

Thomas J. Burns (8918)
Matthew J. Orme (13323)
DURHAM JONES & PINEGAR
111 East Broadway, Suite 900
P O Box 4050
Salt Lake City, UT 84110-4050
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RECEIVED

MAR 09 2012

Utah Department of Commerce
Division of Securities

Attorneys for Third Parties Michael Gillespie and Ross Jardine

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

<p>IN THE MATTER OF: RIDGELAND WYOMING, INC, VYSN CAPITAL, LLC, BRYAN R. FARRIS, SHAWN BLAIN SMART, AND GARY FRANK LAWYER</p>	<p>Memorandum in Support of Motion to Quash and for Protective Order</p> <p>Docket No. SD-11-0052 Docket No. SD-11-0053 Docket No. SD-11-0054 Docket No. SD-11-0055 Docket No. SD-11-0056</p>
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Third-Parties Michael Gillespie and Ross Jardine (“Third-Parties”) submit this memorandum supporting their motion to quash and for protective order.

INTRODUCTION

The subpoena served on Third Parties by Respondents to the above entitled action, VYSN Capital, LLC and Shawn B. Smart should be quashed. Third Parties object specifically to issuance of the subpoenas to them on the grounds that the Service of the Subpoena was incomplete—the purported **EXHIBIT A** was not attached to the two subpoenas served on the Third-Parties and never served on the Third-Parties—and the subpoena is unreasonable, oppressive, and is not reasonably calculated to lead to the discovery of admissible evidence. To the extent subpoenas containing similar requests have been served on Third Parties by any of the

other named respondents in the above-captioned matter, including Ridgeland Wyoming, Inc., Bryan R. Farris and Gary Frank Lawyer, this motion to quash the subpoena shall apply to such subpoenas as well.

ARGUMENT

“Upon a motion made promptly to quash or modify a subpoena, but no later than the time specified in the subpoena for compliance, the presiding officer may: (a) quash or modify the subpoena, if it is shown to be unreasonable or oppressive.” Dept. of Commerce Admin. Proc. Act R151-4-513(5)(a). Third Parties meet these requirements.

I. THE MOTION IS TIMELY

By rule, a motion to quash is timely if it is filed on or before the date specified in the subpoena for compliance. *See id.* Here, the Respondents specified that compliance was due on or before Friday March 9, 2012 at 5:00 pm. *See* Subpoenas, *attached as* Exhibit A.¹ Thus, because this motion is served and filed before that time, the motion to quash is timely as a matter of law.

II. SERVICE OF THE SUBPOENA WAS FATALLY FLAWED

“A subpoena shall be served in accordance with the requirements of the jurisdiction in which service is made.” Rule R151-4-513(4). To be proper in the state of Utah, a subpoena duces tecum must include all of the relevant information necessary for a party to respond, and in the absence of such, the service of the subpoena is insufficient. *See generally* Utah R. Civ. P. 34. Here, the Respondent’s served the Third-Parties with Subpoenas on or about February 26, 2012. The subpoena demanded that the Third-Parties “produce or permit inspection and copying of the documents and tangible things or objects described in **Exhibit A, hereto on or before 5:00 p.m.**

¹ By attaching the subpoenas that the Third Parties seek to quash, Third Parties comply with Rule R151-4-512(d)(2), to the extent that it applies to the Third Parties’ Motion.

March 9th 2012. See **Exhibit A.** However, neither subpoena included any exhibits, and certainly no “Exhibit A.” As a consequence, the Service of the Subpoena was fatally flawed and the Third Parties have nothing to respond to, which should provide sufficient grounds to quash the subpoenas.²

III. THE SUBPOENA IS OPPRESSIVE AND UNREASONABLE

Finally, the subpoenas are oppressive, unreasonable, and overbroad. As the Third-Parties understand the subpoenas issued by Respondent, those subpoenas seek all of the following:³

- 1) All federal and state tax returns filed for the years 2007, 2008, 2009, 2010, and 2011, including Schedules A, B, D, and E, K, and IRS worksheets related to these schedules, or the equivalent for any other type of return. The income tax returns must be identical to those that were filed with the Internal Revenue Service, except that social security numbers may be redacted.
- 2) Financial statements, including statements within loan applications, or similar statements of your assets, liabilities, and/or net worth that were prepared during the years 2005, 2006, 2007 and 2008.
- 3) All documents relating to any oil or natural gas exploration, drilling, or production investment you made in the years 2005, 2006, 2007 or 2008, including, but not limited to, copies of subscription agreements, private placement memoranda, COPAS documents, operating agreements, correspondence and account statements relating to those investments;
- 4) Copies of Private Placement Memoranda for any offering in which you were an officer, partner, director, or otherwise associated with the offering.
- 5) All documents and correspondence sent to or received from Respondents.
- 6) All bank records, including cancelled checks, showing any returns received from your investment with Ridgeland Wyoming, Inc.
- 7) All documents and correspondence you sent to or received from any employee of the Utah Division of Securities relating to Respondents, including by not limited to Diana Parrish, Douglas Wawrzynski, or Jeff Neilson.
- 8) All correspondence with Ross Jardine relating in any way to your investment with Ridgeland Wyoming, Inc.
- 9) A copy of your current resume.
- 10) All notes, including entries in diaries or calendars, relating in any way to your investment with Ridgeland Wyoming, Inc.

² Because the Third Parties are aware that Quashing on the basis of improper or insufficient service will result in nothing more than a delay in evaluating the merits of the subpoenas at issue—they likely will be reissued properly after quashing—the Third Parties address the merits of the Subpoenas, as they understand those documents.

³ The Respondents are in possession of copies of Subpoenas yet to issue from Respondents Ridgeland Wyoming, Inc., Bryan R. Farris, and Gary Frank Lawyer. It is the Third Parties’ understanding that the exhibit attached to these subpoenas mirrors the Exhibit that was purported to be attached to the subpoenas served by Mr. Smart and VYSN Capital, LLC—the subpoenas at issue in this motion.

