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April 24, 2017

Matthew Kirsch
United States Attorney
Department of Justice
1801 California Street
Suite 1600
Denver Colorado 80202

Re: Kenneth Harmon

Dear Mr. Kirsch

My name is xxxxxxxxxxxxxxxx. I am a securities attorney admitted to and in good standing with the xxxxxxxxState Bar. I routinely handle matters before the Securities and Exchange Commission (the "SEC") and have had a long history of satisfactory dealings with the SEC and Federal Bureau of Investigation. I bring these matters to your attention and respectfully request that you investigate the handling of the case Fusion Pharm, Inc, ("FSPM") Guy M. Jean-Pierre ("Jean-Pierre"), Scott Dittman ("Dittman"), William Sears ("Sears"), Tod Ditommaso ("Ditommaso") and Frederick M. Lehrer ("Lehrer"), by Assistant United States Attorney, Kenneth Harmon.

I was a whistleblower to the SEC and Department of Justice in connection with a matter captioned Securities & Exchange Commission v Big Apple Consulting USA et al (Civil Action No. 09-cv-1963 (M.D. Fla.) (JA). In connection with that matter, among other things I was approached by Marc Jablon ("Jablon") and Mark Kaley ("Kaley") who controlled a stock promotion firm known as Big Apple Consulting to engage in criminal activity as lawyer for an issuer and its principal. Jablon, Kaley, and Big Apple Consulting are referred to herein as "Big Apple". I refused to engage in the crimes proposed. This advice included that opinions rendered by Jean-Pierre were baseless and unlawful. The client became a whistleblower to the SEC and provided the SEC and FBI with information about Big Apple. In the course of my review of the Big Apple matter, I found hundreds of penny stock companies/tickers manipulated by Big Apple. In connection therewith, Jean-Pierre and other complicit attorneys provided baseless opinions as to the legality of the transactions.

It also is clear that because of the mishandling of the Big Apple and FSPM investigations by Kenneth Harmon, I will never have retribution.

After the baseless civil suit and Florida Bar complaint filed against me by Big Apple were dismissed, I was asked to be a government witness during the penalty phase of the case against Big Apple to discuss the retaliation I endured. During the Big Apple matter, I was represented by another lawyer and Lehrer who assisted me in reporting issuers, attorneys including Jean-Pierre and other Big Apple associates to regulators. I have not had meaningful communications with Lehrer for almost five years because of among other things, his long history of erratic and unethical behavior and abuse of prescription drug medication.

My referrals resulted in the discovery and reporting of Jean-Pierre's forgery of more than 100 baseless legal opinions. It also resulted in an SEC judgment against him in the Southern District of New York (Civil Action No. 12-CV-8886). The referrals also led to enforcement actions by FINRA against two brokerage firms who accepted the forged opinions, one of which was expelled from the industry, SEC actions against issuers and other attorneys.

that matter. These are "Tradability Opinions" to remove legends from shares so that they can be sold to investors and the "Disclosure Opinions" which relate to the adequacy of the information a public company provides to investors. Disclosure Opinions are posted on the OTC Markets and viewable by the public at large to inform investors that a company's disclosures comply with federal securities laws.

In defense of the bar grievance against Jean-Pierre, he provided a statement from Dittman, the president of FSPM (Available upon request). Complainant and Lehrer's referral of Jean-Pierre to the Florida Bar resulted in his disbarment as well as other investigations. (Supporting Documents Available upon request).

From November 2010 until June 2013, Jean-Pierre was a corporate officer and legal counsel for FSPM and Dittman is its Chief Executive Officer and sole director. Sears is Dittman's brother-in-law, and a consultant for and shareholder of FSPM.

During his representation of Complainant, Lehrer as Complainant's attorney, assisted her in reviewing the opinions and disclosures of Jean-Pierre's clients that were listed on the OTC Markets website at www.otcmarkets.com. This was done to evaluate the Disclosure Opinions rendered by Jean-Pierre.

