2 and incidental duties there -- thereto.

3 **Q. And at that time, how many affiliates did**
4 **Ahern Rentals have?**

5 A. I -- I don't know the exact answer to
6 that.

7 **Q. Okay.**

8 A. The exact number, excuse me.

9 **Q. It had some affiliates?**

10 A. Yes, sir.

11 **Q. And were you serving as general counsel**
12 **for Ahern Rentals and the affiliates?**

13 A. I would say yes.

14 **Q. And is it accurate to say that a number of**
15 **employees of Ahern Rentals also serve in roles for**
16 **the various affiliates?**

17 A. Depending on the role, I would say yes.

18 **Q. So Ahern Rentals and Ahern Rentals**
19 **affiliates share employees, fair?**

20 A. Yes, sir.

21 **Q. And in your role with the affiliates and**
22 **your role as general counsel, what happens when**
23 **Ahern Rentals enters into a transaction where, for**
24 **example, Ahern Rentals loans money to an affiliate?**
25 **Is there an -- is there typically an agreement?**

1 A. I -- I would say yes.

2 Q. And -- and if you have trouble then, just
3 let me know.

4 A. Yes.

5 Q. I have some general questions, and then in
6 a little bit --

7 A. Yeah.

8 Q. -- we'll get to some specifics.

9 A. Okay.

10 Q. But if I sort of have a general
11 understanding, hopefully I can --

12 A. Okay.

13 Q. -- go a little faster. When there is an
14 agreement, do you review the agreement for both
15 companies?

16 A. I would do an initial review, and
17 generally, I would have outside counsel also review
18 them.

19 Q. All right. And the outside counsel is the
20 outside counsel for Ahern Rentals and the affiliate?

21 A. They would serve as outside counsel to
22 Ahern Rentals. That's really who they were retained
23 by.

24 Q. Okay. And is it accurate to say the
25 affiliate wouldn't have outside counsel, typically?

1 A. Typically, yes, sir.

2 Q. All right. Now, for the business terms of
3 those loans, that wasn't a decision you made, was
4 it?

5 A. Absolutely not.

6 Q. Those were decisions that Don Ahern made?

7 A. Absolutely.

8 Q. All right. And then over the course of
9 your time, did the number of affiliates increase?

10 A. Yes, sir.

11 Q. And over the course of your time,
12 generally, did the number of related party
13 transactions increase?

14 A. I would -- I would surmise, yes.

15 Q. And during your time -- I would say during
16 all of your time there, is it accurate that Ahern
17 Rentals had very large lending relationships?

18 A. Could you repeat that one more time,
19 please?

20 Q. During your course of your time there, is
21 it accurate to say that Ahern Rentals had large, in
22 amount of money, lending relationships?

23 A. As a debtor or as a creditor?

24 Q. As a they were taking money from outside
25 entities.

1 A. Okay. Then, yes.

2 Q. And sometimes, that was through the
3 issuance of bonds?

4 A. Yes, sir.

5 Q. And sometimes that was issuance of a
6 revolving credit line from a -- a bank; is that
7 fair?

8 A. Yes, sir.

9 Q. And as part of the issuance of bonds,
10 Ahern Rentals would have a variety of covenants that
11 it needed to maintain?

12 A. That is correct.

13 Q. And then the same thing would be true of a
14 revolving credit line. There would also be certain
15 covenants that Ahern Rentals would have to maintain?

16 A. That is correct.

17 Q. And ultimately, was it Don Ahern's
18 decision about how to honor those commitments made
19 in the bond agreements that were with outside
20 lenders?

21 A. I would say he would take advice from
22 various people, like myself and the CFO, but
23 ultimately he made the final decisions.

24 Q. And I'm not asking you what that advice
25 is, just to be clear.

1 A. Sure.

2 Q. Okay. All right. That's very helpful to
3 understand. Let me go to just one other area before
4 we get into -- down to specifics, and that is back
5 to our litigation in Los Angeles Superior Court. On
6 a day-to-day basis, say a -- say, there were
7 documents that were discussed with outside counsel,
8 would outside counsel show those to you and expect
9 you to go talk to the business people, or would
10 outside counsel deal directly with Mr. Ahern?

11 A. It'd be the former.

12 Q. Okay. And when Mr. Ahern testified in a
13 deposition, who prepared him for that? Don't tell
14 me what was said. Just -- was that your job, or was
15 that outside counsel's job?

16 A. Outside counsel's job.

17 Q. Okay. All right. So there came a time
18 that Mr. Ahern sold the assets of Ahern Rentals to
19 United Rentals?

20 A. Yes, sir.

21 Q. And that was a transaction which you had
22 knowledge of?

23 A. That's correct.

24 Q. And -- and you reviewed those agreements?

25 A. In connection with outside counsel, yes,

1 sir.

2 Q. Okay. And in my little pile here -- can I
3 have this one, please? I'm going to mark as Exhibit
4 1 a document produced by United Rentals showing the
5 payment made for the transaction.

6 A. Okay.

7 THE REPORTER: This here? Exhibit 1
8 entered into the record.

9 THE DEPONENT: Thank you.

10 (WHEREUPON, Exhibit 1 was marked for
11 identification.)

12 BY MR. THOMAS:

13 Q. So the consideration paid for the assets
14 of Ahern Rentals included a payment of 2 --
15 approximately \$2 billion; is that right?

16 A. That was my understanding, yes, sir.

17 Q. All right. And what's reflected here is
18 where United Rentals wired that money, that \$2
19 billion. And so I have a few questions for you
20 about who some of these entities are.

21 A. Okay.

22 Q. So if you look on the right-hand side at
23 the amount -- it's a little easier to start there --
24 if you go down, there's an amount of -- of a little
25 over 107 million. Do you see that?

1 A. I do.

2 Q. And that was paid to SFG Titling. Am I
3 getting that right? Am I lined up right there?

4 A. Sounds right to me.

5 Q. Yeah. Who is SFG Titling?

6 A. I believe that they were one of the
7 equipment lessors that had leases with Ahern
8 Rentals.

9 Q. Okay. Is that an affiliated company or
10 unaffiliated?

11 A. Unaffiliated.

12 Q. Okay. Now, I'm going to go up, and we see
13 the first one -- I can't pronounce that -- is --

14 A. Auxilior.

15 Q. Auxilior Capital Partners?

16 A. Yes, sir.

17 Q. That's not affiliated, either -- either,
18 right?

19 A. Unaffiliated.

20 Q. Unaffiliated, okay. And then for the --
21 back to SFG Titling --

22 A. Mm-hmm.

23 Q. -- when you say equipment rentals, is that
24 just to Ahern Rentals, a leasing company, or did it
25 have -- you know, is the 107 million part of

1 **transactions with affiliates, or is this just Ahern**
2 **Rentals?**

3 A. I -- okay. The asset purchase was between
4 United Rentals and Ahern Rentals and Xtreme Re-
5 Rental.

6 **Q. Sure.**

7 A. So I don't know if this 107 million is for
8 both entities or one or the other.

9 **Q. Let me rephrase my question. Good point.**
10 **Is the 107 million for any entities other than the**
11 **re-rental company or Ahern rentals?**

12 A. Not to my knowledge.

13 **Q. Okay. If you could, look down to where it**
14 **says 28 million on the right, and if you look**
15 **across, it's Stonebriar.**

16 A. Yes, sir.

17 **Q. What is Stonebriar XRR?**

18 A. Stonebriar was another lessor of
19 equipment. I don't know what the XRR has to do with
20 that company.

21 **Q. Okay. And do -- to your knowledge, is the**
22 **28 million, is that for Ahern Rentals and the re-**
23 **rental company?**

24 A. I -- I don't know.

25 **Q. You don't know?**

1 A. Yeah.

2 Q. Okay. Now, I'm going to go down and show
3 you where it says Gibson, Dunn and Crutcher for
4 \$672,000. Do you remember which case Gibson Dunn
5 was working on?