- 11) All record and notes or logs of telephone calls or conversations with any of the Respondents.
- 12) All materials you received or obtained from any source relating to your investment in Ridgeland Wyoming, Inc.
- 13) Copies of any surveillance tapes, recordings, notes calendar entries and/or visitor sign-in sheets from April 16, 2007 when Shawn Smart and Jim McGregor allegedly met with you at True North Academy as alleged in paragraph 20 and 21 of Amended OSC.

See Drafted Subpoena from counsel for Respondents Ridgeland Wyoming, Inc., Bryan R. Farris, and Gary Frank Lawyer, *attached as, Exhibit B.*

First, a brief review of these demands reveals that the Respondents seek to chill a Utah Citizen's ability to file a complaint with the Division. These requests demand five years of detailed financial personal information, five years of the Third-Parties work history. *See id.* at ¶¶ 1-4, 9. Material produced by the Third-Parties through their independent ventures, whether confidential, private, or proprietary. *See id.* at 3-4. And all correspondence with the Division of Securities related to the complaint that the Third-Parties filed. *See id.* at ¶ 7. The sheer magnitude of the information demanded by the Respondent's through the subpoena appears designed to force the Third Parties to withdraw their complaint with the Division of Securities to avoid having their entire private financial and employment information exposed. The simple fact that permitting such an invasive subpoena would chill not only the Third-Parties willingness to report wrongdoing, but also the willingness of the public to do so, should alone justify the quashing of this subpoena.

Second, the subpoena seeks information that is clearly within the reach of the Respondent's without resort to demanding it from the Third-Parties, and thus these portions should be quashed. *See, e.g., Pack v. Case*, 2001 UT App 232, ¶ 32, 30 P.3d 435 (affirming denial of motion to compel answer to discovery request as "overly broad and unduly burdensome" where the party seeking the information could easily have obtained the information

sought without the aid of the subpoenaed party). For example, the Respondents' demand the production of correspondence between the Third-Parties and the Respondents. *See Exhibit B, ¶ 5.* The Respondents possess this information, or can at least obtain it from their computers and computer servers. Similarly, the Respondents have access to information relevant to the phone records, leaving paragraph 7 unreasonable.

Third, any response to the subpoena will result in the disclosure to the Respondents of confidential and personal information about the Third Parties and is not reasonably calculated to lead to the discovery of evidence that will be admissible in connection with the state's Order to Show Cause against the Respondents. The Order to Show Cause sets forth a series of facts and allegations against the Respondents. Among those are no allegations concerning the business sophistication of the Third-Parties. Nor does the Order to Show Cause contain any material allegations concerning the Third-Parties' finances or business venture. And in fact, these allegations would be immaterial to the causes of action, which include Securities Fraud—through the Respondent's failure to disclose material information—False Information to the Division, and Unlicensed Agents. None of the material elements of these causes of action require any investigation into the Third-Parties employment history, business interest, financial history, or personal history. Rather, two of these allegations focus on materially objective facts—are the Respondents license to sell securities in the state of Utah and did the Respondent provide false statements to the Division of Securities. Nothing that the Respondents could obtain from the Third Parties will shed any light on these causes of action. And to the extent that the causes of action for fraud could be interpreted as involving information from the Third-Parties, the Respondents are in possession of all relevant information and need not demand its production from the Third Parties.

Finally, the subpoena represents nothing more than a request to fish through the personal and confidential financial records of the Third-Parties. It is unknown what the Respondents would suggest could be gained by being permitted to engage in this fishing expedition; but the Third Parties believe, as set forth earlier, that the sole purpose is to intimidate them into withdrawing the complaint to protect their personal, business and financial information. Consequently, the Respondents subpoenas are both unreasonable and overbroad and in no way reasonably calculated to lead to evidence that would be admissible in connection with the State's investigation into the Respondent's improper securities behavior.

On the foregoing grounds, the Third-Parties respectfully request that the subpoena to the third Party be quashed, and that such other relief as the Court deems appropriate be entered.

DATED: March 9, 2012

DURHAM JONES & PINEGAR

By: 

Thomas J. Burns
Matthew Orme

Attorneys for Third Parties Michael
Gillespie and Ross Jardine

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing **MEMORANDUM SUPPORTING
MOTION TO QUASH SUBPOENAS TO MICHAEL GILLESPIE AND ROSS JARDINE**
was served on this 9th day of March, 2012 by facsimile and hand delivery to the following:

Mark W. Pugsley
Ray Quinney & Nebeker P.C.
36 South State Street, Suite 1400
Salt Lake City, Utah 84145-0385
Facsimile 801-532-7543

A handwritten signature in black ink, appearing to read 'Mark W. Pugsley', written over a horizontal line. The signature is stylized and cursive.

EXHIBIT A

Mark W. Pugsley (8253)
RAY QUINNEY & NEBEKER
36 South State Street, 14th Floor
Salt Lake City, Utah 84145-0385
Telephone: (801) 532-1500
Facsimile: (801) 532-7543
mpugsley@rqn.com

TIME 2120 DATE 2-26-12
SERVED MICHAEL GILLESPIE
RELATIONSHIP SELF
ADDRESS 7 PFEIFFERHORN
TD's LEGAL PROCESS LLC SERVER
964-9393

Attorneys for Respondents VYSN Capital, LLC and Shawn B. Smart

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF:

RIDGELAND WYOMING, INC.,
VYSN CAPITAL, LLC, BRYAN R.
FARRIS, SHAWN BLAINE SMART,
AND GARY FRANK LAWYER,

Respondents.

**SUBPOENA
TO
MICHAEL GILLESPIE**

Docket No. SD-11-0052
Docket No. SD-11-0053
Docket No. SD-11-0054
Docket No. SD-11-0055
Docket No. SD-11-0056

**TO: Michael Gillespie
7 South Pfeifferhorn Drive
Alpine, Utah 84004**

YOU ARE COMMANDED:

to produce or permit inspection and copying of the documents and tangible things or objects described in **EXHIBIT A** hereto on or before **5:00 p.m. March 9th 2012**.

to permit inspection of the following premises at the date and time specified below.

to appear in the Third Judicial District Court at the place, date and time specified below to testify in the above case.

to appear at the place, date and time specified below to testify at the taking of a deposition in the above case.

