

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

ARTHUR NADEL,
SCOOP CAPITAL, LLC,
SCOOP MANAGEMENT, INC.,

Defendants,

CASE NO.: 8:09-cv-0087-T-26TBM

SCOOP REAL ESTATE, L.P.,
VALHALLA INVESTMENT PARTNERS, L.P.,
VALHALLA MANAGEMENT, INC.,
VICTORY FUND, LTD,
VIKING IRA FUND, LLC,
VIKING FUND, LLC, AND
VIKING MANAGEMENT, LLC.

Relief Defendants.

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**DECLARATION OF GEORGE L. GUERRA IN SUPPORT OF WIAND GUERRA KING
P.L.'S RESPONSE IN OPPOSITION TO MOTION OF WELLS FARGO, N.A. (I) TO
DISQUALIFY RECEIVER, (II) TO DISQUALIFY WIAND GUERRA KING P.L. AND
(III) TO DISALLOW ALL FEES PAYABLE TO THE RECEIVER AND HIS COUNSEL**

George L. Guerra declares as follows:

1. I am an attorney with Wiand Guerra King P.L. ("WGK"), licensed to practice law in the States of Florida and California and am currently a member in good standing of the bars of both states.

2. In or around May of 2010, at the request of Wachovia Bank, N.A., ("the Bank") I undertook the representation of the Bank in *NAC Group, Inc. V. Wachovia Bank, N.A.*, Case No. 10-6459CI8 filed in Pinellas County, Florida. The case was removed to the Middle District and

styled as *NAC Group, Inc. v. Wells Fargo Bank, N.A.*, 8:10-cv-01195-T-23TGW, Middle District of Florida (Tampa).

3. The Plaintiff in that case alleged the Bank orally agreed to modify certain credit agreements and that those discussions resulted in an oral settlement agreement which the Bank breached.

4. The Motion to Dismiss, filed on the Bank's behalf, was granted in part but, after the Plaintiff failed to amend, the matter was dismissed in its entirety. The matter was subsequently closed by order of the Court, dated September 3, 2010.

5. No discovery was taken in that matter and no confidential information was obtained that would have, could have or was used in any way for the benefit of the Receivership or to the detriment of the Bank.

6. On or about August 17, 2011, I was again contacted by counsel for the Bank and informed that NAC had filed another action against the Bank seemingly based on the same underlying facts and asking me to again assume the defense of the Bank.

7. I entered an appearance on behalf of the Bank in *NAC Group, Inc. v. Wells Fargo Bank, N.A. f/k/a Wachovia Bank, N.A.*, Hillsborough County, Florida, Case No. 11-9833, Division J and again filed a notice of removal on behalf of the bank. The case is now pending in the Middle District and is styled as *NAC Group, Inc. v. Wells Fargo Bank, N.A f/k/a Wachovia Bank, N.A.*, 8:11-cv-01967-T-23TGW, Middle District of Florida (Tampa).

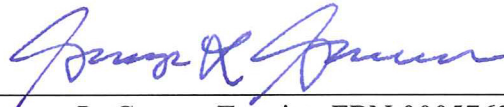
8. Plaintiff voluntarily amended its complaint in response to the first motion to dismiss filed on the Bank's behalf. A motion to dismiss the first amended complaint remains pending.

9. As in the first matter, no discovery has been taken and no information has been provided to me that would have, could have or was used in any way for the benefit of the Receivership or to the detriment of the Bank.

10. No matter or issue that was presented by the claims made in either of the actions brought by NAC and referred herein, were related in any way to any aspect of the Receivership.

11. WGK has not represented the Bank in any other matter beyond the ones described herein brought by NAC. The total fees received by WGK in connection with those matters was \$48,170.02.

I DECLARE under the penalty of perjury that the foregoing is true and correct and is executed this 14th day of March, 2012.



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CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that on March 14, 2012, I electronically filed the foregoing with the Clerk of the Court by using the CM/ECF system.

I **FURTHER CERTIFY** that on March 15, 2012, I will mail the foregoing document and the notice of electronic filing by first-class mail to the following non-CM/ECF participants:
Arthur G. Nadel, Register No. 50690-018, Butner Low, Federal Correctional Institution, P.O. Box 999, Butner, NC 27509.

s/ Patrick J. McNamara

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