

**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

Case No: 6:21-cv-694-CEM-DCI

HARBOR CITY CAPITAL CORP.,
HARBOR CITY VENTURES, LLC,
HCCF-1, LLC,
HCCF-2, LLC,
HCCF-3, LLC,
HCCF-4, LLC,
HCCF-5, LLC,
HARBOR CITY DIGITAL VENTURES, INC.,
HCC MEDIA FUNDING, LLC,
JONATHAN P. MARONEY,

Defendants,

and

CELTIC ENTERPRISES, LLC and
TONYA L. MARONEY

Relief Defendants.

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THE RECEIVER'S SIXTH QUARTERLY STATUS REPORT

Receivership Information and Activity from January 1, 2023
through March 31, 2023

TABLE OF CONTENTS

INTRODUCTION	3
ACTIONS TAKEN BY THE RECEIVER	5
1. Securing the Receivership Estate	5
A. Fund Accounting	5
B. Securing Real Property	5
C. Identification of Personal Property	9
D. Securing the Receivership Entities' Books and Records	9
2. Pending and Contemplated Litigation	10
A. Pending Litigation	10
B. Contemplated Litigation	10
3. Communications with Investors.	11
4. The Next Ninety Days.....	11
CONCLUSION	12

INTRODUCTION

Katherine C. Donlon, the Court-appointed Receiver over the assets of the above-captioned corporate defendants and relief defendants (the “**Receiver**” and the “**Receivership**” or “**Receivership Estate**”), files this Sixth Quarterly Status Report to inform the Court, investors, creditors, and others interested in this Receivership of activities to date as well as the Receiver’s proposed course of action. For a complete report of the Receiver’s activities to date, the Receiver refers the reader to her previous reports. [Docs. 81, 85, 101, 120 and 138]. These reports can also be found on the Receiver’s informational website, www.harborcityreceivership.com. The Receiver will continue to update the website regarding the Receiver’s most significant actions, important Court filings, and other items that might be of interest to the public. This Sixth Quarterly Status Report, as well as all subsequent reports, will be posted on the Receiver’s website.

Overview of Significant Activities During this Reporting Period

During the time covered by this Sixth Quarterly Status Report, the Receiver and her professionals engaged in the following significant activities:

- As it relates to the most significant asset of the Receivership, 143 Lansing Island Drive, the following occurred:

- Continued efforts to resolve the ongoing issues relating to the pending foreclosure of the 143 Lansing Island Drive property, including efforts to resolve the demand for attorney's fees and interest asserted by the foreclosure attorneys in an effort to move forward with respect to sale of property;
 - Drafted and filed an Opposition to the Emergency Motion for Extension of Time to Respond to Receiver's Motion to Determine Interest and Fees and attend hearing on same;
 - Drafted and filed a Motion for Clarification and Other Relief as to Court Order;
 - Drafted and filed a reply to Benworth's response to Order to Show Cause;
 - Drafted and filed an Emergency Motion for Clarification and Other Relief.
- Communicate with title agent regarding satisfaction of liens;
- In April 2023, mediated with Benworth and reached an agreement regarding the sale of the Property. The sale of the Property closed on April 28, 2023.
- Review of bank statements and indexing of transfers between accounts;
- Issued subpoenas to Ring Central, Slack Technologies, and Microsoft Corporation and review objections to same;
- Continued to field telephone calls and emails from investors and maintained the Receiver's website www.harborcityreceivership.com.

The above activities are discussed in more detail in the pertinent sections of this Sixth Quarterly Status Report.

ACTIONS TAKEN BY THE RECEIVER

1. Securing the Receivership Estate

A. Fund Accounting

Attached as Exhibit 1 is the Fund Accounting for the quarter ending March 31, 2022. This cash accounting report does not reflect non-cash or cash-equivalent assets. Thus, the value of any property discussed below is not included in the accounting report. Although the Court approved disbursements to the Receiver and Other Professionals in this past quarter, no disbursements were made given the lack of funds. The sale of the Property at 143 Lansing Island Drive is not included in the Fund Accounting set forth herein, as it occurred after March 31, 2023.