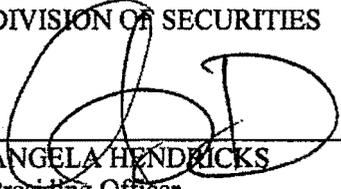
PLACE FOR PRODUCTION:

DATE AND TIME

Mark W. Pugsley
RAY QUINNEY & NEBEKER P.C.
36 South State Street, Suite 1400
Salt Lake City, Utah 84111

March 9, 2012 on or before 5:00 p.m.

UTAH DEPARTMENT OF COMMERCE
DIVISION OF SECURITIES


ANGELA HENDRICKS
Presiding Officer
Division of Securities
160 East 300 South
Salt Lake City, Utah 84114
1171883

February 23 2012

TIME 2:25 DATE 7-26-12
SERVED Ross W. Jardine
RELATIONSHIP Self
ADDRESS 116 S Pfeifferhorn Dr
Alpine, UT SERVER
TD's LEGAL PROCESS LLC 904-9393

Mark W. Pugsley (8253)
RAY QUNNEY & NEBEKER
36 South State Street, 14th Floor
Salt Lake City, Utah 84145-0385
Telephone: (801) 532-1500
Facsimile: (801) 532-7543
mpugsley@rqm.com

Attorneys for Respondents VYSN Capital, LLC and Shawn B. Smart

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF:

RIDGELAND WYOMING, INC.,
VYSN CAPITAL, LLC, BRYAN R.
FARRIS, SHAWN BLAINE SMART,
AND GARY FRANK LAWYER,

Respondents.

**SUBPOENA
TO
ROSS W. JARDINE**

Docket No. SD-11-0052
Docket No. SD-11-0053
Docket No. SD-11-0054
Docket No. SD-11-0055
Docket No. SD-11-0056

TO: Ross W. Jardine
116 South Pfeifferhorn Drive
Alpine, Utah 84004

YOU ARE COMMANDED:

to produce or permit inspection and copying of the documents and tangible things or objects described in EXHIBIT A hereto on or before 5:00 p.m. March 9th 2012.

to permit inspection of the following premises at the date and time specified below.

to appear in the Third Judicial District Court at the place, date and time specified below to testify in the above case.

to appear at the place, date and time specified below to testify at the taking of a deposition in the above case.

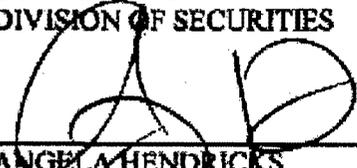
PLACE FOR PRODUCTION:

DATE AND TIME

Mark W. Pugsley
RAY QUINNEY & NEBEKER P.C.
36 South State Street, Suite 1400
Salt Lake City, Utah 84111

March 9, 2012 on or before 5:00 p.m.

**UTAH DEPARTMENT OF COMMERCE
DIVISION OF SECURITIES**


ANGELA HENDRICKS
Presiding Officer
Division of Securities
160 East 300 South
Salt Lake City, Utah 84114

February 23 2012

1171883

EXHIBIT B



Scott P. Card
 William L. Fillmore ◊
 Matthew R. Howell
 Barnard N. Madsen
 Richard W. Sheffield ◊

Randall K. Spencer ◊
 Mark D. Stubbs ◊
 Aaron P. Dodd
 Paul D. Dodd
 Scott D. Preston ◊

Joseph M. Hepworth ◊
 Stephanie L. O'Brien ◊
 Levi S. Adams
 Kara H. North ◊

OF COUNSEL:
 Allen E. ...
 Jennifer K. ...
 Ernest P. ...
 Eric D. ...

MARK D. STUBBS
 mstubbs@fslaw.com

February 23, 2012

Michael Gillespie
 7 South Pfeifferhorn Drive
 Alpine, Utah 84004

RE: In the Matter of Ridgeland Wyoming, Inc.

Dear Mr. Jardine:

Enclosed please find a copy of a subpoena which we intend to have served upon you with respect to the above matter. We are requesting that you contact this law firm and arrange for a time to informally discuss this matter. Please let us know by phone as soon as you receive this letter if you are willing to talk to us informally.

Very truly yours,

Mark D. Stubbs

MDS:bw

Enclosure

801-530-6610 Tom Brady

Mark D. Stubbs (9353)
FILLMORE SPENCER, LLC
3301 North University Avenue
Provo, Utah 84604
Telephone: 801-426-8200
Facsimile: 801-426-8208
mstubbs@fslaw.com

Attorneys for Ridgeland Wyoming, Inc., Bryan R. Farris and Gary Frank Lawyer

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF:

RIDGELAND WYOMING, INC.,
VYSN CAPITAL, LLC, BRYAN R.
FARRIS, SHAWN BLAINE SMART,
AND GARY FRANK LAWYER,

Respondents.

**SUBPOENA
TO
MICHAEL GILLESPIE**

Docket No. SD-11-0052
Docket No. SD-11-0053
Docket No. SD-11-0054
Docket No. SD-11-0055
Docket No. SD-11-0056

TO: MICHAEL GILLESPIE
7 South Pfeifferhorn Drive
Alpine, Utah 84004

YOU ARE COMMANDED:

[X] to appear and produce or permit inspection and copying of the documents and tangible things or objects described in **EXHIBIT A** hereto **on or before 5:00 p.m. March 9th 2012** at the place specified below:

PLACE FOR PRODUCTION:

DATE AND TIME

FILLMORE SPENCER, P.C.
3301 North University Avenue
Provo, Utah 84604

March 9, 2012, on or before 5:00 p.m.