6 A. This case -- or excuse me. This payment
7 was in connection with their work on this
8 transaction.

9 Q. Okay. And how about Stole Rives right
10 above?

11 A. Same answer.

12 Q. Same answer. Earlier, we talked about a
13 revolving line of credit, and we also talked about
14 bonds. If you look right up above that, it says B of
15 A revolver.

16 A. Yes, sir.

17 Q. Is that the revolving line of credit in
18 existence at that time?

19 A. That would be my understanding.

20 Q. And the second lien notes, that would be
21 the bonds that were outstanding at that time?

22 A. That would be my understanding.

23 Q. If we look down further, we see Ahern
24 Rentals, Inc., JPM, and it's 200 million. Is that -
25 - is JPM, is that the JPMorgan account for Ahern

1 **Rentals where this was wired?**

2 A. That would be my understanding.

3 **Q. Okay.**

4 A. But I don't know for sure.

5 **Q. And then we see Xtreme Re-Rental, LLC, 75**
6 **million and change. That's the re-rental company**
7 **affiliate you were talking about?**

8 A. That's correct.

9 **Q. And that company is also owned by Don**
10 **Ahern?**

11 A. Through his trust.

12 **Q. All right. Is there any difference**
13 **between Don Ahern and his trust?**

14 A. I can only tell you, Counsel, that these
15 entities were owned by Don Ahern's trust.

16 **Q. Okay. I -- I'll show you some stuff we**
17 **have.**

18 A. Okay.

19 **Q. All right. And then we have Ahern**
20 **Rentals, Inc. Again, this time it's 324 million,**
21 **Western Alliance. Is your understanding that would**
22 **be the payment went to Ahern Rentals, Inc., at the**
23 **bank Western Alliance?**

24 A. That's what this appears to be.

25 **Q. All right. Where did -- where did Ahern**

1 **Rentals bank at in Las Vegas?**

2 A. I have no idea. That would be something
3 for the CFO to testify to.

4 **Q. Were you paid through payroll?**

5 A. Yes.

6 **Q. All right. You don't know what bank that
7 came from?**

8 A. I don't.

9 **Q. Okay. In -- in the agreement to purchase
10 the assets of United -- by United Rentals to
11 purchase the assets of Ahern Rentals, were there a
12 part of that agreement that you were responsible
13 particularly for reviewing?**

14 A. Not -- I mean, it was more of a general
15 review of the document with outside counsel.

16 **Q. Okay. And did -- don't -- please don't
17 tell me yet. I'll try to do my -- but don't tell me
18 what was said. But did you discuss the transaction
19 with United Rentals with Don Ahern?**

20 A. I did.

21 **Q. Did you have many discussions?**

22 A. That'd be accurate.

23 **Q. All right. And when did those discussions
24 start?**

25 A. With Mr. Ahern and myself?

1 Q. Yes.

2 A. For this particular transaction, I would
3 probably say mid-2022.

4 Q. Okay. And does it refresh your
5 recollection that the transaction closed in December
6 2022?

7 A. Yes, sir.

8 Q. So do you still believe that your -- your
9 conversation started in mid-2022?

10 A. That -- to the best of my knowledge, as I
11 sit here today.

12 Q. And during the many conversations that you
13 had with Mr. Ahern regarding the United Rentals
14 transaction, were any of those -- any of those
15 conversations just you and Don Ahern alone?

16 A. There were.

17 Q. And was there a lot of those with just you
18 and Don Ahern?

19 A. There were multiple.

20 Q. All right. And where did those
21 conversations typically take place?

22 A. It really depends. Sometimes in the
23 offices; sometimes driving in a car; sometimes over
24 the phone.

25 Q. Okay. Is it accurate to say that the

1 offices of Ahern Rentals, that the employees that do
2 work for the different Ahern affiliate entities, a
3 lot of them are in the same building?

4 A. It depends on the actual department.

5 Q. Okay. And where was your office in
6 relation to Mr. Ahern's office?

7 A. I don't remember which year, but when I
8 had my office down at 8350 Eastgate, that's where
9 Mr. Ahern's office -- Don Ahern's office was.

10 Q. Okay. And is that where your office was
11 in December of 2023?

12 A. Yes, sir.

13 Q. Okay. And who else had offices there that
14 was part of any executive team?

15 A. Kirk Hartle, Cory Rosencrans, Brian
16 Grommons, Mark Brown.

17 Q. And is -- was Kirk Hartle still at Ahern
18 Rentals when you when you -- when you left?

19 A. No, sir.

20 Q. And when did he leave?

21 A. I -- I believe it was summer of 2023, but
22 I defer to the HR records.

23 Q. Okay. And who -- do you recall who his
24 replacement was?

25 A. It would have been Brian Grommons, I

1 believe.

2 Q. And was Brian Grommons still there when
3 you left in 2023?

4 A. Yes, sir.

5 Q. And do you have any knowledge whether he's
6 still there?

7 A. I don't.

8 Q. It -- I can't think of a way for me to ask
9 this question, so I'm going to wait a little bit and
10 think about that one just a little bit.

11 A. Take your time, Counsel.

12 MR. THOMAS: Okay. I want the queue. I'm
13 going to need my copy of the queue if you can find
14 it, but if not, I just need the queue. So let's
15 mark as --

16 THE REPORTER: Thank you, sir.

17 MR. THOMAS: Can you get back to your
18 thing? I'll do it. I got it right here.

19 THE DEPONENT: Thank you.

20 (WHEREUPON, Exhibit 2 was marked for
21 identification.)

22 THE REPORTER: Exhibit 2 entered for the
23 record. 34:00-ish

24 MR. SMITH: Can I get a copy of that,
25 please, Steve?

1 MR. THOMAS: I did -- I did bring you a
2 copy.

3 MR. SMITH: Do you need another one?

4 MR. THOMAS: It -- it's here somewhere.

5 MR. SMITH: Oh, okay.

6 MR. THOMAS: I have to find it. I'm not
7 very good at --

8 MR. SMITH: Oh, I'm not.

9 MR. THOMAS: I'm much better in trial than
10 -- off the record.

11 (WHEREUPON, a recess was taken.)

12 MR. THOMAS: Okay. So back on the record.

13 THE REPORTER: Thank you.

14 BY MR. THOMAS:

15 Q. So I've presented you with Exhibit 2,
16 which is Ahern Rentals, Inc., and subsidiaries
17 quarterly report for June 30, 2022. Have you ever
18 seen this doc before?

19 A. I have not.

20 Q. Okay. Did you review -- you didn't review
21 the queues before they went out?

22 A. Generally I did not, sir.

23 Q. Okay. I'm going to -- in that case, I'm
24 going to take you over, please -- I'm going to take
25 you over to page 6 at the bottom.

1 A. Okay.

2 Q. And if you look, there's a bullet point
3 down there, and it says 300 West Sahara, LLC?

4 A. Yes, sir.

5 Q. And it says: The secured line of credit
6 not to exceed \$40 million with 30 West Sahara, LLC,
7 an indirect, wholly-owned subsidiary of DFA, LLC,
8 and the entity controlled by Don Ahern. For DFA,
9 LLC, did you act as general counsel for that entity?

10 A. I did.

11 Q. And as we talked generally before, for the
12 transaction between these related entities, would
13 you be the -- would you review the document that
14 existed?

15 A. I would, but I would have outside counsel
16 take the lead on reviewing.

17 Q. And when outside counsel for a transaction
18 here took the lead in reviewing, would they be
19 retained by DFA, LLC?

20 A. I -- I don't know.

21 Q. Or would they just be retained by Ahern
22 Rentals?

23 A. I don't know, Counsel.

24 MR. THOMAS: Okay. All right. Let's go
25 off the record.

1 THE REPORTER: Off the record, 9:32 a.m.

2 (WHEREUPON, a recess was taken.)

