

**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION**

BURTON W. WIAND, as Receiver for
OASIS INTERNATIONAL GROUP, LTD,
OASIS MANAGEMENT, LLC, and
SATELLITE HOLDINGS COMPANY,

Plaintiff,

v.

Case No. 8:20-cv-00862-VMC-TGW

CHRIS AND SHELLEY ARDUINI, et al.,

Defendants.

DEFENDANT'S ANSWER AND AFFIRMATIVE DEFENSES

Defendant, Joseph Martini, Jr. (“Martini Jr.” or “Defendant”), by and through its undersigned counsel, and pursuant to Fed. R. Civ. P. 8 and 12, hereby responds to the numbered paragraphs in Plaintiff’s Complaint and asserts the following Affirmative Defenses.

1. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.
2. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.
3. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.
4. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.
5. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

6. Defendant denies that this lawsuit can properly be considered “clawback” litigation or that Receiver has a claim under the Florida Uniform Fraudulent Transfer Act, Fla. Stat. § 726.101, *et seq.* (“FUFTA”). Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

7. Defendant denies that Receiver is entitled to recover any transfers allegedly made to Defendant. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

JURISDICTION AND VENUE

8. Defendant admits the allegations for jurisdictional purposes, otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

9. Defendant, having received no “false profits,” denies the accuracy of the portion of Exhibit A pertaining to Defendant. Defendant also denies that any of the transfers to him -- which merely returned his invested principal -- were “fraudulent.” Defendant is without knowledge regarding the accuracy of the remaining portions of Exhibit A, and whether the transfers reflected therein were “fraudulent.” Therefore, Defendant denies the remaining allegations in this paragraph.

10. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

11. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without

sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

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62. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

63. Deny that Defendant is a resident of Westchester County, New York. Otherwise Defendant denies that Exhibit A is evidence, or that the Receiver is entitled to recover the transfers reflected on Exhibit A.

64. Admit that Joseph Martini, Sr. is a resident of Westchester County, New York. Otherwise Defendant denies that Exhibit A is evidence, or that the Receiver is entitled to recover the transfers reflected on Exhibit A.

65. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

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sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

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81. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

82. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

83. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without

sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

84. The allegations are not directed to Defendant, and Defendant accordingly provides no answer thereto. To the extent any response is required, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

85. Admitted for jurisdictional purposes only. Otherwise, without knowledge regarding the remainder of this paragraph.

86. Admitted for venue purposes only.

OTHER PARTIES AND RELATED INDIVIDUALS AND ENTITIES

87. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

88. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

89. Denied.

90. Defendant denies that Exhibit A is evidence or that any transfers reflected therein to Defendant were fraudulent. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

91. Defendant denies that Oasis Management is a creditor of its “Insiders” under “pertinent fraudulent transfer law,” or that Oasis Management has been “cleansed” of DaCorta’s wrongdoing. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

92. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

93. Defendant admits only that DaCorta was involved with Strata Capital and the DaCorta Group, and raised money from investors in connection with these entities. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the remaining allegations and therefore denies same.

94. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

95. Defendant admits only that DaCorta was involved with OIG. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the remaining allegations and therefore denies same.

96. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

97. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

98. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

99. Defendant denies that Satellite Holdings is a creditor of the “Insiders” under “pertinent fraudulent transfer law,” or that the entity has been “cleansed” of Insiders’ wrongdoing. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the remaining allegations and therefore denies same.

100. Defendant denies that Exhibit A is evidence, otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

FACTS COMMON TO ALL CAUSES OF ACTION

101. Defendant admits that, by all indications, he was defrauded by DaCorta and the Oasis entities. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

102. Defendant denies that he received “false profits.” Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

103. Defendant denies that he received any “false profits” or that the funds he received from the Oasis entities are voidable under FUFTA. Defendant also denies that he was unjustly enriched. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the remaining allegations and therefore denies same.

104. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

105. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

106. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

107. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

108. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

109. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

110. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

111. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

112. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

113. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

114. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

115. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

116. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same. Defendant also denies that any principal returned to him was wrongful or improper.