UTAH DIVISION OF SECURITIES.
DEPARTMENT OF COMMERCE

February __, 2012

ANGELA HENDRICKS, Presiding Officer
Division of Securities
160 East 300 South
Salt lake City, Utah 84114

CERTIFICATE OF SERVICE

I hereby certify on this ____ day of February, 2012, a true and correct copy of the
SUBPOENA TO MICHAEL GILLESPIE was served by U.S. First Class Mail, postage
prepaid, to the following:

Thomas Brady, Securities Analyst
DIVISION OF SECURITIES
UTAH DEPARTMENT OF COMMERCE
160 East 300 South, 2nd Floor
Post Office Box 146760
Salt Lake City, Utah 84114-6760

D. Scott Davis
Assistant Attorney General
UTAH ATTORNEY GENERAL'S OFFICE
160 East 300 South, 5th Floor
Post Office Box 140872
Salt Lake City, Utah 84111

Mark W. Pugsley
RAY QUINEEY & NEBEKER
36 South State Street, 14th Floor
Salt Lake City, Utah 84145-0385

Exhibit "A"

DEFINITIONS

1. The term "Respondents" means Ridgeland Wyoming, Inc., Vysn Capital, LLC, Bryan R. Farris, Shawn Smart, and Gary Frank Lawyer, and any of their employees, agents or representatives.

2. The term "you" or "your" means, collectively and individually, Michael Gillespie, and any of his companies, entities, subsidiaries, parents, successors, affiliates, divisions, operating units, employees, representatives and/or agents including, but not limited to, Gillespie Holdings, LLC.

3. The term "related to" means, without limitation, the following concepts: discussing, describing, reflecting, dealing with, pertaining to, concerning, analyzing, evaluating, estimating, evidencing, constituting, studying, surveying, projecting, assessing, recording, summarizing, criticizing, reporting, commenting, or otherwise involving, in whole or in part.

4. The term "document" or "documents" has the same meaning set forth in Rule 34 of the Utah Rules of Civil Procedure, and includes, without limitation, any writing, notes, photograph, chart, graph, video tape, audio tape, computer disk or electronically stored data (including electronic mail) ("ESI") which is in your actual or constructive possession, custody, or control, and includes, without limitation, all originals, copies, drafts (sent or unsent) or other nonconforming copies of every kind. The word "document" or "documents" includes "communications" as defined in Definition No. 6 below.

5. The terms "person" or "persons" includes any natural person, firm, association, organization, partnership, business, trust, corporation or public entity.

7. All documents and correspondence you sent to or received from any employee of the Utah Division of Securities relating to Respondents, including but not limited to Diana Parrish, Douglas Wawrzynski, or Jeff Nielson. - o -

8. All correspondence with Ross Jardine relating in any way to your investment with Ridgeland Wyoming, Inc. - o -

9. A copy of your current resume.

10. All notes, including entries in diaries or calendars, relating in any way to your investment with Ridgeland Wyoming, Inc.

11. All recordings and notes or logs of telephone calls or conversations with any of the Respondents.

12. All materials you received or obtained from any source relating to your investment in Ridgeland Wyoming, Inc.

13. Copies of any surveillance tapes, recordings, notes, calendar entries and/or visitor sign-in sheets from April 16, 2007 when Shawn Smart and Jim McGregor allegedly met with you at True North Academy as alleged in paragraphs 20 and 21 of the Amended OSC.

6. The terms "Communicate" and "communication(s)" mean, without limitation, oral or written communications of any kind, such as electronic communications, e-mails, SMS or other text messages, facsimiles, telephone communications (including land-line and cellular phone records), correspondence, exchange of written or recorded information, or face-to-face meetings. The phrase "communication between" is defined to include instances where one party addresses the other party but the other party does not necessarily respond.

DOCUMENTS TO BE PRODUCED

1. All federal and state tax returns filed for the years 2007, 2008, 2009, 2010 and 2011, including Schedules A, B, D, and E, K1 and the IRS worksheets related to these schedules, or the equivalent for any other type of return. The income tax returns must be identical to those that were filed with the Internal Revenue Service, except social security numbers may be redacted.

2. Financial statements, including statements within loan applications, or similar statements of your assets, liabilities, and/or net worth that were prepared during the years 2005, 2006, 2007 and 2008.

3. All documents relating to any oil or natural gas exploration, drilling, or production investment you made in the years 2005, 2006, 2007 or 2008, including, but not limited to, copies of subscription agreements, private placement memoranda, COPAS documents, operating agreements, correspondence and account statements relating to those investments.

4. Copies of Private Placement Memoranda for any offering in which you were an officer, partner, director, or otherwise associated with the offering. - D -

5. All documents and correspondence sent to or received from Respondents. - v -

6. All bank records, including cancelled checks, showing any returns received from your investment with Ridgeland Wyoming, Inc. - o -

Notice to Persons Served with a Subpoena

(1) Rights and responsibilities in general. A subpoena is a court order whether it is issued by the court clerk or by an attorney as an officer of the court. You must comply or file an objection, or you may face penalties for contempt of court. If you are commanded to produce documents or tangible things, the subpoena must be served on you at least 14 days before the date designated for compliance. If you are commanded to appear at a trial, hearing, deposition, or other place, a one-day witness fee must be served with this subpoena. A one-day witness fee is \$18.50 plus \$1.00 for each 4 miles you have to travel over 50 miles (one direction). When the subpoena is issued on behalf of the United States or Utah, fees and mileage need not be tendered. The witness fee for each subsequent day is \$49.00 plus \$1.00 for each 4 miles you have to travel over 50 miles (one direction).

(2) Subpoena to copy and mail documents. If the subpoena commands you to copy documents and mail the copies to the attorney or party issuing the subpoena, you must organize the copies as you keep them in the ordinary course of business or organize and label them to correspond with the categories in the subpoena. The party issuing the subpoena must pay the reasonable cost of copying the documents. You must mail with the copies a Declaration of Compliance with Subpoena stating in substance:

- (A) that you have knowledge of the facts contained in the declaration;
- (B) that the documents produced are a full and complete response to the subpoena;
- (C) that originals or true copies of the original documents have been produced; and
- (D) the reasonable cost of copying the documents.

A Declaration of Compliance with Subpoena form is part of this Notice; you may need to modify it to fit your circumstances.

(3) Subpoena to appear. If the subpoena commands you to appear at a trial, hearing, deposition, or for inspection of premises, you must appear at the date, time, and place designated in the subpoena. The trial or hearing will be at the courthouse in which the case is pending. For a deposition or inspection of premises, you can be commanded to appear in only the following counties:

- (A) If you are a resident of Utah, the subpoena may command you to appear or to produce documents, electronic records or tangible things or to permit inspection of premises in the county:
 - in which you reside;
 - in which you are employed;
 - in which you transact business in person; or
 - in which the court orders.
- (B) If you are not a resident of Utah, the subpoena may command you to appear or to produce documents, electronic records or tangible things or to permit inspection of premises in the county:
 - in which you are served with the subpoena; or
 - in which the court orders.