3 THE REPORTER: We're on the record at

4 10:19 a.m. Counsel, please proceed.

5 BY MR. THOMAS:

6 Q. You still have Exhibit 2 in front of you?

7 A. Yes, sir.

8 Q. If we look on page 4, number 3.

9 A. Okay.

10 Q. It says: Transactions and balances with
11 commonly controlled affiliates and other related
12 parties. Do you see where I am?

13 A. Yes, sir.

14 Q. It says the company -- the company, and
15 that's Ahern Rentals; is that right?

16 A. According to paragraph, Ahern Rentals,
17 Inc., and subsidiaries.

18 Q. Okay. It says: The company purchases
19 forklifts and certain other equipment and parts for
20 resale and for its rental fleet from Xtreme
21 Manufacturing, LLC, an unconsolidated entity
22 controlled by a trust, the trust of which Don Ahern,
23 the company's chief executive officer and a
24 directive of the company, is the trustee. Do you
25 see that?

1 A. Yes, sir.

2 Q. And you understand that that trust is that
3 the -- I think it's commonly referred to as the DFA
4 trust?

5 A. I -- I've heard it referred to as the DFA
6 separate property trust.

7 Q. Okay. And for the DFA separate property
8 trust, Don Ahern is the trustee, correct?

9 A. That is my understanding.

10 Q. And Don Ahern is the sole beneficiary; is
11 that right?

12 A. That would be my understanding.

13 Q. And that includes that even Mr. Ahern's
14 wife has no interest in the trust, right?

15 A. That is correct.

16 Q. And Don Ahern controls the DFA trust,
17 correct?

18 A. The DFA separate property trust?

19 Q. Yes.

20 A. Yes, sir.

21 Q. And Don Ahern controls Ahern Rentals,
22 Inc., right?

23 A. Yes, sir.

24 Q. And Don Ahern also controls Xtreme
25 Manufacturing, LLC, correct?

1 A. That is correct.

2 Q. Yet, Don Ahern engineers transactions
3 between Ahern Rentals that he controls, Xtreme
4 Manufacturing he controls, and the DFA separate
5 property trust he controls, right?

6 A. Could -- could you just repeat that
7 question?

8 Q. Yes. Don Ahern engineers various
9 transactions between the Don Ahern DFA property
10 trust he controls; Xtreme Manufacturing, which he
11 controls; and Ahern Rentals, Inc., which he
12 controls, correct?

13 A. Yes, sir.

14 Q. If we look over at the next page, on page
15 5, we see AX Transportation, LLC, about two thirds
16 down the page. Do you see that?

17 A. Yes, sir.

18 Q. AX Transportation, LLC, AXT is an
19 unconsolidated transportation logistics company
20 established and controlled by the trust. Do you see
21 that?

22 A. Yes, sir.

23 Q. And again, this is the trust that -- the
24 separate -- DFA separate property trust that Don
25 Ahern controls?

1 A. That is correct.

2 Q. And therefore, he also controls -- Don
3 Ahern also controls the AX Transportation, LLC. Do
4 you see that?

5 A. Yes, sir.

6 Q. Now, when each time that Mr. Don Ahern is
7 engineering these transactions between different
8 entities that he controls, he's doing it for his
9 personal benefit, correct?

10 A. I would agree with that.

11 Q. I'm going to look at the -- few more pages
12 back to page 13, where it says legal matters.

13 A. Okay.

14 Q. And under legal manners (sic), the first
15 thing it says is: The company is a named defendant
16 in the following four lawsuits. Number one, Solar
17 Eclipse Investment Fund III, LLC, et al., vs.
18 Cohnreznick, LLP, et al. And it gives a case
19 number, and it's in Los Angeles County Superior
20 Court. That's the case with the investors versus
21 Ahern Rentals that we've been referring to, correct?

22 A. Yes, sir.

23 Q. Then the next one is Solarmore Management
24 Services vs. Jeff Carpoff. The one after that is
25 Neil Luria, as receiver of Solar Eclipse Fund IV,

1 LLC, vs. Cohnreznick. You understand that is the
2 case we've been referring to as the receiver's case
3 against Ahern Rentals in Florida?

4 A. Yes, sir.

5 Q. Now, there's a description here if you
6 read down about different cases, but I'm going to
7 refer you down to the last paragraph, where it says:
8 Ahern denies liability in the lawsuits. Do you see
9 that?

10 A. Yes, sir.

11 Q. It says: The company has determined that
12 the amount of any material loss or range of any
13 losses that is reasonable possible to result from
14 the lawsuits is not estimable. Do you see that?

15 A. Yes, sir.

16 Q. When it says the company has determined,
17 does that mean really, ultimately, Don Ahern has
18 determined?

19 A. Don Ahern is the ultimate boss.

20 Q. And so, ultimately, Don Ahern determined
21 that any losses that is reasonably possible to
22 result from the lawsuits is not estimable?

23 A. I would agree.

24 Q. Next thing it says is the company has not
25 taken any reserves in connection with the lawsuits.

1 Do you see that?

2 A. Yes, sir.

3 Q. You understand, generally, that the claims
4 and the lawsuits -- and I'll say specifically the
5 first lawsuit, the investors versus Ahern Rentals --
6 sought damages of over a billion dollars, correct?

7 A. That is my understanding.

8 Q. And that litigation between the investors
9 and Ahern Rentals began approximately 2020; is that
10 right?

11 MR. THOMAS: Do we have a copy of the
12 complaint?

13 MR. PEREZ: I can --

14 MR. THOMAS: Why don't you get a copy of
15 it.

16 THE DEPONENT: I would defer to the plea.

17 BY MR. THOMAS:

18 Q. And it certainly was brought before June
19 30, 2022, that is the quarterly report we were
20 looking at as Exhibit 2, right?

21 A. Assuming that's when the pleading was
22 filed.

23 Q. And so these transactions that Don Ahern
24 was engaging in between affiliated companies were
25 done during the time period of the litigation

1 **between the investors and Ahern Rentals?**

2 A. That is accurate.

3 **Q. And some of these transactions included**
4 **monies going from Ahern Rentals to these affiliated**
5 **companies that Don Ahern controlled?**

6 A. Could you be more specific on that?

7 **Q. For example, some of the affiliated party**
8 **transactions that were happening in 2022 during the**
9 **litigation included Ahern Rentals loaning money to**
10 **affiliated companies. Do you recall that?**

11 A. Yes, if that was what was disclosed in the
12 report.

13 **Q. And so during the time of the litigation,**
14 **Ahern Rentals diverted assets from Ahern Rentals to**
15 **affiliated companies also controlled by Don Ahern?**

16 A. That's what it appears to be.

17 **Q. Remember we talked about the bondholders**
18 **and the covenants?**

19 A. Yes, sir.

20 **Q. Do you recall that the -- the bondholders**
21 **themselves complaining that Mr. Don Ahern was**
22 **diverting money from Ahern Rentals to himself**
23 **personally?**

24 A. I do recall correspondence from counsel
25 that had represented some bondholders.

1 Q. And, in fact, this was during a time
2 period in which Ahern Rentals business was
3 substantially less than in prior years because of
4 the pandemic?

5 A. I would agree with that statement.

6 MR. THOMAS: Let me -- although I've lost
7 Jose.

8 MR. SMITH: He went to get a complaint.

9 MR. THOMAS: Can we go off the record for
10 just a moment?

11 THE REPORTER: Off the record, 10:29.

12 (WHEREUPON, a recess was taken.)

13 THE REPORTER: Back on the record, 10:29.

14 MR. THOMAS: I'm going to mark as Exhibit
15 3 a Bloomberg Law news article. I was going to read
16 that title.

17 (WHEREUPON, Exhibit 3 was marked for
18 identification.)