In late 2012, Complainant and Lehrer had a falling out and have not had meaningful communication since such time. During and after his representation of Complainant, Lehrer, repeatedly disclosed confidential attorney-client privileged information about Complainant, including the bar grievance against her which was dismissed with a finding of no probable cause.

Shortly after his falling out with Complainant, Lehrer became counsel to Dittman, Sears and FSPM. Lehrer was engaged to draft FSPM's Tradability Opinions and Disclosure Opinions. At no time did Lehrer obtain a conflict waiver from Complainant as to his representation of FSPM, Sears or Dittman despite that he provided legal advice to Complainant concerning FSPM and Jean-Pierre's other clients.

From the inception of his representation of Sears, Dittman and FSPM, Lehrer was dishonest. For example, on August 28, 2013, Lehrer sent an email to Sears, with a link to the SEC enforcement action against Jean-Pierre, asking if Jean-Pierre was still involved with FSPM. At no time did Lehrer discuss his role as Complainant's attorney or advise Sears that he had assisted Complainant in reporting Jean-Pierre to the Florida Bar, SEC or FBI in connection with his baseless legal opinions and forgeries. Further, Lehrer did not obtain a conflict waiver from Sears. Lehrer rendered at least 19 Tradability Opinions for FSPM's shares and rendered a Disclosure Opinion (Available upon request).

In May of 2014, the SEC suspended trading of FSPM's shares. Dittman, Sears and Jean-Pierre were indicted. Sears and Dittman's indictments stem from the public disclosures and stock sales opined upon by Lehrer.

Lehrer was asked to testify at the SEC about FSPM. In connection with his proposed testimony, Lehrer requested that Sears waive the attorney client privilege and they agreed believing that Lehrer would testify truthfully about the advice he had provided to them. At no time did Lehrer disclose to Sears and Dittman that he had represented Complainant in the referral of Jean-Pierre to the Florida Bar, SEC and FBI. Further, Lehrer did not disclose to Sears and Dittman that the Assistant U.S. Attorney in their case was his former supervisor for 4 years and personal friend, Kenneth Harmon.

Lehrer failed to provide Sears with information necessary for him to have provided "informed consent" as to the waiver of the attorney-client privilege. Further, Lehrer failed to obtain a waiver of his conflict of interest from Complainant, FSPM and Sears.

Lehrer also failed to obtain a waiver of the attorney client privilege from Complainant despite that Jean-Pierre (FSPM's corporate officer). Dittman and FSPM had been an adversarial party to her in a matter

where Lehrer represented her.

The Tradability Opinions

The SEC pleadings discuss the significance of the Tradability Opinions of FSPM:

“First, utilizing backdated convertible notes and preferred FSPM stock, FSPM issued common stock to three entities controlled by Sears. Second, Sears, through these entities, illegally sold the FSPM stock into the market. Third, Sears transferred some of the proceeds from the illegal stock sales back to FSPM, where the money was fraudulently recognized and reported as revenue. Fourth, FSPM issued press releases and financial reports claiming the false revenues, and failed to disclose Sears’ identity, role, and background in FSPM’s quarterly and annual reports posted on the OTC Markets Group, Inc.’s website.” in FSPM’s quarterly and annual reports posted on the OTC Markets Group, Inc.’s website... *In order to ensure that his entities could sell their FSPM shares without a restrictive legend, Sears needed attorney opinion letters opining that Microcap, Bayside and Meadpoint were not affiliates of FSPM, and consequently opining that the transactions were exempt from the registration requirements of Section 5 of the Securities Act [15 U.S.C. § 77(e)].”*

Between approximately August 2013 and April 2014, Lehrer provided at least 19 attorney opinion letters as to the tradability of FSPM shares (Opinions available upon request). Lehrer’s opinions covered almost all of the shares sold in the FSPM scheme. Without Lehrer’s opinions, investors would not have been able to purchase FSPM shares and would not have been harmed. According to pleadings filed by the SEC, FSPM caused approximately \$12 million of investor losses from approximately 5,575,000 shares unlawfully sold using baseless legal opinions. The chart below demonstrates the significance of Lehrer’s opinions:

