

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

SECURITIES AND EXCHANGE)	
COMMISSION,)	
)	
Plaintiff,)	CIVIL ACTION FILE NO.:
)	1:21-CV-03413-SDG
v.)	
)	
JOHN J. WOODS <i>et al.</i>)	
)	
Defendants.)	

**NOTICE OF FILING OF DISCLOSURES PURSUANT TO
SEPTEMBER 1, 2021 PRELIMINARY INJUNCTION ORDER**

Defendant John J. Woods, by and through the undersigned counsel, respectfully files this Notice of Filing of Disclosures Pursuant to the Court's September 1, 2021 Preliminary Injunction Order (Doc. 25), as follows:

1. Attached hereto as Exhibit 1 is a spreadsheet listing current addresses and contact information for persons authorized to control Mr. Woods or Horizon Private Equity III, LLC, pursuant to Section II(A);
2. Attached hereto as Exhibit 2 is a spreadsheet listing financial and brokerage accounts of Mr. Woods and Horizon Private Equity III, LLC since January 1, 2012, pursuant to Section II(B);
3. Attached hereto as Exhibit 3 is a spreadsheet listing assets of Mr. Woods

- worth \$5,000 or more, pursuant to Section II(C); and
4. Attached hereto as Exhibit 4 is a spreadsheet listing assets of Horizon Private Equity III, LLC, pursuant to Section II(C).

Respectfully submitted, this 21st day of September, 2021.

/s/ Stephen D. Councill

Stephen D. Councill
Georgia Bar No. 190358
COUNCILL, GUNNEMANN &
CHALLY, LLC
1201 Peachtree Street, NE
Building 400, Suite 100
Atlanta, Georgia 30361-3507
Tel: 404-407-5250
Fax: 404-600-1624
scouncill@cgc-law.com

/s/ David M. Chaiken

David M. Chaiken
Georgia Bar No. 118618
CHAIKENLAW LTD.
One Atlantic Center
1201 W. Peachtree Street, Suite 2300
Atlanta, Georgia 30309
(404) 795-5005 (Phone)
(404) 581-5005 (Facsimile)
david@chaiken.law

Counsel for Defendant John J. Woods

CERTIFICATE OF SERVICE

I hereby certify that the foregoing document was electronically filed with the Clerk of Court using the CM/ECF system, which automatically serves notification of such filing to all counsel of record:

Harry B. Roback
M. Graham Loomis
U.S. Securities and Exchange Commission
950 East Paces Ferry Road, NE, Suite 900
Atlanta, GA 30326

Counsel for Plaintiff

A. Cotten Wright
Michael L. Martinez
Grier Wright Martinez, PA
521 E. Morehead Street
Suite 440
Charlotte, NC 28202

Receiver

Gerald B. Kline
TAYLOR ENGLISH DUMA LLP
1600 Parkwood Circle, Suite 200
Atlanta, Georgia 30339

*Counsel for Defendant Southport
Capital*

William Russell Patterson, Jr.
Ragsdale, Beals, Seigler, Patterson
& Gray
229 Peachtree Street, N.E.
2400 International Tower
Atlanta, GA 30303-1629

Local Counsel to Receiver

This 21st day of September, 2021.

/s/ David M. Chaiken

David M. Chaiken
Georgia Bar No. 118618
david@chaiken.law

EXHIBIT 1
(Redacted)

EXHIBIT 2
(Redacted)

September 1, 2021 Preliminary Injunction Order, Section II(B)

(Financial and Brokerage Accounts Since January 1, 2012)¹

Financial Institution	Account Name	Account Number	Account Status
Bank of America	Horizon Private Equity III	5706	Closed
Iberia Bank	Horizon Private Equity III	6043	Open
Oppenheimer & Co.	Horizon Private Equity III	N/A	Closed
TD Ameritrade	Horizon Private Equity III	9877	Open
Bank of America checking account	John Woods & Janelle Blaylock Woods	8071	Open
Iberia Bank checking account	John Woods & Janelle Blaylock Woods	7338	Open
Synovus Bank checking account	John J. Woods	7389	Open
John J. Woods Empower Retirement Southport Capital 401(k) Plan	John J. Woods	9908	Open
John J. Woods TD Ameritrade Rollover IRA (Beneficial James Wallace Woods)	John J. Woods	5635	Open
John J. Woods Oppenheimer & Co. Vanguard 401(k)	John J. Woods	2284	Closed
John J. Woods Openheimer & Co. IRA	John J. Woods	5549	Closed
John J. Woods TD Ameritrade Rollover IRA (from Oppenheimer & Co.)	John J. Woods	8349	Open
Bank of America checking account	, John J. Woods, Janelle Woods	8324	Closed
Bank of America checking account	Dominick Blaylock, John J. Woods, Janelle Woods	8325	Closed