(4) Subpoena to permit inspection of premises. If the subpoena commands you to appear and to permit the inspection of premises, you must appear at the date, time, and place designated in the subpoena and do what is necessary to permit the premises to be inspected.

(5) Subpoena to produce documents or tangible things. If the subpoena commands you to produce documents or tangible things, you must produce the documents or tangible things as you keep them in the ordinary course of business or organize and label them to correspond with the categories in the subpoena. The subpoena may require you to produce the documents at the trial, hearing, or deposition or to mail them to the issuing party or attorney. The party issuing the subpoena must pay the reasonable cost of copying and producing the documents or tangible things. You must produce with the documents or tangible things a Declaration of Compliance with Subpoena stating in substance:

- (A) that you have knowledge of the facts contained in the declaration;
- (B) that the documents produced are a full and complete response to the subpoena;
- (C) that originals or true copies of the original documents have been produced; and
- (D) the reasonable cost of copying the documents.

A Declaration of Compliance with Subpoena form is part of this Notice; you may need to modify it to fit your circumstances.

(6) Objection to a subpoena. You must comply with those parts of the subpoena to which you do not object. You may object to all or part of the subpoena if it:

- (A) fails to allow you a reasonable time for compliance (If you are commanded to produce documents or tangible things, the subpoena must be served on you at least 14 days before the date designated for compliance.);
- (B) requires you, as a resident of Utah, to appear at a deposition or to produce documents, electronic records or tangible things or to permit inspection of premises in a county in which you do not reside, are not employed, or do not transact business in person, unless the judge orders otherwise;
- (C) requires you, as a non-resident of Utah, to appear at a deposition or to produce documents, electronic records or tangible things or to permit inspection of premises in a county other than the county in which you were served, unless the judge orders otherwise;
- (D) requires you to disclose privileged or other protected matter and no exception or waiver applies;
- (E) requires you to disclose a trade secret or other confidential research, development, or commercial information;
- (F) subjects you to an undue burden; or

(G) requires you to disclose an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study that was not made at the request of a party.

(7) How to object. To object to the subpoena, serve the Objection to Subpoena on the party or attorney issuing the subpoena. The name and address of that person should appear in the upper left corner of the subpoena. You must do this before the date for compliance. An Objection to Subpoena form is part of this Notice; you may need to modify it to fit your circumstances. Once you have filed the objection, do not comply with the subpoena unless ordered to do so by the court.

(8) Motion to compel. After you make a timely written objection, the party or attorney issuing the subpoena might serve you with a motion for an order to compel you to comply and notice of a court hearing. That motion will be reviewed by a judge. You have the right to file a response to the motion, to attend the hearing, and to be heard. You have the right to be represented by a lawyer. If the judge grants the motion, you may ask the judge to impose conditions to protect you.

(9) Organizations. An organization that is not a party to the suit and is subpoenaed to appear at a deposition must designate one or more persons to testify on its behalf. The organization may set forth the matters on which each person will testify. URCP 30(b)(6).

Burns, Tom

From: Michael Gillespie [gillespiestuff@gmail.com]
Sent: Thursday, March 08, 2012 2:11 PM
To: Burns, Tom
Subject: FW: Ridgeland, et al., SD-11-0052 - 0056 NOTE: GILLESPIE JARDINE MATTER

FYI Tom

-----Original Message-----

From: D Davis [mailto:dscottdavis@utah.gov]
Sent: Thursday, March 08, 2012 2:07 PM
To: mstubbs@fslaw.com; Mark Pugsley
Cc: gillespie.stuff@gmail.com; rossjardine@me.com; Thomas Brady
Subject: Ridgeland, et al., SD-11-0052 - 0056

Dear Counsel:

I am writing concerning some problems with the subpoenas that were attempted to be served on Ross Jardine and Mike Gillespie. They have contacted me regarding the subpoenas/information they received, and emailed copies to me.

They each received a subpoena from Mr. Pugsley, but no exhibits specifying what was to be produced. They each received exhibits from Mr. Stubbs describing what was to be produced, but no subpoena informing where or when to produce it. Based on these issues, they cannot be expected to respond to the materials given them.

They also object, as does the Securities Division, to being asked and/or required to produce documents and information not relevant to the above-referenced administrative proceeding. Specifically, the Division objects to any effort to subpoena any of Mr. Jardine's and Mr. Gillespie's tax information, financial statements, documents relating to oil or natural gas investments (other than the investment that is at issue in this case), copies of PPMs, and any other information or documents not related to this case.

The Division believes that the parts of the subpoena that request documents and information related to the investment at issue in the administrative proceeding are relevant and appropriate. If, in subpoenas properly served and clear, any information is requested/demanded that is outside the scope of relevancy to the issues in this administrative proceeding, the Division will file an objection to the subpoenas and/or a motion to modify the subpoenas.

Scott

D. Scott Davis
Assistant Attorney General
Utah Attorney General's Office
Commercial Enforcement Division
160 East 300 South, 5th Floor
P.O. Box 140872
Salt Lake City, Utah 84114-0872

Note: This communication is intended for the above-named addressee(s) only.
If you have received this email by mistake, please notify the sender and delete immediately.

Burns, Tom

From: Michael Gillespie [gillespiestuff@gmail.com]
Sent: Thursday, March 08, 2012 2:57 PM
To: Burns, Tom
Subject: FW: Ridgeland, et al., SD-11-0052 - 0056
Attachments: Subpoena - Ross W. Jardine.pdf; Subpoena - Michael Gillespie.pdf

FYI

-----Original Message-----

From: Mark Pugsley [mailto:mpugsley@RON.COM]
Sent: Thursday, March 08, 2012 2:53 PM
To: 'D Davis'; 'mstubbs@fslaw.com'
Cc: 'gillespie.stuff@gmail.com'; 'rossjardine@me.com'; 'Thomas Brady'
Subject: RE: Ridgeland, et al., SD-11-0052 - 0056

Scott, I don't know what happened with the service, but complete copies of the subpoenas are attached. Sorry about that.