Date	Name	No. of Shares
8/28/2013	Myron Thaden	500,000
8/28/2013	Sharryn Thaden	500,000
8/28/2013	Richard Scholz	500,000
9/10/2013	Black Arch Opportunity Fund LP	28,562
9/10/2013	Starcity Capital LLC	313,703
9/12/2013	Starcity Capital LLC	313,703
9/12/2013	Black Arch Opportunity Fund LP	28,562
1/6/2014	Meadpoint Venture Partners	800,000
1/16/2014	Alexandra Mauriello	61,437
1/16/2014	Vera Group, LLC	29,625
1/16/2014	SGI Group LLC	29,625
1/23/2014	Vera Group, LLC	29,625
1/23/2014	SGI Group LLC	29,625
1/23/2014	Alexandra Mauriello	61,437
2/14/2014	Meadpoint Venture Partners from \$88,000 Note	600,000
3/4/2014	Craig Dudley	20,000
3/6/2014	Meadpoint Venture Partners from \$88,000 Note	370,000
3/26/2014	Meadpoint Venture Partners from \$88,000 Note	600,000
4/16/2014	Meadpoint Venture Partners from \$88,000 Note	900,000
	Total Shares Opined Upon By Lehrer	5,715,904

Lehrer’s Testimony

Lehrer's representation of Complainant spanned years and involved thousands of pages of materials. In his sworn SEC testimony, Lehrer lied about how he learned that Jean-Pierre had been banned from issuing opinion letters and stated it was "through a computer search, not necessarily in reference to him in particular, you know, but banned opinion writers." (Exhibit A at 96:8-98:24.) In stark contrast to that statement, Lehrer described, in an August 7, 2011 declaration signed under penalty of perjury, Guy Jean-Pierre's forgeries. (Exhibit B.) In his October 16, 2011 declaration, Lehrer states that he "assisted substantially with drafting the [bar] grievances filed against Jean-Pierre ..." (Exhibit C at ¶11.) In email communication on August 28, 2013, a mere 4 minutes after Sears first introduces him to FSPM/FSPM, Lehrer refers to an SEC.gov link and asks Sears whether Jean-Pierre is still the Secretary. (Exhibit D.) The SEC link was to the Jean-Pierre case which Lehrer assisted the Complainant in investigating and reporting to the FBI, SEC and Florida Bar. Even then Lehrer did not come clean and advise Sears of his conflict of interest and he did not obtain a conflict waiver from Complainant, FSPM or Sears.

Lehrer's representation of FSPM, Sears and Dittman interfered with the whistleblower referrals to regulators that Complainant made with Lehrer's assistance. Complainant lost all credibility in those proceedings because of Lehrer's double dealings.

In his SEC testimony, Lehrer admitted that he knew that Sears controlled Meadpoint during the time Lehrer was issuing tradability opinions. (Exhibit E at 316: 8-16). Lehrer lied in his testimony and stated that he did not know that Sears had transferred control of Meadpoint to his mother, Sandra Sears, until April 2014 (Exhibit F at 282:15 - 284:9; Exhibit G at 316:19 - 317:20), that claim is belied by, among other things, an October 22, 2013 email in which Sears told Lehrer "FYI no conflict with Meadpoint *as a family member out of state owns the company.*" (Exhibit H) (emphasis added). Sears also stated in that email that the ownership change would be reflected on the Nevada Secretary of State's website. Consistent with that statement, the Nevada Secretary of State's website identifies Sandra Sears as Meadpoint's only officer. (Exhibit I).