¹ Listing includes only those accounts of HPE III or Mr. Woods that, to Mr. Woods's recollection, currently or formerly belonged to HPE III or Mr. Woods, in whole or in part. It does not include every account for which Mr. Woods currently has or formerly had signatory authority or some association.

EXHIBIT 3
(Redacted)

September 1, 2021 Preliminary Injunction Order, Section II(C)
 (Assets of John J. Woods Worth \$5,000 or More)¹

Account or Asset	Account/Asset Name	Account Number	Source of Funds ²
Bank of America checking account	John Woods & Janelle Blaylock Woods	8071	Income from Oppenheimer & Co., Lakewood Ranch, Southport Capital
Iberia Bank checking account	John Woods & Janelle Blaylock Woods	7338	Income from Southport Capital
Synovus Bank checking account	John J. Woods	7389	Distribution from TD Ameritrade Rollover IRA on September 8, 2021
Crestmont Way NW, Kenesaw, GA 30152 (loan with Iberia Bank)	John J. Woods & Janelle Blaylock Woods	5128	Proceeds of sale of condominium in the name of Janelle Blaylock Woods located at Parkaire Crossing, Marietta, GA, on September 14, 2017, in the amount of \$133,053.80 (downpayment of \$71,950.77 plus mortgage financing from Iberia Bank for Crestmont Way)
2018 Land Rover SUV (loan with Bank of America) Sold 9/11/21	John J. Woods	8067	Bank of America checking account ending in No. 8071
2020 Land Rover Sport (loan with Bank of America)	John J. Woods	5278	Bank of America checking account ending in No. 8071
2014 Ford F-150 Raptor pickup truck	John J. Woods	Paid	Bank of America checking account ending in No. 8071
John J. Woods Empower Retirement Southport Capital 401(k) Plan	John J. Woods	9908	Income from Southport Capital
John J. Woods TD Ameritrade Rollover IRA (Beneficial James Wallace Woods)	John J. Woods	5635	Inherited from father
John J. Woods TD Ameritrade Rollover IRA	John J. Woods	8349	Rollover IRA from Oppenheimer & Co. IRA (Oppenheimer) and 401(k) plan (Vanguard)
Northwestern Mutual Life Insurance Policy	John J. Woods	Policy No. 889	Purchased 1997 with income from Oppenheimer & Co.
Northwestern Mutual Life Insurance Policy	John J. Woods	Policy No. 7850	Purchased 2001 with income from Oppenheimer & Co.
Equitable Life Insurance Policy	John J. Woods	Policy No. 4248	Purchased 1994 with income from Oppenheimer & Co.
2019 Arhaus brand living room sofa	John Woods & Janelle Blaylock Woods	Model No. 100484ACNS	Bank of America checking account ending in No. 8071

¹ We have interpreted the Court's September 1, 2021 order to request current assets worth \$5,000 or more or, for the past 10 years, interests in (1) any vehicles, (2) any real property, (3) Livingston Asset Management Company, (4) Livingston Southport Investors, LLC, (5) Lakewood Ranch Risk Management LLC, and (6) Chattanooga Professional Baseball, LLC.

² Based on available documents and memory, Mr. Woods has attempted to identify the source of funds used to acquire or fund the listed assets or accounts, but not all of these sources have been able to be verified.

EXHIBIT 4

September 1, 2021 Preliminary Injunction Order, Section II(C)

(Current Assets of HPE III Worth \$5,000 or More)

