

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
UNITED STATES OF AMERICA,

Plaintiff,

v.

: 11 Civ. 2564 (LBS)

POKERSTARS, *et al.*

Defendants,

ALL RIGHT, TITLE AND INTEREST IN
THE ASSETS OF POKERSTARS, *et al.*

Defendants-in-rem.
----- X

**CLAIMANT ULTRA SAFE PAY, LLC’S ANSWER AND AFFIRMATIVE DEFENSES
TO PLAINTIFF’S VERIFIED FIRST AMENDED COMPLAINT**

Claimant Ultra Safe Pay, LLC (“USP”), by its attorneys, Pepper Hamilton LLP, and for its Answer to the Verified First Amended Complaint, states the following:

I. INTRODUCTION

1. USP admits, upon information and belief, that at relevant times Full Tilt Poker and Absolute Poker/Ultimate Bet were internet poker operators doing business in the United States. USP is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 1, therefore denied.

2. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 2, therefore denied.

3. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 3, therefore denied.

4. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 4, therefore denied.

5. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 5, therefore denied.

6. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 6, therefore denied.

7. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 7, therefore denied.

8. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 8, therefore denied.

9. USP, upon information and belief, admits the allegations contained in Paragraph 9.

10. USP upon information and belief, admits the allegations contained in Paragraph 10.

11. USP neither admits nor denies the allegations contained in Paragraph 11, because they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 11, therefore denied.

12. USP neither admits nor denies the allegations contained in Paragraph 12, because they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 12, therefore denied.

13. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 13, therefore denied.

14. USP admits the allegations contained in Paragraph 14.

15. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 15, therefore denied.

16. USP neither admits nor denies the allegations contained in Paragraph 16, because they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 16, therefore denied.

II. JURISDICTION AND VENUE

17. USP neither admits nor denies the allegations contained in Paragraph 17 because they are legal conclusions to which no response is required.

18. USP neither admits nor denies the allegations contained in Paragraph 18, because they are legal conclusions to which no response is required, but denies that venue is proper in this District.

19. USP neither admits nor denies the allegations contained in Paragraph 19, because they are legal conclusions to which no response is required, but denies that venue is proper in this District.

20. USP neither admits nor denies the allegations contained in Paragraph 20 because they are legal conclusions to which no response is required, but denies that venue is proper in this District.

III. THE PARTIES

21. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 21, therefore denied.

22. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 22, therefore denied.

23. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 23, therefore denied.

24. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 24, therefore denied.

25. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 25, therefore denied.

26. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 26, therefore, denied.

27. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 27, therefore denied.

28. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 28, therefore denied.

29. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 29, therefore denied.

30. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 30, therefore denied.

31. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 31, therefore denied.

IV. FACTUAL ALLEGATIONS

The Enactment of the UIGEA

32. USP neither admits nor denies the allegations contained in Paragraph 32 as they are legal conclusions to which no response is required. To the extent the allegations contained in Paragraph 32 to are deemed factual, USP is without knowledge or information

sufficient to form a belief as to the truth of the allegations contained in Paragraph 32, therefore denied.

33. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 33, therefore denied.

The Scheme to Defraud

34. USP neither admits nor denies the allegations contained in Paragraph 34 because they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 34, therefore denied.

Fraudulent Credit Card Processing

35. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 35, therefore denied.

36. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 36, therefore denied.

37. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 37, therefore denied.

38. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 38, therefore denied.

Fraudulent E-Check Processing

39. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 39, therefore denied.

40. USP admits that the Automated Clearinghouse system is an electronic network administered by the Federal Reserve that allows for electronic fund transfers to and from United States bank accounts through e-checks or electronic checks. USP is without

knowledge or information sufficient to form a belief as to truth of the remaining allegations contained in Paragraph 40.

41. USP admits that the ACH system requires merchants to open processing accounts at a United States based originating depository financial institution. USP is without knowledge or information sufficient to form a belief as to truth of the remaining allegations contained in Paragraph 41.

42. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 42, therefore denied.

43. (a)–(e) USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 43(a)-(e), therefore denied.

44. (a)-(e) USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 44(a)-(e), therefore denied.

“Transparent Processing”

45. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 45, therefore denied.

46. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 46, therefore denied.

47. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 47, therefore denied.

48. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 48, therefore denied.

49. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 49, therefore denied.

50. (a)-(l) USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 50(a)-(l), therefore denied.

51. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 51, therefore denied.

52. a. USP, upon information and belief, admits the allegations contained in Paragraph 52(a).¹

b. USP, upon information and belief, admits the allegations contained in Paragraph 52(b).

c. USP, upon information and belief, admits the allegations contained in Paragraph 52(c).

d. USP, upon information and belief, admits the allegations contained in Paragraph 52(d).

e. USP, upon information and belief, admits the allegations contained in Paragraph 52(e).

f. USP, upon information and belief, admits the allegations contained in Paragraph 52(f).

g. USP, upon information and belief, admits the allegations contained in Paragraph 52(g)

52. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 52.²

¹ Paragraph 52 is incorrectly numbered in Plaintiff's Complaint as Paragraph 44.

² Plaintiff incorrectly numbered the remaining paragraphs contained in the Complaint. For ease of understanding, USP followed Plaintiff's incorrect numbering.

The Pokerstars.com Website

Content of the Pokerstars.com Website

53. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 53, therefore denied.

54. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 54, therefore denied.

55. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 55, therefore denied.

56. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 56, therefore denied.

57. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 57, therefore denied.

58. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 58, therefore denied.

59. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 59, therefore denied.

Gambling Deposits and Withdrawals on Pokerstars.com

60. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 60, therefore denied.

61. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 61, therefore denied.

62. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 62, therefore denied.

The Pokerstars.com Domain

63. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 63, therefore denied.

64. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 64, therefore denied.

The Fulltilt.com Website

Content of the Fulltilt.com Website

65. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 65, therefore denied.

66. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 66, therefore denied.

67. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 67, therefore denied.

68. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 68, therefore denied.

69. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 69, therefore denied.

70. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 70, therefore denied.

71. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 71, therefore denied.

Gambling Deposits and Withdrawals on Fulltilt.com

72. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 72, therefore denied.

73. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 73, therefore denied.

74. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 74, therefore denied.

The Fulltiltpoker.com Doman

75. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 75, therefore denied.

76. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 76, therefore denied.

The Absolutepoker.com Website

Content of the Absolutepoker.com Website

77. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 77, therefore denied.

78. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 78, therefore denied.

79. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 79, therefore denied.

80. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 80, therefore denied.

Gambling Deposits and Withdrawals on Absolutepoker.com

81. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 81, therefore denied.

82. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 82, therefore denied.

83. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 83, therefore denied.

The Absolutepoker.com Doman

84. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 84, therefore denied.

The Ultimatebet.com Website

Content of the Ultimate Bet Website, UB.com

85. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 85, therefore denied.

86. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 86, therefore denied.

87. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 87, therefore denied.

88. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 88, therefore denied.

89. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 89, therefore denied.

The Ultimatebet.com Domain

90. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 90, therefore denied.

The UB.com Domain

91. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 91, therefore denied.

Prior Seizures of Poker Processing Accounts

92. USP neither admits nor denies the allegations contained in Paragraph 92 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 92.

93. USP neither admits nor denies the allegations contained in Paragraph 93 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 93.

94. USP neither admits nor denies the allegations contained in Paragraph 94 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 94.

95. USP neither admits nor denies the allegations contained in Paragraph 95 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 95.

96. USP neither admits nor denies the allegations contained in Paragraph 96 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 96.

97. USP neither admits nor denies the allegations contained in Paragraph 97 to the extent they are legal conclusions to which no response is required. To the extent the

allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 97.

98. USP admits that on or about December 1, 2010, U.S. Magistrate Judge Ronald L. Ellis issued warrants to seize the described funds. USP neither admits nor denies the other allegations contained in Paragraph 98 to the extent they are legal conclusions to which no response is required, but USP denies the funds claimed by USP are forfeitable.

**V. FULL TILT POKER'S AND THE FTP INSIDER DEFENDANTS'
THEFT OF PLAYER FUNDS**

99. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 99, therefore denied.

**Full Tilt Poker's Assurances To Players About The Security
of Deposits Made to Online Gambling Accounts**

100. (a)-(b) USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 100(a)-(b), therefore denied.

101. (a)-(d) USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 101(a)-(d), therefore denied.

102. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 102, therefore denied.

103. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 103, therefore denied.

104. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 104, therefore denied.

**Full Tilt Poker's Insolvency As a Result
of Paying Owners From Player Funds and
Its Inability To Collect Deposits from U.S. Players**

105. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 105, therefore denied.

106. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 106, therefore denied.

107. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 107, therefore denied.

108. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 108, therefore denied.

109. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 109, therefore denied.

110. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 110, therefore denied.

111. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 111, therefore denied.

112. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 112, therefore denied.

113. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 113, therefore denied.

114. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 114, therefore denied.

115. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 115, therefore denied.

Continuing Fraud Against Players After April 15, 2011

116. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 116, therefore denied.

117. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 117, therefore denied.

118. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 118, therefore denied.

119. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 119, therefore denied.

120. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 120, therefore denied.

VI. PROBABLE CAUSE FOR FORFEITURE

121. USP neither admits nor denies the allegations contained in Paragraph 121 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 121, therefore denied.

122. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 122, therefore denied.

The Poker Companies

123. USP neither admits nor denies the allegations contained in Paragraph 123 because they are legal conclusions to which no response is required.

The Poker Company Domain Names

124. USP neither admits nor denies the allegations contained in Paragraph 124 because they are legal conclusions to which no response is required.

The Poker Company Accounts

125. USP neither admits nor denies the allegations contained in Paragraph 125 because they are legal conclusions to which no response is required.

126. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 126, therefore denied.

The Poker Processor Accounts

127. USP neither admits nor denies the allegations contained in Paragraph 127 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP denies the funds claimed by USP are forfeitable.

The FTP Insider Accounts

128. USP neither admits nor denies the allegations contained in Paragraph 128 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations, therefore denied.

129. USP neither admits nor denies the allegations contained in Paragraph 129 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 129, but USP denies that the funds claimed by USP are forfeitable.

VII. CLAIMS FOR FORFEITURE

FIRST CLAIM FOR RELIEF

Forfeiture Under 18 U.S.C. §§ 1955(d) and 981(a)(1)(C) - Illegal Gambling

130. USP restates and reaffirms its answers to Paragraphs 1 through 129 with the same force and effect as if stated herein.

131. USP neither admits nor denies the allegations contained in Paragraph 131 because they are legal conclusions to which no response is required.

132. USP neither admits nor denies the allegations contained in Paragraph 132 because they are legal conclusions to which no response is required.

133. USP neither admits nor denies the allegations contained in Paragraph 133 because they are legal conclusions to which no response is required.

134. USP neither admits nor denies the allegations contained in Paragraph 134 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 134, but USP denies the funds claimed by USP are forfeitable.

135. USP neither admits nor denies the allegations contained in Paragraph 135 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 135, but USP denies the funds claimed by USP are forfeitable.

SECOND CLAIM FOR RELIEF

**Forfeiture Under 18 U.S.C. § 981(a)(1)(C) -
Bank and Wire Fraud**

136. USP restates and reaffirms its answers to Paragraphs 1 through 135 with the same force and effect as if stated herein.

137. USP neither admits nor denies the allegations contained in Paragraph 137 because they are legal conclusions to which no response is required.

138. USP neither admits nor denies the allegations contained in Paragraph 138 because they are legal conclusions to which no response is required.

139. USP neither admits nor denies the allegations contained in Paragraph 139 because they are legal conclusions to which no response is required.

140. USP neither admits nor denies the allegations contained in Paragraph 140 because they are legal conclusions to which no response is required.

141. USP neither admits nor denies the allegations contained in Paragraph 141 because they are legal conclusions to which no response is required.

142. USP neither admits nor denies the allegations contained in Paragraph 142 because they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 142.

143. USP neither admits nor denies the allegations contained in Paragraph 143 because they are legal conclusions to which no response is required, but USP denies that the funds claimed by USP are forfeitable.

THIRD CLAIM FOR RELIEF

Forfeiture Under 18 U.S.C. § 981(a)(1)(A) - Money Laundering

144. USP restates and reaffirms its answers to Paragraphs 1 through 143 with the same force and effect as if stated herein.

145. USP neither admits nor denies the allegations contained in Paragraph 145 because they are legal conclusions to which no response is required.

146. USP neither admits nor denies the allegations contained in Paragraph 146 because they are legal conclusions to which no response is required.

147. USP neither admits nor denies the allegations contained in Paragraph 147 because they are legal conclusions to which no response is required.

148. USP neither admits nor denies the allegations contained in Paragraph 148 because they are legal conclusions to which no response is required.

149. USP neither admits nor denies the allegations contained in Paragraph 149 because they are legal conclusions to which no response is required.