Lehrer stated in his SEC testimony that he learned from a newspaper article after DOJ's raid of FSPM's office that Sears had a prior criminal conviction for securities fraud. (Exhibit K at 236: 15-23.) Lehrer's other testimony on that subject, however, made clear that he knew about Sears' conviction long before that. (Exhibit L at 71:23-74:21; Exhibit M at 231:19-236:14). An October 10, 2013 email exchange, in fact, shows Lehrer and Sears discussing that very issue. (Exhibit N.)

Lehrer even instructed Sears to sign his name on legal opinions used to create the shares that the SEC says were unlawfully sold. (See Exhibit O)

"OK My scanner is not working If the latest draft covers it, can you sign my name similar to how I signed the other opinion letters?"

FSPM did not disclose in its OTC Markets Annual Report that Sears and/or his mother controlled Meadpoint and that Sears had a criminal conviction. Despite that Lehrer had knowledge that Sears and or his mother controlled Meadpoint and Sears had a criminal conviction, Lehrer rendered a Disclosure Opinion (Exhibit J) that states that FSPM's disclosure:

(i) constitutes "adequate current public information" (the "Information") concerning the Securities and the Issuer and "is available" within the meaning of Rule 144(c)(2) under the Securities Act, (ii) includes all of the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for the Securities under Rule 15c2-11 under the Securities Exchange Act of 1934, as amended, (iii) complies as to form with the OTC Markets Group's OTC Pink Disclosure

Guidelines, which are located on the Internet at www.otcmarkets.com, and (iv) has been posted through the OTC Disclosure and News Service.

To fully explain Lehrer's conflict, a timeline of the overlapping referrals of Complainant and the indictment and SEC charges against Sears, Dittman and FSPM is below:

- On March 29, 2013, the SEC received penalties against Marc Jablon in the case in which Lehrer represented Complainant. Jean Pierre was general counsel to Jablon and provided baseless legal opinions many of which were forged.
- In August 2013, begins representing Sears, Dittman and FSPM where Jean-Pierre was a corporate officer and general counsel.
- In approximately September of 2013, the SEC and FBI in Denver begin investigating FSPM.
- On January 13, 2014, Jean-Pierre is disbarred by the Florida Supreme Court based upon Complaint's referral – Lehrer was Complainant's attorney.
- In May of 2014, the Denver SEC suspended trading of FSPM.
- On January 29, 2015, Lehrer provided testimony in the Denver SEC case.
- On March 9, 2015, the New York SEC obtained a civil judgment and life time penny stock bar against Jean-Pierre in connection with his forged opinions that Lehrer assisted Complainant in reporting.
- On May 29, 2015, Lehrer provided testimony a second time in the Denver SEC case.
- On August 16, 2016, FINRA filed a case against Delaney Capital, the broker-dealer who accepted Jean-Pierre's forged opinions based upon Complainant's referral that Lehrer had assisted Complainant in investigating and reporting.
- In September of 2016, Sears and Dittman were indicted for securities fraud by the U.S. Attorney's Office in Denver.
- On December 15, 2016, FINRA entered into a settlement with Gary Hume and ACAP financial who accepted the forged opinions of Jean-Pierre that Lehrer had assisted Complainant in investigating and reporting.

Lehrer should be sanctioned for his myriad of conflicts and dishonest behavior particularly the lies in his SEC testimony. His testimony "evade[d] the proper functioning of the legal system[, which] has been found to constitute clearly dishonest conduct that adversely reflects on a lawyer's fitness to practice law" Fla. Bar v. Cohen, 908 So.2d 405, 411 (Fla.2005). His flagrant abuse of the law demonstrates a serious character flaw and merits a severe sanction such as disbarment. The harm to the public is demonstrated by the harm he caused Plaintiff's ongoing whistleblower referrals, the approximately \$10 million of investor losses caused by Lehrer's baseless FSPM tradability opinions and the indictment of Sears and Dittman who relied upon Lehrer's advice.

I respectfully request that you take appropriate action against Lehrer.

Thank You,



. For the Firm