19 THE REPORTER: Absolutely. Exhibit 3
20 entered into the record.

21 MR. THOMAS: "Ahern Pulls Junk Bond After
22 Investors Demand 10.5 Percent Yield." Here you go.
23 For you.

24 THE DEPONENT: Thank you.

25 MR. THOMAS: And while you review that

1 one, I'm going to mark a second one.

2 (WHEREUPON, Exhibit 4 was marked for
3 identification.)

4 THE REPORTER: Exhibit 4 entered into the
5 record.

6 MR. THOMAS: I'll provide this to you, as
7 well.

8 THE DEPONENT: Thank you.

9 BY MR. THOMAS:

10 Q. I've also marked as Exhibit 4 another
11 issue -- news article concerning bondholders
12 complaints. And I'm going to ask you in that one
13 about the third paragraph down, if you want a chance
14 to review it.

15 A. Exhibit 4?

16 Q. Exhibit 4.

17 A. Okay. Let me have --

18 Q. And then I'll ask you about the two of
19 them together.

20 A. Okay. Okay.

21 Q. So now having placed Exhibit 3 and Exhibit
22 4 in front of you and giving you a chance to review,
23 let's start with Exhibit 3. If you look at the
24 third paragraph down --

25 A. Okay.

1 Q. -- it says: The bond terms and interest
2 that asset managers demanded reflected the risk of
3 lending to companies -- company, whose owners, the
4 Ahern family, pulled money out of the business
5 during the pandemic when it was under financial
6 strain. Do you see that?

7 A. Yes, sir.

8 Q. And I'm going to ask you to look at
9 Exhibit 4, the third paragraph down, and it says:
10 In 2020, bondholders took issue with certain
11 dividend payments to owners of the Las Vegas base
12 provider of construction and high reach equipment
13 rentals, including CEO Don Ahern, as the proceeds
14 were allegedly used to purchase real estate to be
15 leased back to the company, as well as Ahern Rentals
16 dealings with businesses controlled by the CEO, the
17 sources said. In the meantime, the business has
18 been suffering from significantly lower demand due
19 to the Covid-19 pandemic. Do you see that?

20 A. Yes, sir.

21 Q. And do you recall that in 2020, in fact,
22 there actually were dividend payments, including to
23 Don Ahern, and that he used the proceeds to purchase
24 real estate to be leased right back to Ahern
25 Rentals?

1 A. That -- that is my recollection.

2 Q. And that transaction personally benefited
3 Don Ahern; is that correct?

4 A. I would agree.

5 Q. And at that time, bondholders believed
6 that those actions had violated some of the
7 covenants and bonds? Or do you not recall one way
8 or the other what the complaint was?

9 A. I couldn't testify to that.

10 Q. Okay. And what was the affiliated entity,
11 if you recall, that Don Ahern transferred money out
12 of Ahern Rentals to -- to purchase land?

13 A. I don't know if money was funneled
14 directly to that entity, because this says dividend
15 payments. What I can tell you is the real estate
16 company was DFA, LLC.

17 Q. And that's the DFA, LLC, that is
18 ultimately controlled by Don Ahern; is that right?

19 A. Yes, sir.

20 Q. And Don Ahern personally benefits from any
21 profits or proceeds of DFA, LLC?

22 A. I would agree.

23 Q. Now, since you reported directly to Don
24 Ahern, did you have an opportunity to -- to observe
25 Don Ahern's management style?

1 A. Yes.

2 Q. And in your 10 years at the company, did
3 you have an opportunity to -- to review Don Ahern's
4 management style, not just with you, but others?

5 You observed it?

6 A. Yes, sir.

7 Q. Would you -- how would you describe his
8 management style in a -- as -- as far as a level of
9 detail?

10 A. Very hands on.

11 Q. Would you describe Mr. Ahern as a
12 micromanager?

13 A. That would be a fair statement.

14 Q. And would it be fair to say that any
15 substantial transactions at Ahern Rentals, based on
16 his management style, that Mr. Ahern would be
17 involved in?

18 A. Yes, sir.

19 Q. And would be the decision maker in them?

20 A. Yes, sir.

21 Q. And would certainly know about those
22 transactions?

23 A. Yes, sir.

24 Q. One of the things that his son, Evan
25 Ahern, has testified to is that he ran everything by

1 his dad. Based on your experience at Ahern Rentals,
2 is that a true statement?

3 A. I would agree with that statement.

4 Q. And when Mr. Ahern made the decisions
5 having to do with affiliated transactions, there --
6 there were a board of directors, though, right?

7 A. For which entity?

8 Q. For Ahern Rentals.

9 A. Yes, sir.

10 Q. When there was a transaction between
11 affiliated entities, did the board of directors
12 sometimes have to vote on those?

13 A. Yes, sir.

14 Q. And in those transactions between
15 affiliated entities, Mr. Ahern, if he was
16 conflicted, he could not vote; is that right?

17 A. I would agree with that.

18 Q. And were you in these board meetings for
19 Ahern Rentals?

20 A. Yes.

21 Q. In typical practice in your observation of
22 these meetings, even though Mr. Ahern could not
23 vote, would he still discuss with the board the
24 transaction between affiliated entities that Don
25 Ahern controlled both entities?

1 A. He would.

2 Q. And he would explain their transactions to
3 the board members?

4 A. Okay. The transactions were explained by
5 the chief financial officer, and at times, Don would
6 add input into those transactions.

7 Q. In all -- in -- in your memory, in all of
8 these transactions that were between two entities
9 that Don Ahern controlled and that Don Ahern would
10 personally benefit from, but he was not -- he did
11 not vote, did the board approve his transactions
12 every single time?

13 A. I would defer to the board minutes, but I
14 could sit here today and say I can't -- I would
15 agree with that.

16 Q. And having been present in the board
17 meeting, was it clear, at least to you, how Don
18 Ahern wanted the -- the board to vote?

19 A. Could you repeat that question, please?

20 Q. In being present in the board meetings,
21 was it clear to you that -- which way Don Ahern
22 wanted the board to vote?

23 A. Yes.

24 Q. And to the best of your memory, the board
25 voted Don Ahern's way every time?

1 A. Again, I defer the board minutes, but I
2 would agree.

3 **MR. THOMAS:** Now, can we go off the record
4 for just a moment?

5 **THE REPORTER:** Off the record, 10:39.

6 **(WHEREUPON, a recess was taken.)**

7 **THE REPORTER:** Back on the record, 10:42
8 a.m.

9 **BY MR. THOMAS:**

10 **Q.** So the -- Ahern Rentals leased aircraft,
11 private jets, from a related entity, as well. Do
12 you recall that?

13 A. I do recall that.

14 **MR. THOMAS:** Let's mark as Exhibit 5.

15 **(WHEREUPON, Exhibit 5 was marked for**
16 **identification.)**

17 **THE REPORTER:** Thank you, sir. Exhibit 5
18 entered into the record.

19 **BY MR. THOMAS:**

20 **Q.** This is draft offering document. If you
21 turn the page, you'll see it's got a date of 2021.
22 And this is for the secured notes, which we've
23 sometimes said the bonds?

24 A. Yes.

25 **Q.** And I'm going to ask you to turn over with

1 me to page 83 at the bottom.

2 A. Okay.

3 Q. And if we look down there, we say -- it
4 says: We lease certain aircraft from two
5 subsidiaries of DFA, LLC. Terms of the air class
6 (sic) -- aircraft leases range from a 12-month lease
7 to leases they expire through January 31, 2022. Do
8 you recall what the two aircraft were?

9 A. No, I don't recall.

10 Q. And did you have any involvement with the
11 documentation of that?

12 A. I was involved, but I -- we did retain an
13 FAA aviation counsel to assist.

14 Q. Okay. And do you know how much was paid
15 for the aircraft from Ahern Rentals that Don Ahern
16 controlled to DFA, LLC, that Don Ahern controlled
17 for two aircraft?