B. Securing Real Property

Jonathan and Tonya Maroney and their family resided at 143 Lansing Island Drive, Satellite Beach, Florida (“Lansing Island Property”). This residence was purchased by Relief Defendant Celtic Enterprises in June 2018 for \$2,590,000. This is the largest asset of the Receivership.

In March 2021, just a month before the SEC filed its action, Celtic executed a promissory note in the amount of \$1,800,000 against the Lansing Island property. The initial note was held by Benworth Capital but was subsequently sold to a number of private investors.

Those investors filed a foreclosure action related to the note in a state court action in Brevard County – *Mira Holdings LLC, et al. v. Celtic Enterprises, LLC, et al.*, Case No. 05-2021-CA-052113 (“Foreclosure Case”). Upon being appointed as Receiver, undersigned contacted the attorneys for the Plaintiffs in that action requesting a stay of the foreclosure proceeding pending the resolution of the Receivership. Undersigned further informed the attorneys for Plaintiffs in the foreclosure proceeding that if the property was sold, the mortgage would be paid in full. Nonetheless, counsel for the Plaintiffs refused to stay the proceeding, which necessitated a hearing before the state court judge, who thereafter granted the stay.

Thereafter, the Plaintiffs filed a motion for reconsideration of the order staying the foreclosure proceeding and after it was denied, filed a writ of certiorari in the appellate court. Further, there are numerous attorneys representing the Plaintiffs. The plaintiffs in the foreclosure case were seeking recovery of \$1,800,000, plus unpaid and accrued interest, default interest at 25% per annum, plus applicable late fees, charges and other fees, costs and attorneys’ fees. The payoff received from the mortgage holder in October 2022 includes: \$671,919.60 in accrued interest; \$25,650.00 in attorneys’ fees to Albert D. Rey, P.A.; \$3,851.00 in attorneys’ fees to Becker & Poliakoff; \$6,759.00 in attorney’s fees to Cole, Scott & Kissane; \$15,797.01

in attorneys' fees to Chris at the Carlyle Appellate Law Firm; and \$3,240.00 in attorneys' fees to Emmanuel Perez. The total the mortgage holder has claimed, including principal balance, accrued interest, and attorney's fees, as well as other costs and expenses, is \$2,509,769.45. These figures were provided through the period ending October 2022, and accordingly, it is reasonable to assume that the attorneys' fees and interest have substantially increased since the payoff figures were provided to the Receiver.

In mid-December, 2022, the Receiver filed a Motion to Determine Interest and Fees with the Court. Therein, the Receiver asked the Court to determine the proper interest and fees to be awarded to the plaintiffs and their attorneys from the foreclosure proceeding, as these parties and their attorneys were aware of the Receivership early in the foreclosure proceeding.

In January 2023, the Court held a hearing on the Mira Plaintiffs' untimely request for an extension to respond to the Receiver's Motion. The Mira Plaintiffs later filed a response, and the Court thereafter entered an Order on the request and an Order to Show Cause why the Mira Plaintiffs should not be sanctioned and civil contempt proceedings be initiated. The mortgage holder responded to the Order to Show Cause in February 2023,

and the Receiver replied, then the mortgage holder filed a sur-reply. The Receiver sought clarification via a motion, and later an emergency motion, as there were issues with the title company being able to provide clear title to the property if the property was the subject of the ongoing litigation regarding the demand for interest and attorney's fees.

In April 2023, the Receiver mediated with the mortgage holder and a resolution was reached as to the dispute. The sale of the Property closed on April 28, 2023. The mortgage holder will dismiss the appellate court proceeding and the state court foreclosure action vis-a-vis the Property.

Efforts to Market and Sell the House

The Lansing Island Property was in a state of disrepair and had not been well maintained. As mentioned in the last three (3) Quarterly Reports, the Receiver entered into an agreement to sell the property for \$2,950,000 subject to certain repairs being made. The Receiver met her obligations in order to close on this existing contract for sale. Additionally, the Receivership continued to make payments for power, water, landscaping, and pool maintenance through the closing on April 28, 2023.

