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Attorneys for WESTEND CAPITAL MANAGEMENT LLC

UNITED STATES OF AMERICA

Before the

SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-16130

In the Matter of

SEAN COOPER

Respondent.

**DECLARATION OF BRITT
EVANGELIST IN SUPPORT OF MOTION
TO QUASH SUBPOENA TO THIRD
PARTY WESTEND CAPITAL
MANAGEMENT LLC FOR
PRODUCTION OF DOCUMENTARY
EVIDENCE**

I, Britt H. Evangelist, declare as follows:

1. I am an attorney licensed to practice in the State of California. I am an associate at Swanson & McNamara LLP, counsel for WestEnd Capital Management LLC ("WCM") with respect to the subpoena served on it in the above-entitled action. Unless otherwise indicated, I know the following facts to be true of my own personal knowledge.

1 2. On information and belief, WCM is a registered investment advisor founded in
2 2002. WCM provides investment advice to individuals and is also the general partner to
3 WestEnd Partners, L.P., (“the Fund”). The managing members of WCM at the time of founding
4 were Sean Cooper, the respondent in this action, Gus Ozag and Charles Bolton. In 2004 George
5 Bolton joined WCM as a partner. Charles Bolton left WCM in 2005.

6 3. On information and belief, after expelling Mr. Cooper from the firm, the
7 remaining partners at WCM discovered that Mr. Cooper had absconded not only with the Fund’s
8 management fees, but also with fees and profits from other aspects of WCM’s business rightfully
9 owing to them. They initiated arbitration proceedings against Mr. Cooper to recoup the
10 management fees and other misappropriated funds. The case was heard by the Hon. William J.
11 Cahill (Ret.) in February 2014.

12 4. In October 2014, the arbitrator issued a Final Award in the arbitration proceeding,
13 finding in WCM’s favor against Mr. Cooper on WCM’s breach of contract, breach of fiduciary
14 duty, conversion, and fraud and deceit claims. The arbitrator awarded damages, attorney’s fees
15 and costs. In total, the arbitrator found Mr. Cooper liable to WCM and its remaining principals
16 for an amount in excess of \$2.2 million.

17 5. I am informed by counsel for WCM in the arbitration proceeding that, in the near
18 future, WCM will be filing a motion to confirm the arbitration award and and Mr. Cooper will be
19 filing a motions to vacate it.

20 6. Mr. Cooper has also filed a complaint in the Eastern District of Louisiana against
21 WCM, its principals, employees and former employees alleging fraud, defamation, and other
22 causes of action. (*See* Case No. 2:12-cv-02934, Dkt. 1.)

23 7. On or about October 29, 2014, Mr. Cooper issued a subpoena to WCM seeking
24 internal financial and accounting records dating back to “the inception” of the Fund, including
25 the general ledger for the Fund (Request No. 1), all records or documents showing assets under
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1 management for each quarter (Request No. 2), and all records and documents reflecting
2 management fees earned and/or paid (Request No. 4 and 5).

3 8. WCM and Mr. Cooper have met and conferred and have been unable to resolve
4 their differences regarding request numbers 1, 2, 4 and 5 of this subpoena.

5 9. The parties did agree to certain modifications to Mr. Cooper's requests through
6 meet and confer efforts. First, Mr. Cooper's requests initially sought documents from the
7 "inception [of the Fund] to the present day." During meet and confer efforts, Mr. Cooper agreed
8 not to seek documents post-dating Mr. Cooper's expulsion from the WCM partnership in June
9 2012. Second, as to request number 6, WCM agreed to produce a list of individuals rather than
10 all records and documents identifying such individuals. Third, as to request number 3, during the
11 arbitration proceedings WCM produced the Fund's Private Placement Memoranda, the Fund's
12 Limited Partnership Agreement, the WCM Operating Agreement, and the WCM Revenue
13 Agreement. Mr. Cooper advised that he is not seeking any documents aside from these via
14 request number 3, and that he is in the process of reviewing his records to confirm he is in
15 possession of these documents.
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17 10. With respect to request numbers 1, 2, 4 and 5, WCM informed Mr. Cooper that it
18 objected to his requests (and would move to quash them if necessary) to the extent they sought
19 information that pre-dated the 2010 to 2012 time period that is the subject of the SEC's action
20 against him. WCM also informed Mr. Cooper that, as to that operative time period, it is WCM's
21 understanding that he already received information responsive to many of his requests by virtue
22 of the discovery provided during the arbitration proceeding and through the SEC's production in
23 the instant action.