18 A. I do not.

19 Q. Who used the aircraft?

20 A. Don Ahern would use the aircraft.

21 Q. Do you know what he needed two of them
22 for?

23 A. Excuse me?

24 Q. Do you know what he needed two of them
25 for?

1 A. I don't know why.

2 Q. Were you aware of Don Ahern using the
3 aircraft for personal business?

4 A. I -- I don't know.

5 Q. If you look at the top of the same page,
6 it says: As of August 31, 2021 -- do you see that?

7 A. Yes, sir.

8 Q. 1,000 shares of copy common stock of Ahern
9 Rentals, Inc., were outstanding, 970 of which were
10 beneficially owned by Don F. Ahern and 30 of which
11 were beneficially owned by John Paul Ahern, Jr., Don
12 F. Ahern's brother. You understood that to be a
13 true statement?

14 A. I do.

15 Q. It says: Don. F. Ahern's 970 shares are
16 held by Don Ahern as trustee of the DFA separate
17 property trust, the DFA trust, a revocable trust
18 established by Don F. Ahern, who is sole trustee, an
19 income beneficiary of this trust, and his trustee
20 has sole voting and investment power with respect to
21 all 970 shares. As far as you're aware, is that a
22 true statement?

23 A. That is a true statement.

24 MR. THOMAS: All right. Take a short
25 break.

1 **THE DEPONENT:** Okay.

2 **MR. THOMAS:** I'll go deal with that for a
3 minute.

4 **THE REPORTER:** Okay. We're off the
5 record, 10:46 a.m.

6 **(WHEREUPON, a recess was taken.)**

7 **THE REPORTER:** We're back on the record at
8 11:24 a.m. Counsel, please proceed.

9 **(WHEREUPON, Exhibit 6 was marked for**
10 **identification.)**

11 **BY MR. THOMAS:**

12 **Q.** I'm going to show you what we've marked as
13 a Exhibit 6, which is an email from Christa Potkay
14 to yourself.

15 **A.** Okay.

16 **THE REPORTER:** Exhibit 6 has been entered
17 into the record.

18 **THE DEPONENT:** Okay.

19 **BY MR. THOMAS:**

20 **Q.** Mr. Bakdash, who's Christa Potkay?

21 **A.** At the time this email was drafted -- or
22 sent, she was the controller for Xtreme
23 Manufacturing.

24 **Q.** And I see that a CC is made of Kirk
25 **Hartle?**

1 A. Yes, sir.

2 Q. And it says Ahern. Who is he?

3 A. He is the senior chief financial officer
4 for Ahern rentals at the time.

5 Q. Okay. And it's -- the email to you, it
6 says: Attachment Xtreme org. chart. It says 219-01-
7 18. If you look on the back page, I believe you'll
8 see that attachment. Do you see that?

9 A. Yes, sir.

10 Q. And the email says: Hi, Sami. Jim Wilcox
11 from PBTK -- and who's Jim Wilcox?

12 A. I think he was a -- one of the outside tax
13 accountants for PBTK.

14 Q. Okay. And it says: Jim Wilcox from PBTK
15 has a question on ownership for Don's taxes. Can
16 you please review number 9 below and respond to all?
17 Thanks. And if you look at the bottom right, you'll
18 see Bates number of Ahern_0515834 and the last Bates
19 number is 837 on the last page. See that?

20 A. Yes, sir.

21 Q. I represent to you that this document was
22 produced by Ahern Rentals.

23 A. Okay.

24 Q. Now, is your understanding that you
25 received this email?

1 A. I don't have any reason to dispute.

2 Q. All right. And one of the things they
3 asked you to do was review the attachment on the
4 back?

5 A. Yes.

6 Q. And we see, I guess, maybe something we
7 might call a spider graph.

8 A. Okay.

9 Q. Do you have an understand of what this
10 chart is?

11 A. I do.

12 Q. What is it?

13 A. This graphically illustrates how all the
14 companies are affiliated and how they are owned.

15 Q. And is this a chart that was updated over
16 time?

17 A. Yes, sir.

18 Q. And at least according to this chart, it
19 appears that all -- all roads lead to Don F. Ahern.
20 Do you see that?

21 A. It -- to Don F. Ahern, trustee of DFA
22 separate property trust, dated July 2, 1997, as
23 amended.

24 Q. And is it accurate that all the arrows for
25 all of these, I'm going to say 20-plus companies,

1 entities, people, all go to the Don F. Ahern,
2 trustee of DFA separate property trust? Do you see
3 that?

4 A. I do. Yes, sir.

5 Q. And what did you understand this chart
6 represented?

7 A. My understanding is that this chart
8 illustrates that all the entities were ultimately
9 owned by this DFA separate property trust.

10 Q. And I believe we've discussed already that
11 the Don F. Ahern, trustee of the DFA separate
12 property trust, is completely controlled by Don
13 Ahern?

14 A. Correct.

15 Q. And that Don Ahern personally benefits
16 from money that goes to the trust?

17 A. I would agree.

18 Q. I'd like to -- I'm going to skip an
19 exhibit number. And I pre-marked some things.

20 (WHEREUPON, Exhibit 8 was marked for
21 identification.)

22 BY MR. THOMAS:

23 Q. I want to show you, please, Exhibit 8 that
24 we pre-marked, and that is the third amended
25 complaint in the investors versus Ahern Rentals

1 action in Los Angeles Superior Court we've been
2 talking about.

3 A. Okay.

4 **THE REPORTER:** Exhibit 8 entered into the
5 record.

6 **BY MR. THOMAS:**

7 Q. I know this is a big, thick document. I'm
8 not going to ask you to review the whole thing. We
9 just talked about the date of when it was filed.
10 And if you look on the cover page, it says: Action
11 filed December 17, 2019. Do you see that?

12 A. Yes, sir.

13 Q. And you don't have any reason to believe
14 that that's anything but accurate, right?

15 A. No, I don't have any reason to dispute
16 that that's anything but accurate.

17 (WHEREUPON, Exhibit 7 was marked for
18 identification.)

19 **BY MR. THOMAS:**

20 Q. Next here, I'm going to show you a
21 document we've been -- we've marked as Exhibit 7.
22 On the front page it says Exhibit A, but inside you
23 will see that this is a complaint by Mark Townsend
24 vs. Ahern Rentals, Don Ahern, and Mark Brown filed
25 in the Superior Court of the State of California for

1 the County of Los Angeles.

2 A. Okay.

3 THE REPORTER: Exhibit 7 entered into the
4 record.

5 MR. SMITH: Thank you.

6 BY MR. THOMAS:

7 Q. Please take as much time you need to
8 review the exhibit. Ultimately, I'm going to direct
9 you first to paragraph 3 and then to paragraph 13.

10 A. Okay.

11 Q. Mr. Townsend, do you understand him to be
12 an individual who worked at Ahern Rentals?

13 A. Yes.

14 Q. And paragraph 3 of Mr. Townsend's
15 complaint says: On the information and belief,
16 Defendant Don Ahern, "the CEO." And I ask you, do
17 you understand, based on your understanding of how
18 documents complaints work, that throughout this
19 document, instead of saying the words Don Ahern, he
20 will be referred to as CEO?

21 A. Yes, sir.

22 Q. I'm going to ask you to turn with me to
23 paragraph 13.

24 A. Okay.

25 Q. And on paragraph 13, it says: On

1 information and belief, on multiple occasions during
2 business meetings, the CEO -- you understand that
3 that means Don Ahern in paragraph 13?

4 A. Yes, sir.

5 Q. It says: The CEO -- or Don Ahern -- made
6 offensive and bigoted statements that were severe,
7 pervasive, and both objectively offensive to
8 plaintiff, including, but not limited to, statements
9 such as these. I'm going to read some of these
10 statements verbatim. They include offensive words.
11 I want you to understand that it's not me, Steven
12 Thomas, using these words, simply reading the words
13 that were written into this complaint.