I have several responses to your email.

First, I am concerned that you appear to be objecting on behalf of people you don't represent. If Messrs. Gillespie and Jardine want to object to these subpoenas then they need to retain counsel to do so.

Second, in the past you have taken the position that we need to follow the rules carefully. An emailed objection does not comply with Rule 151-4-513. Once we get a Motion to Quash we would be happy to respond formally to Judge Hendricks.

Third, I think you waived your objections to these subpoenas by not objecting when we filed them several weeks ago, before they were signed. Rule 151-4-513 requires that a Motion to Quash be made "promptly."

Finally, I am happy to explain to Judge Hendricks why these documents are necessary and relevant. These are highly sophisticated investors and their prior experience with oil investing and other speculative investments is critical to our defense. Moreover, the amount of losses they incurred (if any) will of course be relevant.

Mark Pugsley | Ray Quinney & Nebeker P.C. | 36 South State Street, Suite 1400 | Salt Lake City, Utah 84111
Direct: 801-323-3380 | Facsimile: 801-532-7543 | www.rqn.com | www.utahsecuritiesfraud.com
IRS Rules of Practice require us to inform you that advice, if any, in this email (including any attachments) concerning federal tax matters is not intended to be used, and cannot be used or relied upon for the purpose of avoiding penalties under the Internal Revenue Code, nor for promoting, marketing or recommending any transaction or matter addressed herein. This e-mail is sent by a law firm and contains information that may be privileged and confidential. If you are not the intended recipient, please delete the e-mail and notify us immediately.

-----Original Message-----

From: D Davis [mailto:dscottdavis@utah.gov]
Sent: Thursday, March 08, 2012 2:07 PM
To: mstubbs@fslaw.com; Mark Pugsley

Cc: gillespie.stuff@gmail.com; rossjardine@me.com; Thomas Brady
Subject: Ridgeland, et al., SD-11-0052 - 0056

Dear Counsel:

I am writing concerning some problems with the subpoenas that were attempted to be served on Ross Jardine and Mike Gillespie. They have contacted me regarding the subpoenas/information they received, and emailed copies to me.

They each received a subpoena from Mr. Pugsley, but no exhibits specifying what was to be produced. They each received exhibits from Mr. Stubbs describing what was to be produced, but no subpoena informing where or when to produce it. Based on these issues, they cannot be expected to respond to the materials given them.

They also object, as does the Securities Division, to being asked and/or required to produce documents and information not relevant to the above-referenced administrative proceeding. Specifically, the Division objects to any effort to subpoena any of Mr. Jardine's and Mr. Gillespie's tax information, financial statements, documents relating to oil or natural gas investments (other than the investment that is at issue in this case), copies of PPMs, and any other information or documents not related to this case.

The Division believes that the parts of the subpoena that request documents and information related to the investment at issue in the administrative proceeding are relevant and appropriate. If, in subpoenas properly served and clear, any information is requested/demanded that is outside the scope of relevancy to the issues in this administrative proceeding, the Division will file an objection to the subpoenas and/or a motion to modify the subpoenas.

Scott

D. Scott Davis
Assistant Attorney General
Utah Attorney General's Office
Commercial Enforcement Division
160 East 300 South, 5th Floor
P.O. Box 140872
Salt Lake City, Utah 84114-0872

Note: This communication is intended for the above-named addressee(s) only.
If you have received this email by mistake, please notify the sender and delete immediately.

Mark D. Stubbs (9353)
FILLMORE SPENCER, LLC
3301 North University Avenue
Provo, Utah 84604
Telephone: 801-426-8200
Facsimile: 801-426-8208
mstubbs@fslaw.com

Attorneys for Ridgeland Wyoming, Inc., Bryan R. Farris and Gary Frank Lawyer

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF:

RIDGELAND WYOMING, INC.,
VYSN CAPITAL, LLC, BRYAN R.
FARRIS, SHAWN BLAINE SMART,
AND GARY FRANK LAWYER,

Respondents.

**SUBPOENA
TO
ROSS W. JARDINE**

Docket No. SD-11-0052

Docket No. SD-11-0053

Docket No. SD-11-0054

Docket No. SD-11-0055

Docket No. SD-11-0056

TO: ROSS W. JARDINE
116 So. Pfeifferhorn Drive
Alpine, Utah 84004

YOU ARE COMMANDED:

to appear and produce or permit inspection and copying of the documents and tangible things or objects described in **EXHIBIT A** hereto **on or before 5:00 p.m. March 9th 2012** at the place specified below:

PLACE FOR PRODUCTION:

DATE AND TIME

FILLMORE SPENCER, P.C.
3301 North University Avenue
Provo, Utah 84604

March 9, 2012, on or before 5:00 p.m.

UTAH DIVISION OF SECURITIES,
DEPARTMENT OF COMMERCE

February __, 2012

ANGELA HENDRICKS, Presiding Officer
Division of Securities
160 East 300 So.
Salt lake City, Utah 84114

CERTIFICATE OF SERVICE

I hereby certify on this ____ day of February, 2012, a true and correct copy of the
SUBPOENA TO ROSS W. JARDINE was served by U.S. First Class Mail, postage prepaid, to
the following:

Thomas Brady, Securities Analyst
DIVISION OF SECURITIES
UTAH DEPARTMENT OF COMMERCE
160 East 300 South, 2nd Floor
Post Office Box 146760
Salt Lake City, Utah 84114-6760

D. Scott Davis
Assistant Attorney General
UTAH ATTORNEY GENERAL'S OFFICE
160 East 300 South, 5th Floor
Post Office Box 140872
Salt Lake City, Utah 84111

Mark W. Pugsley
RAY QUINEEY & NEBEKER
36 South State Street, 14th Floor
Salt Lake City, Utah 84145-0385

Exhibit "A"

