

---

**UNITED STATES DISTRICT COURT FOR THE  
NORTHERN DISTRICT OF TEXAS, FORT WORTH DIVISION**

---

**United States Securities  
and Exchange Commission,**

Plaintiff,

v.

**The Heartland Group Ventures, LLC;  
Heartland Production and Recovery LLC;  
Heartland Production and Recovery Fund  
LLC; Heartland Production and Recovery  
Fund II LLC; The Heartland Group III,  
LLC; Heartland Drilling Fund I, LP;  
Carson Oil Field Development Fund II,  
LP; Alternative Office Solutions, LLC;  
ArcoOil Corp.; Barron Petroleum LLC;  
James Ikey; John Muratore; Thomas  
Brad Pearsey; Manjit Singh (aka  
“Roger”) Sahota; and Rustin Brunson;**

Defendants,

and

**Dodson Prairie Oil & Gas LLC; Panther  
City Energy LLC; Muratore Financial  
Services, Inc.; Bridy Ikey; Encypher  
Bastion, LLC; IGroup Enterprises LLC;  
Harprit Sahota; Monroe Sahota; Sunny  
S. Sahota; Barron Energy Corp.; Dallas  
Resources Inc.; Leading Edge Energy,  
LLC; Sahota Capital LLC; and 1178137  
B.C. Ltd.;**

Relief Defendants.

No. 4:21-cv-1310-O

---

**Defendant Brunson’s Original Answer**

---

Defendant Rustin Brunson files this Original Answer in response to the Complaint filed by the United States Securities and Exchange Commission (Dkt. #1), and respectfully show as follows:

**I. ORIGINAL ANSWER**

1. The allegations against Brunson in Paragraph 1 are denied. The allegations against all other Defendants in Paragraph 1 for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

2. The allegations against Brunson in Paragraph 2 are denied. The allegations against all other Defendants in Paragraph 2 for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

3. The allegations against Brunson in Paragraph 3 are denied. The allegations against all other Defendants in Paragraph 3 for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

4. The allegations against Brunson in Paragraph 4 are denied. The allegations against all other Defendants and the Relief Defendants in Paragraph 4 for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

5. The allegations of Paragraph 5 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

6. The allegations of Paragraph 6 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

7. The allegations of Paragraph 7 are denied.

**JURISDICTION AND VENUE**

8. The allegations of Paragraph 8 are not allegations of fact, but rather legal conclusions, and therefore a response is not required. To the extent that a response is deemed necessary, the allegations are denied.

9. The allegations of Paragraph 9 are not allegations of fact, but rather legal conclusions, and therefore a response is not required. To the extent that a response is deemed necessary the allegations are denied.

10. The allegations of Paragraph 10 are not allegations of fact, but rather legal conclusions, and therefore a response is not required. To the extent that a response is deemed necessary the allegations are denied.

11. The allegations against Brunson in Paragraph 11 are denied. The allegations against all other Defendants and Relief Defendants in Paragraph 1 for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

#### **DEFENDANTS**

12. The allegations of Paragraph 12 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein

13. The allegations of Paragraph 13 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

14. The allegations of Paragraph 14 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

15. The allegations of Paragraph 15 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

16. The allegations of Paragraph 16 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

17. The allegations of Paragraph 17 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

18. The allegations of Paragraph 18 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

19. The allegations of Paragraph 19 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

20. The allegations of Paragraph 20 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

21. The allegations of Paragraph 21 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein

22. The allegations of Paragraph 22 are denied except to admit that Brunson has owned 15% of Defendant Heartland Group Ventures through Brunson Projects, LLC since September 13, 2019. Brunson further admits to having served as fund manager of Debt Fund III and Equity Fund I since September 13, 2019, and of Equity Fund II since approximately July 2020. Finally, Brunson admits that he is a an attorney licensed to practice law in Texas and to serving as outside counsel to Defendant Heartland PAR from about April to September 13, 2019.

