

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA**

SECURITIES AND EXCHANGE)	
COMMISSION,)	
)	
Plaintiff,)	
)	
v.)	CIVIL ACTION
)	FILE NO. 1:06-CV01171-CC
GEOFFREY A. GISH, WESTON RUTLEDGE)	
FINANCIAL SERVICES, INC., ZAMINDARI)	
CAPITAL, LLC, LEXINGTON)	
INTERNATIONAL FUND, LLC, a/k/a)	
LEXINGTON INTERNATIONAL FUND,)	
INC., and OXFORD ADAMS CAPITAL, LLC,)	
)	
Defendants.)	

DEFENDANT GISH’S ANSWER TO CROSS-CLAIM

Defendant Geoffrey Gish responds as follows to the cross-claim of the Receiver:

First Defense

The complaint, and each count thereof, fails to state a claim upon which relief can be granted.

Second Defense

Defendant acted at all times in good faith, in the exercise of his business judgment, and with a view to the interests of the corporations and limited liability companies at issue.

Third Defense

In performing his duties, Defendant reasonably relied on the representations and advice of others as to matters reasonably believed to be within their expert or professional competence.

Fourth Defense

The Receiver lacks standing to assert and is not the real party in interest with regard to some of the claims asserted.

Fifth Defense

The Receiver is barred in whole or in part from recovery by the applicable statutes of limitations.

Sixth Defense

To the extent that Defendant is found liable to the Receiver, Defendant is entitled to offset against such liability the costs and expenses incurred by or on behalf of that Defendant in connection with the successful defense of any of the claims asserted by the Receivership in the cross-claim.

Seventh Defense

To the extent that Defendant is found liable to the Receiver, Defendant is entitled to offset against such liability the costs and expenses incurred by or on behalf of that Defendant in connection with any of the receivership companies.

Eighth Defense

To the extent that Defendant is found liable to the Receiver, Defendant is entitled to offset against such liability the amounts paid by Defendant to purchase investment interests for such Defendant or the family or business interests of such Defendant.

In response to the numbered paragraphs of the cross-claim, the Defendant states as follows:

1. Defendant admits the allegations of Paragraph 1.
2. Defendant admits the allegations of Paragraph 2.
3. Defendant admits the allegations of Paragraph 3.
4. In response to the allegations of Paragraph 4, Defendant admits that the Receiver has filed his cross-claim but denies that the Receiver may recover for the claims asserted.
5. Defendant admits the allegations of Paragraph 5.
6. Defendant denies the allegations of Paragraph 6.
7. Defendant denies the allegations of Paragraph 7 as stated. Defendant admits that certain of the receivership companies conducted business at both listed addresses, but not at the same time.
8. Defendant admits the allegations of Paragraph 8.

9. Defendant admits the allegations of Paragraph 9.

10. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 10.

11. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 11.

12. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 12.

13. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 13.

14. Defendant denies the allegations of the first sentence of Paragraph 14 and admits the other allegations of that paragraph.

15. Defendant denies the allegations of Paragraph 15.

16. Defendant denies the allegations of Paragraph 16.

17. Defendant denies the allegations of Paragraph 17.

18. Defendant denies the allegations of Paragraph 18.

19. Paragraph 19 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 19.

20. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 20.

21. Defendant denies the allegations of Paragraph 21.

22. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 22.

23. Defendant admits the allegations of Paragraph 23.

24. Defendant admits the allegations of Paragraph 24.

25. Paragraph 25 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 25.

26. Paragraph 26 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 26.

27. Paragraph 27 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 27.

28. Paragraph 28 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 28.

29. Defendant denies the allegations of Paragraph 29.

30. Defendant denies the allegations of Paragraph 30.

31. Defendant denies the allegations of Paragraph 31.

32. Defendant denies the allegations of Paragraph 32.

33. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 33.

34. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 34. Defendant relied on the representations of others and believed that the statements rendered to investors were accurate.

35. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 35.

36. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 36.

37. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 37.

38. Defendant denies the allegations of Paragraph 38.

39. Defendant denies the allegations of Paragraph 39.

40. Defendant denies the allegations of Paragraph 40.

41. Defendant denies the allegations of Paragraph 41.

42. Defendant denies the allegations of Paragraph 42.

43. Defendant denies the allegations of Paragraph 43.

44. Defendant denies the allegations of Paragraph 39.

45. Defendant is without information sufficient to form a belief as to the

truth of the allegations of Paragraph 45.

46. Defendant admits the allegations of Paragraph 46, except that he denies all allegations that he acted in complete disregard of his responsibilities, that he violated fiduciary duties, or that he “ignored” or “failed to respond” to communications from others.

47. Defendant denies the allegations of Paragraph 47.

48. Defendant denies the allegations of Paragraph 48.

49. Defendant denies the allegations of Paragraph 49.

50. Defendant denies the allegations of Paragraph 50.

51. Defendant denies the allegations of Paragraph 51.

52. Defendant denies the allegations of Paragraph 52.

53. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 53.