DEFINITIONS

1. The term "Respondents" means Ridgeland Wyoming, Inc., Vysn Capital, LLC, Bryan R. Farris, Shawn Smart, and Gary Frank Lawyer, and any of their employees, agents or representatives.
2. The term "you" or "your" means, collectively and individually, Ross W. Jardine, and any of his companies, entities, subsidiaries, parents, successors, affiliates, divisions, operating units, employees, representatives and/or agents including, but not limited to, Pfeifferhorn Holdings, LLC.
3. The term "related to" means, without limitation, the following concepts: discussing, describing, reflecting, dealing with, pertaining to, concerning, analyzing, evaluating, estimating, evidencing, constituting, studying, surveying, projecting, assessing, recording, summarizing, criticizing, reporting, commenting, or otherwise involving, in whole or in part.
4. The term "document" or "documents" has the same meaning set forth in Rule 34 of the Utah Rules of Civil Procedure, and includes, without limitation, any writing, notes, photograph, chart, graph, video tape, audio tape, computer disk or electronically stored data (including electronic mail) ("ESI") which is in your actual or constructive possession, custody, or control, and includes, without limitation, all originals, copies, drafts (sent or unsent) or other nonconforming copies of every kind. The word "document" or "documents" includes "communications" as defined in Definition No. 6 below.
5. The terms "person" or "persons" includes any natural person, firm, association, organization, partnership, business, trust, corporation or public entity.

6. The terms “Communicate” and “communication(s)” mean, without limitation, oral or written communications of any kind, such as electronic communications, e-mails, SMS or other text messages, facsimiles, telephone communications (including land-line and cellular phone records), correspondence, exchange of written or recorded information, or face-to-face meetings. The phrase “communication between” is defined to include instances where one party addresses the other party but the other party does not necessarily respond.

DOCUMENTS TO BE PRODUCED

1. All federal and state tax returns filed for the years 2007, 2008, 2009, 2010 and 2011, including Schedules A, B, D, and E, K1 and the IRS worksheets related to these schedules, or the equivalent for any other type of return. The income tax returns must be identical to those that were filed with the Internal Revenue Service, except social security numbers may be redacted.

2. Financial statements, including statements within loan applications, or similar statements of your assets, liabilities, and/or net worth that were prepared during the years 2005, 2006, 2007 and 2008.

3. All documents relating to any oil or natural gas exploration, drilling, or production investment you made in the years 2005, 2006, 2007 or 2008, including, but not limited to, copies of subscription agreements, private placement memoranda, COPAS documents, operating agreements, correspondence and account statements relating to those investments.

4. Copies of Private Placement Memoranda for any offering in which you were an officer, partner, director or otherwise associated with the offering.

5. All documents and correspondence you sent to or received from Respondents.

6. All bank records, including cancelled checks, showing any returns received from you investment with Ridgeland Wyoming, Inc.

7. All documents and correspondence you sent to or received from any employee of the Utah Division of securities relating to Respondents, including, but not limited to, Diana Parrish, Douglas Wawrzynski, or Jeff Nielsen.

8. All correspondence with Michael Gillespie relating in any way to your investment with Ridgeland Wyoming, Inc.

9. A copy of your current resume.

10. All notes, including entries in diaries or calendars, relating in any way to your investment with Ridgeland Wyoming, Inc.

11. All recordings and notes or logs of telephone calls or conversations with any of the Respondents.

12. All materials you received or obtained from any source relating to your investment in Ridgeland Wyoming, Inc.

13. All documents related to your presentation of a Hawaii real estate investment presentation to Vysn Capital at Thanksgiving Point in February of 2007 (prior to the Farris Moorcroft presentation) including but not limited to, PPMs PowerPoint presentations, and/or marketing materials.

Notice to Persons Served with a Subpoena

(1) Rights and responsibilities in general. A subpoena is a court order whether it is issued by the court clerk or by an attorney as an officer of the court. You must comply or file an objection, or you may face penalties for contempt of court. If you are commanded to produce documents or tangible things, the subpoena must be served on you at least 14 days before the date designated for compliance. If you are commanded to appear at a trial, hearing, deposition, or other place, a one-day witness fee must be served with this subpoena. A one-day witness fee is \$18.50 plus \$1.00 for each 4 miles you have to travel over 50 miles (one direction). When the subpoena is issued on behalf of the United States or Utah, fees and mileage need not be tendered. The witness fee for each subsequent day is \$49.00 plus \$1.00 for each 4 miles you have to travel over 50 miles (one direction).

(2) Subpoena to copy and mail documents. If the subpoena commands you to copy documents and mail the copies to the attorney or party issuing the subpoena, you must organize the copies as you keep them in the ordinary course of business or organize and label them to correspond with the categories in the subpoena. The party issuing the subpoena must pay the reasonable cost of copying the documents. You must mail with the copies a Declaration of Compliance with Subpoena stating in substance:

- (A) that you have knowledge of the facts contained in the declaration;
- (B) that the documents produced are a full and complete response to the subpoena;
- (C) that originals or true copies of the original documents have been produced; and
- (D) the reasonable cost of copying the documents.

A Declaration of Compliance with Subpoena form is part of this Notice; you may need to modify it to fit your circumstances.

(3) Subpoena to appear. If the subpoena commands you to appear at a trial, hearing, deposition, or for inspection of premises, you must appear at the date, time, and place designated in the subpoena. The trial or hearing will be at the courthouse in which the case is pending. For a deposition or inspection of premises, you can be commanded to appear in only the following counties:

- (A) If you are a resident of Utah, the subpoena may command you to appear or to produce documents, electronic records or tangible things or to permit inspection of premises in the county:

- in which you reside;
- in which you are employed;
- in which you transact business in person; or
- in which the court orders.

- (B) If you are not a resident of Utah, the subpoena may command you to appear or to produce documents, electronic records or tangible things or to permit inspection of premises in the county:

- in which you are served with the subpoena; or
- in which the court orders.

(4) Subpoena to permit inspection of premises. If the subpoena commands you to appear and to permit the inspection of premises, you must appear at the date, time, and place designated in the subpoena and do what is necessary to permit the premises to be inspected.