23. The allegations of Paragraph 23 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

24. The allegations of Paragraph 24 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

25. The allegations of Paragraph 25 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

26. The allegations of Paragraph 26 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein

**RELIEF DEFENDANTS**

27. The allegations of Paragraph 27 are admitted.
28. The allegations of Paragraph 28 are admitted.
29. The allegations of Paragraph 29 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
30. The allegations of Paragraph 30 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
31. The allegations of Paragraph 31 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
32. The allegations of Paragraph 32 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
33. The allegations of Paragraph 33 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
34. The allegations of Paragraph 34 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
35. The allegations of Paragraph 35 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
36. The allegations of Paragraph 36 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
37. The allegations of Paragraph 37 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.
38. The allegations of Paragraph 38 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

39. The allegations of Paragraph 39 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

40. The allegations of Paragraph 40 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

### **FACTS**

41. The allegations of Paragraph 41 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

42. The allegations of Paragraph 42 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

43. The allegations of Paragraph 43 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

44. The allegations of Paragraph 44 are denied except to admit the existence of the Debt Fund I PPM, which is the best evidence of its content.

45. The allegations of Paragraph 45 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

46. The allegations of Paragraph 46 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

47. The allegations of Paragraph 47 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

48. The allegations of Paragraph 48 are denied except to admit the existence of the Debt Fund I PPM, which is the best evidence of its content.

49. The allegations of Paragraph 49 are denied except to admit the existence of the Debt Fund I PPM, which is the best evidence of its content.

50. The allegations of Paragraph 50 are denied except to admit the existence of the Debt Fund I PPM, which is the best evidence of its content.

51. The allegations of Paragraph 51 are denied except to admit the existence of the Debt Fund I PPM, which is the best evidence of its content.

52. The allegations of Paragraph 52 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

53. The allegations of Paragraph 53 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

54. The allegations of Paragraph 54 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

55. The allegations of Paragraph 55 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

56. The allegations of Paragraph 56 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

57. The allegations of Paragraph 57 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.

58. The allegations of Paragraph 58 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.

59. The allegations of Paragraph 59 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.

60. The allegations of Paragraph 60 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.

61. The allegations of Paragraph 61 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

62. The allegations of Paragraph 62 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

63. The allegations of Paragraph 63 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

64. The allegations of Paragraph 64 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

65. The allegations of Paragraph 65 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

66. The allegations of Paragraph 66 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

67. The allegations of Paragraph 67 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

68. The allegations of Paragraph 68 are denied except to admit the existence of the April 2019 Debt Fund II PPM, which is the best evidence of its content.

69. The allegations of Paragraph 69 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.

70. The allegations of Paragraph 70 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.

71. The allegations of Paragraph 71 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.



72. The allegations of Paragraph 72 are denied except to admit the existence of the January 2019 Debt Fund II PPM, which is the best evidence of its content.

73. The allegations of Paragraph 73 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

74. The allegations of Paragraph 74 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

75. The allegations of Paragraph 75 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein, except that Brunson admits he was hired in approximately the spring of 2019 as Heartland PAR's counsel to seek a resolution with TIEP.

76. The allegations of Paragraph 76 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

77. The allegations of Paragraph 77 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

78. The allegations of Paragraph 78 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

79. The allegations of Paragraph 79 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

80. The allegations of Paragraph 80 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

81. The allegations of Paragraph 81 are denied except to admit the existence of the Equity Fund I PPM, which is the best evidence of its content.

82. The allegations of Paragraph 82 are denied except to admit the existence of the Equity Fund I PPM, which is the best evidence of its content.

83. The allegations of Paragraph 83 are denied except to admit the existence of the Equity Fund I PPM, which is the best evidence of its content.

84. The allegations of Paragraph 84 against Brunson are denied. The allegations of Paragraph 84 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

85. The allegations of Paragraph 85 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

86. The allegations of Paragraph 86 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

87. The allegations of Paragraph 87 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

88. The allegations of Paragraph 88 are admitted.

89. The allegations of Paragraph 89 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

90. The allegations of Paragraph 90 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

91. The allegations of Paragraph 91 are denied.

92. The allegations of Paragraph 92 are denied.

93. The allegations of Paragraph 93 against Brunson are denied. The allegations of Paragraph 93 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

94. The allegations of Paragraph 94 against Brunson are denied. The allegations of Paragraph 94 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein, except that Brunson admits the existence of the Debt Fund III PPM, which is the best evidence of its content.

95. The allegations of Paragraph 95 are denied except to admit the existence of the Debt Fund III PPM, which is the best evidence of its content.

96. The allegations of Paragraph 96 are denied except to admit the existence of the Debt Fund III PPM, which is the best evidence of its content.