14 The first one is that Don Ahern, the CEO,
15 stated, quote: We don't like hiring niggers. They
16 are dumb. They are just born that way. B says --
17 again, Don Ahern, not Steve Thomas speaking, I'm
18 simply reading -- We need to get rid of all the old
19 fuckers, niggers, and anyone with a medical issue.
20 Next, Mr. Don Ahern stating: If it was up to me, I
21 would get rid of all the niggers, Mexicans, and
22 women, because they're useless.

23 A little further down, Mr. Don Ahern
24 stating -- and again, I'm reading the complaint --
25 after a Black employee was terminated from a branch

1 location, Don said to the branch manager: Is that
2 nigger you just fired going to sue me? That's what
3 niggers do, you know. In general, the CEO, i.e. Don
4 Ahern, regularly and frequently referred to Blacks
5 as niggers in the workplace. Do you see where I
6 read that information?

7 A. Yes, sir.

8 Q. Sir, during your time period -- well, let
9 me just ask you this way. Have you heard Don Ahern
10 use such language?

11 A. In the beginning of my tenure there, I had
12 not heard him use those languages around me. But at
13 -- within the last year or so prior to my leaving
14 Ahern Rentals, I have heard him say that.

15 Q. And when you say: I have heard him say
16 that within the last year or so before you leave
17 Ahern Rentals, you're referring to the types of
18 statements that I just read?

19 A. Yes, sir.

20 Q. Sir, within the last year or so before you
21 left Ahern Rentals, did you hear Don Ahern use the
22 N-word?

23 A. Yes, sir.

24 Q. Within the last year before you left Ahern
25 Rentals, did you hear Mr. Ahern make derogatory

1 **comments about women?**

2 A. Yes, sir.

3 **Q. Based on your experience in working at**
4 **Ahern Rentals, did Mr. Ahern like working with**
5 **women?**

6 A. Could you repeat that, please?

7 **Q. During your time at -- at Ahern Rentals,**
8 **based on that experience, did you observe whether or**
9 **not Mr. Ahern seemed to like working with women?**

10 A. Again, towards the end of my tenure there,
11 it seemed like he did not like where he working with
12 women.

13 **Q. Sir, are you familiar generally with this**
14 **complaint?**

15 A. Generally.

16 **Q. I'm not going to ask you any information**
17 **you may have learned acting in your capacity as**
18 **general counsel, but I believe -- well, I just won't**
19 **ask you any questions about that.**

20 A. Okay.

21 **MR. THOMAS:** All right. The -- I'm going
22 to off the record.

23 **THE REPORTER:** Off the record, 11:35 a.m.

24 **(WHEREUPON, a recess was taken.)**

25 **THE REPORTER:** We're back on the record at

1 12:16 p.m. Counsel, please proceed.

2 **MR. THOMAS:** Thank you. Mr. Bakdash, I
3 want to apologize to you and your counsel and also
4 to the court reporter. We're all here. We know
5 that I keep going into that office there. I
6 scheduled two things at the same time. And I am --
7 I am simultaneously taking your deposition and
8 mediating in that room on Zoom.

9 And I really very much appreciate
10 everyone's indulgence, but as I promised, I'm trying
11 to be efficient when we're asking questions. And
12 I'm going to do the same thing hopefully right now
13 and be efficient.

14 **BY MR. THOMAS:**

15 **Q.** So in that regards, I'm going to ask a few
16 questions. I'm going to ask -- can we have extra
17 copies of these documents, please? And I'm going to
18 ask you to go to Exhibit 5 --

19 **A.** Okay.

20 **Q.** -- which was previously marked. I'm going
21 to ask you a few questions about this document. I'm
22 going to ask you a few questions about this
23 document.

24 **A.** Okay.

25 **Q.** I'm going to ask you in Exhibit 5, please

1 go back to page 25.

2 A. Okay.

3 Q. And this is the place in 25 where Ahern
4 Rentals discloses: We are controlled by, one,
5 shareholders, that shareholders interest may
6 conflict with the interest of the holders of our
7 note. Do you see that?

8 A. I do.

9 Q. And this makes clear that Don F. Ahern,
10 our chief executive officer, beneficially owns 97
11 percent of our outstanding common stock through the
12 DFA property trust. That's the end of the quote.

13 A. The DFA separate property trust.

14 Q. Separate property trust, thank you. And
15 do you see where I saw that?

16 A. Yes, sir.

17 Q. He goes on to explain that his brother
18 owns the other 3 percent. Do you see that?

19 A. Yes, sir.

20 Q. But -- then Ahern Rentals admits that as a
21 result, Don F. Ahern controls the outcome of matters
22 submitted to a shareholder vote. Do you see that?

23 A. Yes.

24 Q. And it -- it's not the DFA separate
25 property trust that controls the outcome. It's Don

1 **F. Ahern; is that correct?**

2 A. That is correct.

3 **MR. SMITH:** Just for purpose of ambiguity,
4 are you saying, is that correct that the documents
5 says that, or is that correct, that that's how it
6 works in practice?

7 **MR. THOMAS:** That's an excellent point,
8 and I -- I will ask both those questions separately,
9 because I think they're both.

10 **BY MR. THOMAS:**

11 **Q. So let's say, in truth, Don F. Ahern**
12 **controls the outcome of matters submitted to a**
13 **shareholder vote; is that correct?**

14 A. I would agree.

15 **Q. And, in fact, that's what this document**
16 **discloses, right?**

17 A. Yes, sir.

18 **Q. And this document does not disclose that**
19 **the DFA separate property trust controls the**
20 **outcomes, right?**

21 A. That is correct.

22 **Q. It then goes on to say: We are also party**
23 **to a number of loan agreements, leases, and other**
24 **transactions involving entities controlled by Don F.**
25 **Ahern. Do you see that?**

1 A. Yes, sir.

2 Q. Now, as we saw from our previous chart,
3 the ownership of those entities is mostly done
4 through the DFA separate property trust, correct?

5 A. Yes, sir.

6 Q. But in fact, it's actually Don F. Ahern
7 who controls those entities, right?

8 A. I would agree.

9 Q. And that's actually what this document
10 says, that it's Don F. Ahern that controls those
11 affiliated companies, not the DFA separate property
12 trust?

13 A. That is correct.

14 MR. THOMAS: Let's mark as exhibit --

15 THE REPORTER: Exhibit 9.

16 MR. THOMAS: -- Exhibit 9 the extreme --
17 sorry, you're talking. You can't type, so I'm going
18 to stop talking.

19 (WHEREUPON, Exhibit 9 was marked for
20 identification.)

21 THE REPORTER: Thank you, sir. Exhibit 9
22 has been entered into the record.

23 MR. THOMAS: The Xtreme Re-Rental, LLC,
24 annual report, December 31, 2021.

25 THE DEPONENT: Okay.

1 **MR. SMITH:** Thank you.

2 **BY MR. THOMAS:**

3 **Q.** Take a moment to review, but I'm going to
4 ask you to when you're ready to turn over to page 6.

5 **A.** Okay.

6 **Q.** And if we look at page 6, Xtreme Re-
7 Rental, LLC, discloses that it is an equipment
8 rental company that is part of a larger group of
9 commonly controlled businesses owned by Don F. Ahern
10 through his trust, including Ahern Rentals, Inc.,
11 Ahern, a privately owned construction equipment
12 rental company. You see that?

13 **A.** Yes, sir.

14 **Q.** And you understand that to be an accurate
15 statement?

16 **A.** That is an accurate statement.

17 **MR. THOMAS:** Now, I'm going to mark two
18 exhibits, Exhibits --

19 **THE REPORTER:** Exhibit 10 and Exhibit 11.

20 **MR. THOMAS:** -- Exhibit 10 and Exhibit 11.
21 Want to do that, and then I will --

22 **THE REPORTER:** Yes, please.