On October 7, 2022, the Receiver filed a motion with the Court to approve the sale. (Doc. 111). The Receiver published the required notice and received no bona fide offers. On October 25, 2022, the Court granted the

Receiver's motion to approve the sale. (Doc. 118). Further, in April 2023, this Court directed the Receiver to sell the Property, requiring that the liens attach to the proceeds from the sale of the Property, that the release of the funds to the mortgage holder should be for the amount of the remaining principal of mortgage and the interest at 9.75%, and that the remaining funds should be escrowed, pending further hearings by the Court. Subsequent to the entry of the Report and Recommendation, the parties reached a mediated settlement of the dispute.

C. Identification of Personal Property

In addition to the real property owned by Celtic Enterprises, the Receiver has possession of, although not title to, Mr. Maroney's 2020 Mercedes- Benz S class convertible and four jet skis docked at the Lansing Island Property. In April 2023, the Receiver filed a motion to modify the asset freeze and allow the Receiver, in coordination with Mr. Maroney, to sell these assets for the benefit of the Receivership. This motion remains pending at the time of filing this Sixth Quarterly Status Report.

D. Securing the Receivership Entities' Books and Records

Although Mr. Maroney has stated that he wants to be cooperative, the Receiver still does not have access to the Google account previously held by Harbor City. However, the Receiver was able to obtain certain email records

from the Alabama Securities Commission and continues her review of these records for additional avenues to recoup investor funds.

Further, the Receiver attempted to subpoena Slack Technologies, Ring Central, and Microsoft Corporation for additional records. Microsoft Corporation filed an objection and refused to produce any documents. Slack requires an Order of the Court directing them to transfer the account to the Receiver. Slack has confirmed that an account exists, but they have refused to comply with the subpoena. Ring continues to indicate that it will produce documents, but to date, no documents have been produced.

2. Pending and Contemplated Litigation

A. Pending Litigation

As previously reported, the mortgage holders on the Lansing Island property filed a foreclosure action, *Mira Holdings LLC, et al. v. Celtic Enterprises, LLC, et al.*, Case No. 05-2021-CA-052113, in Brevard County. As stated above, the case is stayed; however, the plaintiffs are pursuing an appeal of the order staying the case. These actions will be dismissed as part of the mediated agreement with the mortgage holder.

B. Contemplated Litigation

This quarter the Receiver's team pursued discovery from several third-parties to further investigate potential clawback targets.

3. Communications with Investors.

The Receiver continues to field telephone calls and emails with investors regarding the current status of the Receivership. Also, investors continue to register through the Receiver's website, www.harborcityreceivership.com/registration.

4. The Next Ninety Days.

The Order Appointing Receiver requires this Sixth Quarterly Status Report (and all subsequent reports) to contain “[t]he Receiver’s recommendations for a continuation or discontinuation of the receivership and the reasons for the recommendations.” Doc. 72-111 ¶ 51.H. At this stage, the Receiver recommends continuation of the Receivership because she still has (1) to obtain additional documents to further investigate the activities of the Receivership entities, its principals and others; (2) to liquidate personal property; (3) to bring potential litigation, including contemplated clawback claims; and (4) determine whether there will be enough in the way of proceeds to establish a claims process for the distribution of funds.

During the next 90 days, the Receiver hopes to have sold the Mercedes-Benz and jet skis; continue to collect and analyze documents from

nonparties and other sources; and assess potential claims against third-parties.

CONCLUSION

Investors and other creditors of the Receivership Entities are encouraged to periodically check the Receiver's website (www.harborcityreceivership.com) for current information concerning this Receivership. If any investor has information that may be helpful in securing further assets for the Receivership Estate or identifying other potential parties who may have liability to either the Receivership Estate or investors, please email hcinfo@jclaw.com.

Dated this 1st day of May, 2023.