24 11. On information and belief, during the SEC's 2012 onsite examination, WCM
25 produced all relevant financial documents to the SEC examiners. This production included
26 books and records kept by WCM's third-party fund administrator at the time (e.g., the Fund's
27 general ledger and the administrator's working papers). WCM understands that all documents
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1 received by the SEC from WCM during the examination have or will be produced to Mr. Cooper
2 in this litigation.

3 12. Based on information I received from counsel for WCM in the arbitration
4 proceeding and based on my review of the records provided by WCM to the SEC during the
5 onsite examination, I believe Mr. Cooper should have in his possession at least the following
6 documents:

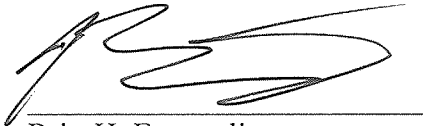
- 7 a. Audited financial statements for the Fund for the years 2009-2011;
- 8 b. The Fund's general ledger for 2010 and 2011;
- 9 c. IRS Schedule K-1 for the Fund's limited partners during the relevant time
10 frame;
- 11 d. Income and expense statements for the Fund from the relevant time frame
12 reflecting the amount of management fees paid by the Fund to WCM;
- 13 e. Allocation documents showing the equity positions for the Fund's limited
14 partners during the relevant time frame; and
- 15 f. Bank statements for WCM's account at First Republic Bank and related
16 wire transfers from the relevant time period showing the transfer of
17 management fees through that account and into Mr. Cooper's personal
18 account.
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20 13. During the meet and confer process, Mr. Cooper's counsel took the position that
21 while WCM's production during arbitration and the SEC's production in this case may have
22 provided responsive documents for the time period covered by the SEC's allegations, Mr.
23 Cooper requires production of documents dating back to the inception of the Fund in 2003.

24 14. During meet and confer process, counsel for Mr. Cooper indicated he believes is
25 entitled to WCM's pre-2010 financial information on the theory that the records will reveal that
26 the Fund's payment of management fees to WCM has never fully complied with the requirement
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1 in the Fund's Offering Circular that 1.5% of each investor's capital account balance be paid
2 quarterly, in advance at the beginning of each fiscal quarter.

3 I declare under penalty of perjury that the foregoing is true and correct. Executed at San
4 Francisco, California, on November 13, 2014.

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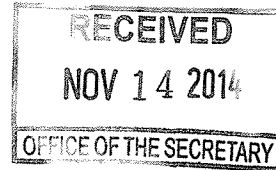
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November 13, 2014

VIA FEDEX

Securities and Exchange Commission
Office of the Secretary
100 F. Street, N.E.
Washington, D.C., 20549



Re: In the Matter of Sean Cooper – FILING

Dear Office of the Secretary:

Please find enclosed the originals and three copies of the following:

- MOTION TO QUASH SUBPOENA TO THIRD PARTY WESTEND CAPITAL MANAGEMENT LLC FOR PRODUCTION OF DOCUMENTARY EVIDENCE
- DECLARATION OF BRITT EVANGELIST IN SUPPORT OF MOTION TO QUASH SUBPOENA TO THIRD PARTY WESTEND CAPITAL MANAGEMENT LLC FOR PRODUCTION OF DOCUMENTARY EVIDENCE

Per Rule 152(d), I, Alex Barkett, hereby certify that the above documents were filed via fax to (703) 813-9793 on November 13, 2014.

Please contact our office with any questions. Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Alex Barkett". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Alex Barkett
Paralegal
Swanson & McNamara LLP

Enclosures (2)