97. The allegations of Paragraph 97 are denied except to admit the existence of the Debt Fund III PPM, which is the best evidence of its content.

98. The allegations of Paragraph 98 are denied except to admit the existence of the Debt Fund III PPM, which is the best evidence of its content.

99. The allegations of Paragraph 99 are denied except to admit the existence of the Debt Fund III PPM, which is the best evidence of its content.

100. The allegations of Paragraph 100 are denied except to admit the existence of the Debt Fund III PPM, which is the best evidence of its content.

101. The allegations of Paragraph 101 against Brunson are denied. The allegations of Paragraph 101 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

102. The allegations of Paragraph 102 against Brunson are denied. The allegations of Paragraph 102 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

103. The allegations of Paragraph 103 are denied.

104. The allegations of Paragraph 104 against Brunson are denied. The allegations of Paragraph 104 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein, except that Brunson admits the existence of the Equity Fund II PPM, which is the best evidence of its content..

105. The allegations of Paragraph 105 are denied except to admit the existence of the Equity Fund II PPM, which is the best evidence of its content.

106. The allegations of Paragraph 106 are denied except to admit the existence of the Equity Fund II PPM, which is the best evidence of its content.

107. The allegations of Paragraph 107 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

108. The allegations of Paragraph 108 are denied.

109. The allegations of Paragraph 109 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

110. The allegations of Paragraph 110 are denied.

111. The allegations of Paragraph 111 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

112. The allegations of Paragraph 112 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

113. The allegations of Paragraph 113 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

114. The allegations of Paragraph 114 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

115. The allegations of Paragraph 115 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

116. The allegations of Paragraph 116 against Brunson are denied. The allegations of Paragraph 116 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

117. The allegations of Paragraph 117 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

118. The allegations of Paragraph 118 are admitted to the extent that Brunson did request the reserve report and received a one-page letter stating the value of \$146 million worth of gas reserves; however, the remainder of the allegations are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

119. The allegations of Paragraph 119 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

120. The allegations of Paragraph 120 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

121. The allegations of Paragraph 121 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

122. The allegations of Paragraph 122 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

123. The allegations of Paragraph 123 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

124. The allegations of Paragraph 124 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

125. The allegations of Paragraph 125 against Brunson are denied. The allegations of Paragraph 125 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

126. The allegations of Paragraph 126 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

127. The allegations of Paragraph 127 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

128. The allegations of Paragraph 128 are denied.

129. The allegations of Paragraph 129 are denied except to admit the existence of the Equity Fund I PPM, which is the best evidence of its content.

130. The allegations of Paragraph 130 are denied.

131. The allegations of Paragraph 131 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

132. The allegations of Paragraph 132 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

133. The allegations of Paragraph 133 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

134. The allegations of Paragraph 134 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

135. The allegations of Paragraph 135 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

136. The allegations of Paragraph 136 are denied.

137. The allegations of Paragraph 137 against Brunson are denied. The allegations of Paragraph 137 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

138. The allegations of Paragraph 138 are admitted.

139. The allegations of Paragraph 139 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

## COUNT I

### **Violations of Section 17(a) of the Securities Act (Against the Heartland Entities; AOS; the Sahota Defendants; James Ikey; John Muratore; and Thomas Brad Pearsaey)**

140. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.

141. The allegations of Paragraph 141 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

142. The allegations of Paragraph 142 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

143. The allegations of Paragraph 143 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

144. The allegations of Paragraph 144 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

**COUNT II**

**Violations of Section 17(a)(2) and 17(a)(3) of the Securities Act  
(Against Rustin Brunson)**

145. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.

146. The allegations of Paragraph 145 are denied.

147. The allegations of Paragraph 146 are denied.

148. The allegations of Paragraph 147 are denied.

**COUNT III**

**Violations of Section 10(b) of the Exchange Act and Exchange Act Rule 10b-5  
(Against the Heartland Entities; AOS; the Sahota Defendants; James Ikey; John Muratore; and Thomas Brad Pearsaey)**

149. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.

150. The allegations of Paragraph 150 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

151. The allegations of Paragraph 151 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

152. The allegations of Paragraph 139 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

**COUNT IV**

**Violations of Section 5(a) and (c) of the Securities Act  
(Against the Heartland Defendants and AOS)**

153. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.