Respectfully submitted,

s/Katherine C. Donlon

Katherine C. Donlon, Receiver

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on May 1, 2023, I electronically filed the foregoing with the Clerk of the Court by using the CM/ECF system.

/s/ Nicole Deese Newlon

NICOLE DEESE NEWLON

Florida Bar No. 832391

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EXHIBIT 1



Oldsmar / Tampa / St. Petersburg

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REPORT OF STANDARDIZED FUND ACCOUNTING REPORT

Katherine C Donlon As Receiver for
Harbor City Capital Corp, et. al.
Tampa, FL

We have compiled the standardized fund accounting report for the period of January 1, 2023 to March 31, 2023 and from inception to March 31, 2023, included in the accompanying prescribed form (Civil Court Docket No 6:21-cv-694-CEM-DCI). We have not audited or reviewed the accompanying standardized fund accounting report and accordingly, do not express an opinion or any assurance about whether the standardized fund accounting report is in accordance with the form prescribed by the Civil Court Docket No. (6:21-cv-694-CEM-DCI)

Consolidated Harbor City Capital Corp, et al Receivership is responsible for the preparation and fair presentation of the standardized fund account report in accordance with requirements prescribed by the Civil Court Docket No 6:21-cv-694-CEM-DCI and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the standardized fund accounting report.

Our responsibility is to conduct the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist consolidated Harbor City Capital Corp, et al Receivership in presenting financial information in the form of a standardized fund accounting report without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the standardized fund accounting report.

This standardized fund accounting report is presented in accordance with the requirements of the Civil Court Docket No. 6:21-cv-694-CEM-DCI, which differ from accounting principles generally accepted in the United States of America. This report is intended solely for the information and use of the Civil Court Docket No 6:21-cv-694-CEM-DCI and is not intended and should not be used by anyone other than this specified party.

Oldsmar, Florida
April 28, 2023

Standardized Fund Accounting Report for
Katherine C Donlon as Receiver for Harbor City Capital Corp et al. - Cash Basis
Receivership; Civil Court Case No: 6:21-cv-694-CEM-DCI
Reporting Period 01/01/2023 to 03/31/2023

FUND ACCOUNTING (See Instructions):		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 01/01/2023):			,939.61
Increases in Fund Balance:				
Line 2	Business Income			
Line 3	Cash and Securities			
Line 4	Interest Dividend Income			
Line 5	Business Asset Liquidation			
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income			
Line 8	Miscellaneous - Other			
Total Funds Available (Line 1 - 8):			-	,939.61
Decreases in Fund Balance:				
Line 9	Disbursements to Investors			
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals			
Line 10b	Business Asset Expenses	3.4		
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses	-		
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	Total Disbursements for Receivership Operations		3.4	3.4
Line 11	Disbursements for Distribution Expenses Paid by the Fund			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator			
	Independent Distribution Consultant (IDC)			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance Call Center			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	Total Plan Implementation Expenses			
Total Disbursements for Distribution Expenses Paid by the Fund				
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other:			
Total Funds Disbursed (Lines 9 - 11)				3.4
Line 13	Ending Balance (As of 03/31/2023)			,886.16

Standardized Fund Accounting Report for
Katherine C Donlon as Receiver for Harbor City Capital Corp et al. - Cash Basis
Receivership; Civil Court Case No: 6:21-cv-694-CEM-DCI
Reporting Period 01/01/2023 to 03/31/2023