(5) Subpoena to produce documents or tangible things. If the subpoena commands you to produce documents or tangible things, you must produce the documents or tangible things as you keep them in the ordinary course of business or organize and label them to correspond with the categories in the subpoena. The subpoena may require you to produce the documents at the trial, hearing, or deposition or to mail them to the issuing party or attorney. The party issuing the subpoena must pay the reasonable cost of copying and producing the documents or tangible things. You must produce with the documents or tangible things a Declaration of Compliance with Subpoena stating in substance:

- (A) that you have knowledge of the facts contained in the declaration;
- (B) that the documents produced are a full and complete response to the subpoena;
- (C) that originals or true copies of the original documents have been produced; and
- (D) the reasonable cost of copying the documents.

A Declaration of Compliance with Subpoena form is part of this Notice; you may need to modify it to fit your circumstances.

(6) Objection to a subpoena. You must comply with those parts of the subpoena to which you do not object. You may object to all or part of the subpoena if it:

- (A) fails to allow you a reasonable time for compliance (If you are commanded to produce documents or tangible things, the subpoena must be served on you at least 14 days before the date designated for compliance.);
- (B) requires you, as a resident of Utah, to appear at a deposition or to produce documents, electronic records or tangible things or to permit inspection of premises in a county in which you do not reside, are not employed, or do not transact business in person, unless the judge orders otherwise;
- (C) requires you, as a non-resident of Utah, to appear at a deposition or to produce documents, electronic records or tangible things or to permit inspection of premises in a county other than the county in which you were served, unless the judge orders otherwise;
- (D) requires you to disclose privileged or other protected matter and no exception or waiver applies;
- (E) requires you to disclose a trade secret or other confidential research, development, or commercial information;
- (F) subjects you to an undue burden; or

(G) requires you to disclose an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study that was not made at the request of a party.

(7) How to object. To object to the subpoena, serve the Objection to Subpoena on the party or attorney issuing the subpoena. The name and address of that person should appear in the upper left corner of the subpoena. You must do this before the date for compliance. An Objection to Subpoena form is part of this Notice; you may need to modify it to fit your circumstances. Once you have filed the objection, do not comply with the subpoena unless ordered to do so by the court.

(8) Motion to compel. After you make a timely written objection, the party or attorney issuing the subpoena might serve you with a motion for an order to compel you to comply and notice of a court hearing. That motion will be reviewed by a judge. You have the right to file a response to the motion, to attend the hearing, and to be heard. You have the right to be represented by a lawyer. If the judge grants the motion, you may ask the judge to impose conditions to protect you.

(9) Organizations. An organization that is not a party to the suit and is subpoenaed to appear at a deposition must designate one or more persons to testify on its behalf. The organization may set forth the matters on which each person will testify. URCP 30(b)(6).

1171886

Mark D. Stubbs (9353)
FILLMORE SPENCER, LLC
3301 North University Avenue
Provo, Utah 84604
Telephone: 801-426-8200
Facsimile: 801-426-8208
mstubbs@fslaw.com

Attorneys for Ridgeland Wyoming, Inc., Bryan R. Farris and Gary Frank Lawyer

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF:

RIDGELAND WYOMING, INC.,
VYSN CAPITAL, LLC, BRYAN R.
FARRIS, SHAWN BLAINE SMART,
AND GARY FRANK LAWYER,

Respondents:

**SUBPOENA
TO
ROSS W. JARDINE**

Docket No. SD-11-0052
Docket No. SD-11-0053
Docket No. SD-11-0054
Docket No. SD-11-0055
Docket No. SD-11-0056

TO: ROSS W. JARDINE
116 So. Pfeifferhorn Drive
Alpine, Utah 84004

YOU ARE COMMANDED:

to appear and produce or permit inspection and copying of the documents and tangible things or objects described in **EXHIBIT A** hereto on or before **5:00 p.m. March 9th 2012** at the place specified below:

PLACE FOR PRODUCTION:

DATE AND TIME

FILLMORE SPENCER, P.C.
3301 North University Avenue
Provo, Utah 84604

March 9, 2012, on or before 5:00 p.m.

**UTAH DIVISION OF SECURITIES,
DEPARTMENT OF COMMERCE**



ANGELA HENDRICKS, Presiding Officer
Division of Securities
160 East 300 So.
Salt lake City, Utah 84114

February 23 2012

Mark D. Stubbs (9353)
FILLMORE SPENCER, LLC
3301 North University Avenue
Provo, Utah 84604
Telephone: 801-426-8200
Facsimile: 801-426-8208
mstubbs@fslaw.com

Attorneys for Ridgeland Wyoming, Inc., Bryan R. Farris and Gary Frank Lawyer

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF:

RIDGELAND WYOMING, INC.,
VYSN CAPITAL, LLC, BRYAN R.
FARRIS, SHAWN BLAINE SMART,
AND GARY FRANK LAWYER,

Respondents.

**SUBPOENA
TO
MICHAEL GILLESPIE**

Docket No. SD-11-0052
Docket No. SD-11-0053
Docket No. SD-11-0054
Docket No. SD-11-0055
Docket No. SD-11-0056

TO: MICHAEL GILLESPIE
7 South Pfeifferhorn Drive
Alpine, Utah 84004

YOU ARE COMMANDED:

[X] to appear and produce or permit inspection and copying of the documents and tangible things or objects described in **EXHIBIT A** hereto on or before **5:00 p.m. March 9th 2012** at the place specified below:

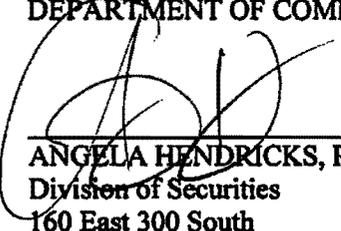
PLACE FOR PRODUCTION:

DATE AND TIME

FILLMORE SPENCER, P.C.
3301 North University Avenue
Provo, Utah 84604

March 9, 2012, on or before 5:00 p.m.

**UTAH DIVISION OF SECURITIES,
DEPARTMENT OF COMMERCE**



ANGELA HENDRICKS, Presiding Officer
Division of Securities
160 East 300 South
Salt lake City, Utah 84114

February 23, 2012