23 **(WHEREUPON, Exhibit 10 and Exhibit 11 were**
24 **marked for identification.)**

25 **BY MR. THOMAS:**

1 Q. I'm going to show you what we've marked as
2 Exhibit 10 and Exhibit 11. Exhibit 10 is a series
3 of emails concerning Ahern Rentals. And Exhibit 11
4 is a Ahern Rentals Ocean-wide and Ahern Rentals, a
5 winning combination. I'm going to give you that.

6 A. Okay.

7 Q. So if you look, please, first at Exhibit
8 10 --

9 A. Okay.

10 Q. -- you see an email from Paul Anderson,
11 and it says branch manager, sales manager, and the
12 address is an Orlando, Florida address. Do you see
13 that?

14 A. I see that.

15 Q. Did Ahern Rentals have a branch in
16 Orlando, Florida?

17 A. Yes, sir.

18 Q. Did you by any chance know Paul Anderson?

19 A. I don't.

20 Q. And if you would also look at me at
21 Exhibit 11 --

22 A. Okay.

23 Q. -- I'm going to ask you to go over to
24 what's page 7.

25 A. Okay.

1 Q. And you will see a national locations map
2 that shows little diamonds where there are locations
3 of Ahern Rentals, and there's one in Florida. Do
4 you see that?

5 A. I see that.

6 Q. Is your understanding that Ahern Rentals
7 eventually had an additional branch in Florida?

8 A. I don't know the exact number, Counsel,
9 but I do believe there was multiple branches opened
10 in Florida.

11 Q. Do you know the location of any of those
12 branches, besides Orlando?

13 A. I would just be recalling from memory. I
14 believe there was one in Pompano Beach, believe one
15 in Jacksonville, maybe Bradenton, Fort Myers. And
16 I'm just recalling from memory, but I would defer to
17 whatever's -- locations are in the company's
18 records.

19 Q. Based on the time when you were working at
20 Ahern Rentals, Ahern Rentals regularly conducted
21 business in Florida?

22 A. Could you repeat that, please?

23 Q. During the time that you were at Ahern
24 Rentals, Ahern Rentals regularly conducted business
25 in Florida?

1 A. I would agree once we opened the branch in
2 Florida.

3 Q. Well, if we look at Exhibit 10, we see the
4 date of that email is 2017 at the top.

5 A. Yes.

6 Q. Do you know when exactly the first one was
7 opened?

8 A. I don't.

9 Q. But you agree that at least by 2017, Ahern
10 Rentals was regularly doing business in Florida?

11 A. I wouldn't have any reason to disagree.

12 Q. Well, based on this email showing a branch
13 in Florida, it -- your experience there, people
14 didn't list their branch in Florida unless that's
15 where they actually were doing business; is that
16 correct?

17 A. Yes, sir. That is correct.

18 Q. So based on that understanding, you would
19 say that at least as of 2017, Ahern Rentals was
20 regularly doing business in Florida?

21 A. I would agree.

22 Q. And then, for the multiple locations that
23 were in Florida, who would make the decision about
24 what land would be bought or leased for the
25 locations?

1 A. Don Ahern.

2 Q. And was it Don Ahern's practice to
3 personally look at land he was buying or leasing?

4 A. Yes, sir.

5 Q. And in this instance, you have personal
6 knowledge that Don Ahern traveled to Florida to, in
7 fact, either purchase or buy lands for these
8 locations?

9 A. Yes, sir.

10 Q. And so based on your personal knowledge,
11 Don Ahern himself conducted business in Florida, at
12 least as of 2017, when -- when we know the Orlando
13 branch was already open?

14 A. Yes.

15 Q. And, in fact, he would have gone
16 beforehand to pick out the land before that opened?

17 A. That is correct.

18 Q. So we talked before about the complaint in
19 2020 by bondholders about certain dividend payments
20 being taken out of Ahern Rentals. Do you remember
21 that?

22 A. I remember we discussed that, yes.

23 Q. There -- I don't -- sorry, I don't know
24 the exhibit numbers, but if you need to press your
25 recollection, the -- the documents I showed you

1 before are in front of you.

2 A. Exhibit 3 and Exhibit 4.

3 Q. Exhibit 3 and Exhibit 4, yes. Thank you.

4 And also, I'd like to remind you again -- because I
5 very rudely go off the record and go in another room
6 for a while, so I want to remind you that we looked
7 at the complaint in this case, and the date filed
8 was December of 2019.

9 A. Yes.

10 Q. So is it your recollection that, in fact,
11 sometime in 2020, while this lawsuit was pending,
12 Don Ahern made the decision to dividend out of Ahern
13 Rentals money to himself and to his other
14 shareholder, his brother?

15 A. That is correct.

16 MR. SMITH: And I'm just going to caution
17 you as we go down this road. The dates, events,
18 things like that, totally fair game, who you talked
19 to, when you talked to them, things like that. But
20 to the extent that this is seeking or you giving
21 advice, don't -- don't include that in your
22 response. I don't know exactly where we're going,
23 but I will -- I will probably reiterate that if it
24 looks like we're headed in that direction. Just
25 want to give you the heads up.

1 **THE DEPONENT:** Okay.

2 **MR. SMITH:** Thank you.

3 **MR. THOMAS:** Well, I'm not attempting to
4 get privileged information, although I will make
5 clear on the record that it is certainly the
6 receiver's position that there is no privilege
7 because of the crime fraud exception. In a case that
8 the receiver was -- was not a plaintiff, a Los
9 Angeles jury found that during the entire timeframe
10 that Ahern Rentals was aiding and abetting a multi-
11 billion dollar fraud. But we don't have to --
12 hopefully, we don't have to have that fight here.

13 **MR. SMITH:** We'll --

14 **MR. THOMAS:** So I will try to ask
15 questions in a way that do not get to a privilege.

16 **MR. SMITH:** It's -- it's not Mr. Bakdash's
17 privilege to waive. So at this point, we'll --
18 we'll do what we can to try to stay clear of it.

19 **MR. THOMAS:** Understood.

20 **MR. SMITH:** Thank you.

21 **BY MR. THOMAS:**

22 **Q. All right. So, sir, do you recall**
23 **reviewing the letter the bondholders sent about the**
24 **dividend payments out to Don Ahern?**

25 **A. I recall receiving and reviewing the**

1 letter at the time.

2 Q. Okay. And I'm sorry if I asked this
3 before, but do you recall whether there was -- how
4 many dividend payments there were?

5 A. I believe in 2020, there may have been
6 two.

7 Q. Okay. In the letter written by the
8 bondholders, did it include the amounts of these
9 dividends?

10 A. I -- I wouldn't know without looking at
11 the letter.

12 Q. Do you have information subject to the --
13 information, not included in the giving of legal
14 advice, of the amount of these dividend payments?

15 A. I don't have -- I -- I don't recall.

16 Q. Was it more than a million?

17 A. I think so.

18 Q. Was it more than 10 million?

19 A. It could be.

20 Q. And I'm just going to ask you this
21 question, and -- but please don't answer unless your
22 counsel objects -- what was the reason for the
23 dividend payments?

24 MR. SMITH: Careful. I'm going to object
25 on the basis that some portion of that question may

1 elicit a response that contains privileged
2 information. To the extent that you can answer that
3 question with information you ascertained not in the
4 course of your duties, then please go ahead and
5 answer. If you cannot, then don't answer. But if
6 you can, please go ahead with -- with that, limiting
7 your response to that.

8 **THE DEPONENT:** I had heard from Howard
9 Brown, who at the time was the vice chairman of
10 Ahern Rentals, indicating that he and Don had a
11 conversation about taking these dividends because of
12 the pandemic.

13 **MR. SMITH:** Just want to be really
14 careful. And that conversation didn't take place in
15 the context of him seeking legal advice on behalf of
16 the company or anything like that?

17 **THE DEPONENT:** It did not.

18 **MR. SMITH:** Okay.

19 **THE DEPONENT:** No, sir.

20 **MR. SMITH:** Okay.