FUND ACCOUNTING (See Instructions):		Detail	Subtotal	Grand Total
Line 14	Ending Balance of Fund - Net Assets:			
Line 14a	Cash Cash Equivalents			,886.16
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund - Net Assets			,886.16
OTHER SUPPLEMENTAL INFORMATION:		Detail	Subtotal	Grand Total
Report of Items Not To Be Paid by the Fund				
Line 15	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
Line 1 a	Plan Development Expenses Not Paid by the Fund			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses Not Paid by the Fund		-	
Line 1 b	Plan Implementation Expenses Not Paid by the Fund			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance Call Center			
	4. Fund Administrator ond			
	Miscellaneous			
	6. Federal Account for Investor Restitution			
	(FAIR) Reporting Expenses			
	Total Plan Implementation Expenses Not Paid by the Fund		-	
Line 1 c	Tax Administrator Fees onds Not Paid by the Fund:			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			-
Line 16	Disbursements to Court/Other Not Paid by the Fund:			
Line 16a	Investment Expenses CRIS Fees			
Line 16b	Federal Tax Payments			
	Total Disbursements to Court/Other Not Paid by the Fund		-	
Line 17	DC & State Tax Payments			
Line 18	No of Claims			
	of Claims Received This Reporting Period			
	of Claims Received Since Inception of Fund			
Line 19	No of Claimants/Investors:			
Line 19a	of Claimants Investors Paid This Reporting Period			
	of Claimants Investors Paid Since Inception of Fund			

Receiver:
y:
Title
Date

Standardized Fund Accounting Report for
Katherine C Donlon as Receiver for Harbor City Capital Corp et al. - Cash Basis
Receivership; Civil Court Case No: 6:21-cv-694-CEM-DCI
Reporting Period Since Inception to 03/31/2023

FUND ACCOUNTING (See Instructions):		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (as of 1/1/2022)			-
Increases in Fund Balance:				
Line 2	Business Income	-		
Line 3	Cash and Securities	1,944,291		
Line 4	Interest Dividend Income			
Line 5	Business Asset Liquidation			
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income			
Line 8	Miscellaneous - Other			
Total Funds Available (Line 1 - 8):			1,944,291	1,944,291
Decreases in Fund Balance:				
Line 9	Disbursements to Investors			
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals	9,801.8		
Line 10b	Business Asset Expenses	3,490		
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses	-		
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	Total Disbursements for Receivership Operations		13,690	13,690
Line 11	Disbursements for Distribution Expenses Paid by the Fund			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator			
	Independent Distribution Consultant (IDC)			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance Call Center			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other:			
	Total Funds Disbursed (Lines 9 - 11)			13,690
Line 13	Ending Balance (As of 03/31/2023)			86.16

Standardized Fund Accounting Report for
Katherine C Donlon as Receiver for Harbor City Capital Corp et al. - Cash Basis
Receivership; Civil Court Case No: 6:21-cv-694-CEM-DCI
Reporting Period Since Inception to 03/31/2023

FUND ACCOUNTING (See Instructions):		Detail	Subtotal	Grand Total
Line 14	Ending Balance of Fund - Net Assets:			
Line 14a	Cash Cash Equivalents			,886.16
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund - Net Assets			,886.16
OTHER SUPPLEMENTAL INFORMATION:		Detail	Subtotal	Grand Total
Report of Items Not To Be Paid by the Fund				
Line 15	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
Line 1 a	Plan Development Expenses Not Paid by the Fund			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses Not Paid by the Fund		-	
Line 1 b	Plan Implementation Expenses Not Paid by the Fund			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisors			
	Tax Advisors			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance Call Center			
	4. Fund Administrator ond			
	. Miscellaneous			
	6. Federal Account for Investor Restitution			
	(FAIR) Reporting Expenses			
	Total Plan Implementation Expenses Not Paid by the Fund		-	
Line 1 c	Tax Administrator Fees onds Not Paid by the Fund:			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			-
Line 16	Disbursements to Court/Other Not Paid by the Fund:			
Line 16a	Investment Expenses CRIS Fees			
Line 16b	Federal Tax Payments			
	Total Disbursements to Court/Other Not Paid by the Fund		-	
Line 17	DC & State Tax Payments			
Line 18	No of Claims			
	of Claims Received This Reporting Period			
	of Claims Received Since Inception of Fund			
Line 19	No of Claimants/Investors:			
Line 19a	of Claimants Investors Paid This Reporting Period			
	of Claimants Investors Paid Since Inception of Fund			

Receiver:
y:
Title
Date