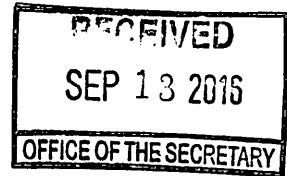


# HARD COPY

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION



----- X  
In the Matter of, :  
 :  
 :  
LYNN TILTON : Administrative Proceeding  
PATRIARCH PARTNERS, LLC, : File No. 3-16462  
PATRIARCH PARTNERS VIII, LLC, :  
PATRIARCH PARTNERS XIV, LLC and :  
PATRIARCH PARTNERS XV, LLC : Judge Carol Fox Foelak  
 :  
Respondents. :  
 :  
----- X

**RESPONDENTS' MOTION *IN LIMINE* TO PRECLUDE THE ADMISSION OF ANY PORTIONS OF INVESTIGATIVE TESTIMONY TRANSCRIPTS WITHOUT THE INTRODUCTION OF CORRESPONDING PORTIONS OF AUDIO RECORDINGS OF THE TESTIMONY, AND TO EXCLUDE TRANSCRIPTS FOR WHICH AUDIO RECORDINGS WERE NOT PRESERVED AND PRODUCED**

Pursuant to 5 U.S.C. § 556(d) and Rules 300 and 320 of the U.S. Securities and Exchange Commission (the "Commission") Rules of Practice (the "Rules"), 17 C.F.R. §§ 201.300, 201.320, upon the accompanying Memorandum of Law, dated September 12, 2016, and the record of proceedings herein, Respondents Lynn Tilton, Patriarch Partners, LLC, Patriarch Partners VIII, LLC, Patriarch Partners XIV, LLC, and Patriarch Partners XV, LLC (collectively, "Patriarch" or "Respondents"), respectfully move for an order precluding the admission, by the Division of Enforcement ("Division") of the Securities and Exchange Commission, of any portions of investigative testimony transcripts without the introduction of corresponding portions of audio recordings of the testimony, and excluding and precluding the use of any investigative transcripts for which audio recordings were not preserved and produced.

Dated: New York, New York  
September 12, 2016

GIBSON, DUNN & CRUTCHER LLP

By: Randy Mastro / JMA

Randy M. Mastro  
Reed Brodsky  
Barry Goldsmith  
Caitlin J. Halligan  
Mark A. Kirsch  
Monica Loseman  
Lawrence J. Zweifach  
Lisa H. Rubin

200 Park Avenue  
New York, NY 10166  
Telephone: 212.351.4000  
Fax: 212.351.4035

Susan E. Brune  
BRUNE LAW P.C.  
450 Park Avenue  
New York, NY 10022

*Counsel for Respondents*

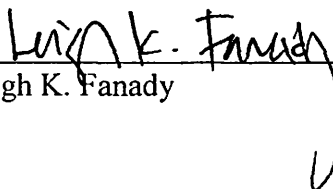
CERTIFICATE OF SERVICE

I hereby certify that I served true and correct copies of 1) Respondents' Motion *in Limine* to Preclude the Admission of Any Portions of Investigative Testimony Transcripts Without the Introduction of Corresponding Portions of Audio Recordings of the Testimony, and to Exclude Transcripts for Which Audio Recordings Were Not Preserved and Produced and a memorandum of law in support thereof, and 2) the Declaration of Mary Kay Dunning in Support of Respondents' Motion *in Limine* to Preclude the Admission of Any Portions of Investigative Testimony Transcripts Without the Introduction of Corresponding Portions of Audio Recordings of the Testimony, and to Exclude Transcripts for Which Audio Recordings Were Not Preserved and Produced on this 12<sup>th</sup> day of September, 2016, in the manner indicated below:

United States Securities and Exchange Commission  
Office of the Secretary  
Attn: Secretary of the Commission Brent J. Fields  
100 F Street, N.E.  
Mail Stop 1090  
Washington, D.C. 20549  
Fax: (202) 772-9324  
(By Facsimile and original, and three copies by Federal Express)

Hon. Judge Carol Fox Foelak  
100 F Street, N.E.  
Mail Stop 2557  
Washington, D.C. 20549  
(By Federal Express)

Dugan Bliss, Esq.  
Division of Enforcement  
Securities and Exchange Commission  
Denver Regional Office  
1961 Stout Street, Ste. 1700  
Denver, CO 80294  
(By Email pursuant to parties' agreement)

  
\_\_\_\_\_  
Leigh K. Fanady