21 **BY MR. THOMAS:**

22 **Q. And when you say taking the dividends**
23 **because of the pandemic, did he explain or did you**
24 **understand that to mean to take the dividends for**
25 **the personal benefit of Don Ahern during the**

1 pandemic?

2 A. That's what I recall.

3 Q. So in other words, that Don Ahern would
4 have personal cash for himself in case whatever
5 happened during the pandemic?

6 A. That was according to Howard Brown.

7 Q. And these dividends that happened in 2020
8 were after the filing of plaintiff's complaint in
9 December of 2019?

10 A. That's correct.

11 Q. And the money that was diverted from Ahern
12 Rentals to Mr. Ahern for his personal use was then
13 money that could not -- that would not be in Ahern
14 Rentals to pay the judgement in this case?

15 A. Could you repeat that?

16 Q. The money that was diverted to Don Ahern
17 for his personal use was therefore no longer in
18 Ahern Rentals to pay the judgment in this case?

19 A. That would be the logical conclusion.

20 MR. THOMAS: I'm going to mark as Exhibit

21 --

22 THE REPORTER: Exhibit 13.

23 (WHEREUPON, Exhibit 13 was marked for
24 identification.)

25 THE REPORTER: Exhibit 13 entered into the

1 record.

2 **BY MR. THOMAS:**

3 **Q. I've marked as Exhibit 13 a manufacturing**
4 **agreement dated November of 2014 between DC Solar**
5 **Solutions and Xtreme Manufacturing. Is this a**
6 **document you've seen before?**

7 A. I do recall seeing this at some point.

8 **Q. If you turn to the -- page -- the second**
9 **page of this document, it says -- where it page 3 at**
10 **the bottom. Do you recognize the signature under**
11 **Xtreme Manufacturing, LLC?**

12 A. It looks like Evan Ahern's signature.

13 **Q. Is Evan Ahern an officer of Xtreme**
14 **Manufacturing?**

15 A. Not to my knowledge.

16 **Q. Does Evan Ahern have any ownership**
17 **interest, to your knowledge, in Xtreme**
18 **Manufacturing?**

19 A. Not to my knowledge.

20 **Q. Do you agree that this is a breach of**
21 **corporate formalities for Evan Ahern to sign a**
22 **contract for a company where he's not an officer and**
23 **has no ownership interest?**

24 A. Yes.

25 **Q. And although Ahern Rentals was a big**

1 **business with hundreds of millions of dollars of**
2 **revenue, it was controlled, as we've seen, by Don**
3 **Ahern; is that correct?**

4 A. Yes, sir.

5 **Q. And would be consistent to say that Ahern**
6 **Rentals was run more like a mom-and-pop corporation**
7 **than a -- like a big corporate entity?**

8 A. I would agree with that.

9 **Q. And is seeing this Evan Ahern, Don Ahern's**
10 **son, signing the Xtreme Manufacturing agreement,**
11 **when he didn't have an ownership interest or an**
12 **officer position, is that consistent with the way in**
13 **which Don Ahern conducted business?**

14 A. It's consistent in the sense that if
15 somebody else other than Don were to sign a
16 document, they would have to have Don's approval or
17 authority to do so.

18 **Q. And is that because Don Ahern viewed Ahern**
19 **Rentals and all his companies as Don Ahern's**
20 **companies?**

21 A. I would agree that's how he owned and
22 operated the companies.

23 **Q. And as a result, did Mr. Ahern not always**
24 **follow the corporate formalities, including for**
25 **Ahern Rentals?**

1 A. I would agree.

2 **MR. THOMAS:** I have nothing further at
3 this time. There has been some privilege assertions
4 and some things that, as plaintiffs for the
5 receiver, the receivership, need to consider. So
6 I'm not going to close the deposition at this time.
7 And I do admit it's been disjointed because of me
8 doing two things at once, so I don't intend to close
9 the deposition.

10 I do represent to you and to your counsel
11 that I will consider the issues on privilege, and I
12 will review the issues that we -- other issues that
13 we have and tell you promptly. And if we -- if I --
14 if I'm done, I will tell you promptly, and if I'm
15 not done, I will tell you promptly. And -- and if
16 so, we will record that in a appropriate record.

17 **MR. SMITH:** Okay. Thank you very much.

18 **MR. THOMAS:** All right. Thank you for
19 your time today and your patience.

20 **THE DEPONENT:** Thank you sir.

21 **MR. SMITH:** Thank you. And can I get a
22 time on the record and things like that? It doesn't
23 have to be right this second, like at some point.

24 **THE REPORTER:** Absolutely, sir.

25 **MR. SMITH:** Just so we know, if we end up

1 back here, I want -- I want to know what we're back
2 in for, so I can warn --

3 **THE REPORTER:** Absolutely. And you would
4 like to original, a rush?

5 **MR. THOMAS:** Please.

6 **THE REPORTER:** Would you like to order a
7 copy?

8 **MR. SMITH:** I -- yeah, but are we going to
9 read and sign? I assume we're going to read and
10 sign. And so if I can get a copy for that, I'll
11 just use that one.

12 **THE REPORTER:** Okay.

13 **MR. SMITH:** Like, I won't need an
14 additional.

15 **THE REPORTER:** The read and sign, you want
16 me to just send it to you directly?

17 **MR. SMITH:** If you wouldn't mind. And you
18 have my contact information?

19 **THE REPORTER:** Of course. And we're off
20 the record at 12:38 p.m.

21 **(WHEREUPON, a recess was taken.)**

22 **THE REPORTER:** And we're back on the
23 record at 12:38 p.m.

24 **MR. THOMAS:** I will say on behalf of the
25 receiver, we will mark this transcript as

1 confidential under the protective order. We --
2 there is actually some time to do that under
3 protective order, but it's better to do it so that
4 she puts it on the label.

5 **MR. SMITH:** And every -- every order's
6 different. I -- there's some that have some traps in
7 them, it seems like, if you don't it --

8 **MR. THOMAS:** Yeah.

9 **MR. SMITH:** -- the day of and stuff. So I
10 just want to double check.

11 **MR. THOMAS:** Yeah.

12 **THE REPORTER:** Okay.

13 **MR. THOMAS:** Thank you.

14 **THE REPORTER:** We're off the record, 12:39
15 p.m.

16 **(WHEREUPON, the deposition of MOHAMMED**
17 **SAMI BAKDASH was concluded at 12:39 p.m.)**

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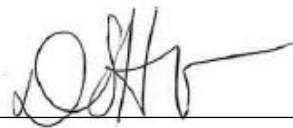
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CERTIFICATE

I, Denise Halverson, do hereby certify that I reported all proceedings adduced in the foregoing matter and that the foregoing transcript pages constitutes a full, true and accurate record of said proceedings to the best of my ability.

I further certify that I am neither related to counsel or any party to the proceedings nor have any interest in the outcome of the proceedings.

IN WITNESS HEREOF, I have hereunto set my hand this 28th day of May, 2024.



Denise Halverson

1 Date: May 28, 2024 Assignment #: 75048

2 Attorney: Mark Smith, Esquire

3 Deponent: Mohammed Sami Bakdash

4 Case: Geico Corporation vs. Solar Eclipse

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6 **ATTORNEY - NO TRANSCRIPT ORDERED:** Signature of your
7 client is required. It will be necessary for you to call
8 our offices and arrange for an appointment for your client
9 to come in to read and sign their transcript.

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20 CC: Naegeli Deposition & Trial

21 Steven Thomas, Esquire

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DECLARATION

Deposition of: Mohammed Sami Bakdash Date: 05/24/24

Regarding: Geico Corporation vs. Solar Eclipse

Reporter: Halverson/Bockholt

I declare under penalty of perjury the following to be true:

I have read my deposition and the same is true and accurate save and except for any corrections as made by me on the Correction Page herein.

Signed at _____, _____

on the _____ day of _____, 2024.

Signature _____

Mohammed Sami Bakdash

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