154. The allegations of Paragraph 154 against Brunson are denied. The allegations in Paragraph 154 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

155. The allegations of Paragraph 155 against Brunson are denied. The allegations in Paragraph 155 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

156. The allegations of Paragraph 156 against Brunson are denied. The allegations in Paragraph 156 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

157. The allegations of Paragraph 157 against Brunson are denied. The allegations in Paragraph 157 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

## COUNT V

### **Aiding and Abetting Violations of Section 17(a) of the Securities Act (Against the Heartland Entities; AOS; the Sahota Defendants; James Ikey; John Muratore; and Thomas Brad Pearsaey)**

158. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.

159. The allegations of Paragraph 159 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

160. The allegations of Paragraph 160 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

161. The allegations of Paragraph 161 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

**COUNT VI**

**Aiding and Abetting Violations of 10(b) of the Exchange Act and Exchange Act Rule 10b-5  
(Against the Heartland Entities; AOS; the Sahota Defendants; James Ikey; John  
Muratore; and Thomas Brad Pearsaey)**

162. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.

163. The allegations of Paragraph 163 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

164. The allegations of Paragraph 164 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

**COUNT VII**

**Aiding and Abetting Violations of Section 5(a) and (c) of the Securities Act  
(Against the Heartland Defendants and AOS)**

165. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.

166. The allegations of Paragraph 166 against Brunson are denied. The allegations in Paragraph 166 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

167. The allegations of Paragraph 167 against Brunson are denied. The allegations in Paragraph 167 against all other Defendants and Relief Defendants are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

## COUNT VIII

**Equitable Claim With Respect to Relief Defendants  
(Against Dodson Prairie Oil & Gas, LLC; Panther City Energy LLC; Muratore Financial Services, Inc.; Bridy Ikey; Encypher Bastion, LLC; IGroup Enterprises LLC; Harprit Sahota; Monroe Sahota; Sunny Sahota; Barron Energy Corporation; Dallas Resources Inc.; Leading Edge Energy, LLC; Sahota Capital LLC; 1178137 B.C. LTD.)**

168. Brunson adopts and incorporates its response to the preceding paragraphs as if fully set for herein.

169. The allegations of Paragraph 169 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

170. The allegations of Paragraph 170 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

171. The allegations of Paragraph 171 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

172. The allegations of Paragraph 172 are denied for lack of knowledge or information sufficient to justify a belief as to the truth of the matters asserted therein.

### **RELIEF REQUESTED**

Brunson denies any allegations contained in the introductory paragraph, prayer for relief, or, otherwise contained in the Complaint.

### **II. DEFENDANT BRUNSON'S AFFIRMATIVE DEFENSES**

Without conceding that any of the defenses stated below are affirmative defenses, and without in any way shifting or accepting the burden of proof at trial, Brunson asserts the following:

1. Plaintiff's claims are barred, in whole or in part, by failure to state a claim upon which relief can be granted.
2. Plaintiff's claims are barred, in whole or in part, by the doctrine of waiver.
3. Plaintiff's claims are barred, in whole or in part, by the doctrine of estoppel.

4. Plaintiff's claims are barred, in whole or in part, by the doctrine of laches.
5. Plaintiff's claims are barred, in whole or in part, by the doctrine of superseding and/or intervening cause.
6. Plaintiff's claims are barred, in whole or in part, by the doctrine of legal justification.
7. Plaintiff's claims are barred, in whole or in part, by the doctrine of privilege.
8. In the event it is determined that Plaintiff is entitled to recover against Brunson, which is expressly denied, Brunson pleads his right and entitlement to credit and/or set-off for any and all amounts recovered by Plaintiff at any time and from any source whatsoever.

### **III. PRAYER FOR RELIEF**

Defendant Rustin Brunson respectfully request that the Court, after due proceedings are had, render judgment that Plaintiff United States Securities and Exchange Commission take nothing grant all other and further relief to which Brunson may be entitled under the law.

Date: February 15, 2022

Respectfully submitted,

*/s/ Alex More*

---

Alex More (amore@ccsb.com)

Bar No. 24065789

Monica Gaudio (mgaudio@ccsb.com)

Bar No. 24084570

214-855-3000 | 214-580-2641 (f)

CARRINGTON, COLEMAN, SLOMAN &

BLUMENTHAL, L.L.P.

901 Main Street, Suite 5500

Dallas, Texas 75202

*Counsel for Rustin Brunson*