ASSET	PROJECT/INVESTMENT DESCRIPTION & LOCATION	SOURCE OF FUNDS
Athletafied	25% interest in RecruitU d/b/a Athletafied, a sports data-collection company	HPE III
Battlefield Parkway Partners LLC	50% interest in strip center property in Chattanooga, TN that is in development	HPE III
BI Development II LLC	70% interest in property development in Chattanooga, TN (former Sears store leased to Petco)	HPE III
BI Development III LLC	70% interest in property development in Chattanooga, TN (former Logan's Restaurant in process of seeking lessees)	HPE III
BI Development LLC	70% interest in property development in Chattanooga, TN (former JC Penny store being converted to 300-unit multi-family housing)	HPE III
BWHC LLC	50% interest in property adjacent to Hamilton County landfill property, being rezoned/converted to increase the size of the landfill	HPE III
Chattanooga Professional Baseball, LLC	20.12% interest in Chattanooga Lookouts minor league baseball team	HPE III
Croft & Bender Fund	Investment in Nashville, TN-based Private Equity Fund	HPE III
East Brainerd Partners LLC	50% interest in strip center in Chattanooga, TN leased to a Starbucks, co-owned by developer Clint Wolford	HPE III

September 1, 2021 Preliminary Injunction Order, Section II(C)

(Current Assets of HPE III Worth \$5,000 or More)

ASSET	PROJECT/INVESTMENT DESCRIPTION & LOCATION	SOURCE OF FUNDS
EBES Partners LLC	50% interest in property rezoned and being used to develop 300-unit multi-family apartment complex in Chattanooga, TN, co-owned by developer Clint Wolford	HPE III
Hardwood LLC	50% interest in an Atlanta, GA-based LLC co-owned by NFL agent Hadley Engelhard, that has a 25% interest in RecruitU d/b/a Atletafied, a sports data-collection company	HPE III
Highway 153 Partners LLC	50% interest in developed property in Chattanooga, TN that is being leased to a Starbucks	HPE III
Horizon Private Equity I	\$25,000 loan dated 12/3/19	HPE III
Iberia Bank checking account ending in No. 7338 ¹	Cash held in bank account	HPE III
Lakewood Ranch Risk Management LLC	60% investment in Florida-based insurance agency	HPE III
Lamp Post Dynamo Fund	Investment in Nashville, TN-based Private Equity Fund	HPE III
Landfill Hamilton County	30% interest in an operating landfill on 35 acres in Hamilton County, TN	HPE III
Livingston Group d/b/a Southport Capital ²	66% interest in Southport Capital	HPE III
MVP Studios	50% interest in Atlanta, GA film studio filming "Stranger Things"	HPE III
Office Building, Greenville, KY	100% interest in an office building in Greenville, KY that has been leased	HPE III
Office Building, Vinings, GA	100% interest in an office building in Vinings, GA that has been leased	HPE III plus mortgage financing from Iberia Bank

September 1, 2021 Preliminary Injunction Order, Section II(C)

(Current Assets of HPE III Worth \$5,000 or More)

ASSET	PROJECT/INVESTMENT DESCRIPTION & LOCATION	SOURCE OF FUNDS
Prepstar LLC	Investment in Los Angeles, CA-based football magazine	HPE III
ProNvest/SigniX LLC	Interest in ProNvest (a 401(k) company) and SigniX (a Docusign competitor), two companies that have combined into a single entity	HPE III
Relevance Fund	Investment in Nashville, TN-based Private Equity Fund	HPE III
The Shops of Valley Brook LLC	50% interest in a property development in Chattanooga, TN that includes a 25-year ground lease to a Jacks Hamburger restaurant	HPE III
Skupos	Investment in San Francisco, CA-based start-up company	HPE III
Stord	Investment in Atlanta, GA-based moving company	HPE III
TD Ameritrade brokerage account ending in No. 9877	Cash held in bank account	HPE III
USA Sands LLC	\$50,000 loan to company involved in bomb-detection technology	HPE III
U.S. Sampleworks, LLC	\$50,000 investment in company involved in packaging	HPE III
WW Partners LLC	50% interest in site of former Ruby Tuesday's restaurant in Chattanooga, TN that has signed 25-year ground lease with Applebee's and is being converted	HPE III

September 1, 2021 Preliminary Injunction Order, Section II(C)
 (Current Assets of HPE III Worth \$5,000 or More)

ASSET	PROJECT/INVESTMENT DESCRIPTION & LOCATION	SOURCE OF FUNDS
-------	--	-----------------

¹The Receiver recently transferred the contents of this account to the receivership account.

²The Livingston Group balance sheet reflects a class of preferred shares owed to HPE III for the purchase of RIAs in the amount of \$2,713,347.76. This value is encompassed within a note from Mr. Woods to HPE III in the amount of \$7,000,000 for HPE III's majority interest in Livingston Group.