54. Defendant denies the allegations of Paragraph 54.

55. Defendant denies the allegations of Paragraph 55.

56. Defendant denies the allegations of Paragraph 56.

57. Defendant denies the allegations of Paragraph 57.

58. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 58.

59. Defendant is without information sufficient to form a belief as to the

truth of the allegations of Paragraph 59.

60. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 60.

61. Defendant is without information sufficient to form a belief as to the truth of the allegations of Paragraph 61.

62. Defendant denies the allegations of Paragraph 62.

63. In response to the allegations of Paragraph 63, Defendant denies that he knew or intended that investor funds were used in the fashion described. Defendant believed that funds invested in high yield bank note programs and currency programs were earning sufficient returns to pay investors their principal and expected profits and that amounts loaned to others were not to be used to return funds to investors.

64. Defendant denies the allegations of Paragraph 64.

65. Defendant denies the allegations of Paragraph 65.

66. Defendant denies the allegations of Paragraph 66.

67. Defendant denies the allegations of Paragraph 67.

68. Defendant denies the allegations of Paragraph 68.

69. Defendant denies the allegations of Paragraph 69.

70. Defendant denies the allegations of Paragraph 70.

Count 1

71. Defendant incorporates by reference paragraphs 1 through 70 above.

72. Defendant admits the allegations of Paragraph 72.

73. Paragraph 73 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 73.

74. Defendant denies the allegations of Paragraph 74.

75. Defendant denies the allegations of Paragraph 75.

76. Defendant denies the allegations of Paragraph 76.

77. Defendant denies the allegations of Paragraph 77.

78. Defendant denies the allegations of Paragraph 78.

79. Defendant denies the allegations of Paragraph 79.

80. Defendant denies the allegations of Paragraph 80.

81. Defendant denies the allegations of Paragraph 81.

Count 2

82. Defendant realleges and incorporates by reference the preceding paragraphs.

83. Defendant denies the allegations of Paragraph 83.

84. Defendant denies the allegations of Paragraph 84.

85. Defendant denies the allegations of Paragraph 85.

86. Defendant denies the allegations of Paragraph 86.

87. Defendant denies the allegations of Paragraph 87.

88. Defendant denies the allegations of Paragraph 88.

Count 3

89. Defendant realleges and incorporates by reference the preceding paragraphs.

90. Paragraph 90 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 90.

91. Defendant denies the allegations of Paragraph 91.

92. Defendant denies the allegations of Paragraph 92.

93. Defendant denies the allegations of Paragraph 93.

94. Defendant denies the allegations of Paragraph 94.

95. Defendant denies the allegations of Paragraph 95.

96. Defendant denies the allegations of Paragraph 96.

97. Defendant denies the allegations of Paragraph 97.

98. Defendant denies the allegations of Paragraph 98.

Count 4

99. Defendant realleges and incorporates by reference the preceding paragraphs.

100. Paragraph 100 states a legal conclusion to which no response is required. To the extent that any further response is due, Defendant denies the allegations of Paragraph 100.

101. Defendant denies the allegations of Paragraph 101.

102. Defendant denies the allegations of Paragraph 102.

103. Defendant denies the allegations of Paragraph 103.

104. Defendant denies the allegations of Paragraph 104.

105. Defendant denies the allegations of Paragraph 105.

106. Defendant denies the allegations of Paragraph 106.

107. Defendant denies the allegations of Paragraph 107.

108. Defendant denies the allegations of Paragraph 108.

Count 5

109. Defendant realleges and incorporates by reference the preceding paragraphs.

110. Defendant denies the allegations of Paragraph 110.

111. Defendant denies the allegations of Paragraph 111.

112. Defendant denies the allegations of Paragraph 112.

113. Defendant denies the allegations of Paragraph 113.

Count 6

114. Defendant realleges and incorporates by reference the preceding

paragraphs.

115. Defendant denies the allegations of Paragraph 115.

116. Defendant denies the allegations of Paragraph 116.

Count 7

117. Defendant realleges and incorporates by reference the preceding paragraphs.

118. Defendant denies the allegations of Paragraph 118.

119. Defendant denies the allegations of Paragraph 119.

120. Defendant denies the allegations of Paragraph 120.

Count 8

121. Defendant realleges and incorporates by reference the preceding paragraphs.

122. Defendant denies the allegations of Paragraph 122.

123. Defendant denies the allegations of Paragraph 123.

124. Defendant denies each and every allegation of the cross-claim that is not otherwise responded to above.

WHEREFORE, having answered, the Defendant requests that the cross-claim be dismissed and that he recover his costs of this action.

/s/William G. Leonard

William G. Leonard

Ga. Bar No. 446912

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CERTIFICATE OF SERVICE

I hereby certify that on March 19, 2007, I electronically filed the foregoing Answer of Defendant with the Clerk of Court using the CM/ECF system, which automatically sends e-mail notification of the filing to the following attorney of record:

Jennifer Odom
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I hereby certify that I have mailed a copy of the document by United States Postal Service to the following non-CM/ECF participants:

None

/s/William G. Leonard
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