150. USP neither admits nor denies the allegations contained in Paragraph 150 because they are legal conclusions to which no response is required, but USP denies the funds claimed by USP are forfeitable.

FOURTH CLAIM FOR RELIEF

Forfeiture Under 18 U.S.C. § 981(a)(1)(C) - Wire Fraud

151. USP restates and reaffirms its answers to Paragraphs 1 through 150 with the same force and effect as if stated herein.

152. USP neither admits nor denies the allegations contained in Paragraph 152 because they are legal conclusions to which no response is required.

153. USP neither admits nor denies the allegations contained in Paragraph 153 because they are legal conclusions to which no response is required.

154. USP neither admits nor denies the allegations contained in Paragraph 154 because they are legal conclusions to which no response is required.

155. USP neither admits nor denies the allegations contained in Paragraph 155 because they are legal conclusions to which no response is required.

156. USP neither admits nor denies the allegations contained in Paragraph 156 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP states, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 156, therefore denied.

157. USP neither admits nor denies the allegations contained in Paragraph 156 to the extent they are legal conclusions to which no response is required. To the extent the allegations are deemed factual, USP states, USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 157, therefore denied.

VIII. CIVIL MONEY LAUNDERING PENALTIES

18 U.S.C. § 1956

158. USP restates and reaffirms its answers to Paragraphs 1 through 157 with the same force and effect as if stated herein.

159. USP neither admits nor denies the allegations contained in Paragraph 159 because they are legal conclusions to which no response is required.

160. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 160, therefore denied.

161. USP is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 161, therefore denied.

WHEREFORE, USP respectfully requests that this Court dismiss Plaintiff's Complaint with prejudice in its entirety, find that the allegations regarding the funds claimed by USP are without foundation, order the funds claimed by USP to be returned, and award USP its reasonable attorney's fees and costs.

DEFENSES AND AFFIRMATIVE DEFENSES

First Defense

Plaintiff's claims are barred in whole or in part because Plaintiff has failed to state a claim upon which relief can be granted.

Second Defense

The Court lacks subject matter jurisdiction over the funds claimed by USP.

Third Defense

This Court is not the proper venue for Plaintiff to bring the claims asserted in this action.

Fourth Defense

The funds claimed by USP are not forfeitable under federal law, including without limitation 18 U.S.C. §§ 1955, 981(a)(1)(C) and 981(a)(1)(A).

Fifth Defense

USP is an innocent owner of the funds claimed by USP within the meaning of federal law, including without limitation 18 U.S.C. § 983(d).

Sixth Defense

USP is a bona fide purchaser and/or seller for value within the meaning of federal law.

Seventh Defense

Forfeiture of the funds claimed by USP would violate constitutional due process.

Eighth Defense

Forfeiture of the funds claimed by USP would violate the Eighth Amendment's prohibition against excessive fines.

Ninth Defense

There is no in-rem jurisdiction with respect to the funds claimed by USP.

Tenth Defense

The Complaint fails to state sufficiently detailed facts to support a reasonable belief that the government will be able to meet its burden of proof at trial with respect to the funds claimed by USP.

RESERVATION OF RIGHTS

USP reserves any and all other defenses that it may have to Plaintiff's Complaint and reserves all of its rights to alter, amend or add to these defenses as further information becomes available.

WHEREFORE, USP respectfully requests that this Court dismiss Plaintiff's Complaint with prejudice in its entirety, find that the allegations regarding the funds claimed by USP are without foundation, order the funds claimed by USP to be returned, and award USP its reasonable attorney's fees and costs.

Respectfully submitted,

/s/ Adam B. Michaels

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Attorneys for Ultra Safe Pay, LLC

DATED: November 30, 2011

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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UNITED STATES OF AMERICA, :
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 Plaintiff, :
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 v. : 11 Civ. 2564 (LBS)
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 POKERSTARS, *et al.* :
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 Defendants, :
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 ALL RIGHT, TITLE AND INTEREST IN :
 THE ASSETS OF POKERSTARS, *et al.* :
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 Defendants-in-rem. :
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CERTIFICATE OF SERVICE

I hereby certify that on this 30th day of November, 2011, I electronically filed the foregoing Answer and Affirmative Defenses to Plaintiff's Verified First Amended Complaint with the Clerk of the Court by using the CM/ECF system, which will send a notice of electronic filing to the parties of record.

/s/ Adam B. Michaels
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