117. Defendant admits only that the payments he received from DaCorta and his various entities were almost entirely a redemption of his principal investments. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

118. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

119. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

120. Defendant denies that any alleged payment to Defendant was not the return of his “principal investment.” Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

121. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

122. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

123. Defendant admits the money from investors should have been used appropriately, but is otherwise without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

124. Defendant is unclear how, by making allegedly fraudulent transfers, the Oasis entities harmed themselves. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

125. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

126. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

127. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

128. Defendant denies that he received false profits, fraudulent transfers, or referral fees. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

129. Defendant admits that he received principal redemptions from DaCorta through one or more of his entities, but denies that he received false profits or fraudulent transfers. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the remaining allegations and therefore denies same.

130. Denies that Exhibit A is evidence, or accurately represents Defendant's investments. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

131. Defendant denies that Exhibit A is evidence, or accurately represents Defendant's investments, transfers, or redemptions, or that any alleged transfer is "avoidable." Defendant further denies that the Receiver is entitled to recover any alleged transfers. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the remaining allegations and therefore denies same.

132. Defendant denies that he received false profits and further denies that it would be "inequitable" to let Defendant keep the principal investments Defendant made with DaCorta in his various entities. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the remaining allegations and therefore denies same.

133. To the extent this paragraph implies that "all money transferred or paid to Defendant" was improper or consisted of false profits, Defendant denies the allegations. Otherwise, Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

COUNT I
Florida Statutes §726: Uniform Fraudulent Transfer Act
False Profits

134. Defendant re-alleges its answers and responses to Paragraphs 1 through 133 above.

135. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

136. Denied.

137. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

138. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

139. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

140. Denied.

141. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

142. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

COUNT II
Unjust Enrichment
False Profits

143. Defendant re-alleges its answers and responses to Paragraphs 1 through 133 above.

144. Defendant is without sufficient knowledge or information so as to form a belief as to the truth of the allegations and therefore denies same.

145. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

146. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

147. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

148. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

149. Denied with respect to this Defendant and Joseph Martini, Sr. Without knowledge regarding the circumstances involving any of the other Defendants.

AFFIRMATIVE DEFENSES

FIRST AFFIRMATIVE DEFENSE

Both the Count I and Count II are barred, or partially barred, by the applicable statutes of limitations. The statute of limitation for a claim of unjust enrichment in Florida is four years. *Beltran v. Vincent P. Miraglia, M.D., P.A.*, 125 So. 3d 855, 859 (Fla. 4th DCA 2013). In addition, causes of action brought under Fla. Stat. § 726.105(1)(a)-(1)(b) and Fla. Stat. § 726.106(1) are extinguished after four years. Fla. Stat. § 726.110. The allegedly inappropriate transfers took place beginning in 2013, seven years prior to the filing of this action. To the extent any allegedly inappropriate transfer took place prior to four years before this action was filed, the claims are barred by applicable statutes of limitations and claim extinguishing statutes.

SECOND AFFIRMATIVE DEFENSE

To the extent Defendant received any alleged voidable transfers under Fla. Stat. § 726.101, *et seq.*, Defendant took such transfer in good faith and for reasonably equivalent value or are subsequent transferees or obliges. Defendant invested in at least one entity connected to and through Michael J. DaCorta (“DaCorta”). Any alleged transfers from the Oasis Entities to Defendant were in return for reasonably equivalent value, including without limitation Defendant’s initial investment.

THIRD AFFIRMATIVE DEFENSE

To the extent Defendant received any alleged voidable transfers under Fla. Stat. § 726.101, *et seq.* any judgement is limited to the value of the asset transferred or the amount necessary to satisfy the creditor’s claim, whichever is less. To the extent the amount necessary to satisfy any creditor’s claim is less than the amount transferred, judgment is limited to the lesser amount.

FOURTH AFFIRMATIVE DEFENSE

To the extent Defendant received any alleged voidable transfers under Fla. Stat. § 726.101, *et seq.*, Defendant is entitled to an offset or reduction in the amount of the liability on the judgment for any value given the debtor for the transfer or obligation. Defendant invested in in at least one entity connected to and through DaCorta. Defendant is entitled to an offset and/or reduction in liability based on the amount of value provided by Defendant to DaCorta or any entities to which DaCorta was connected, including without limitation, any investments in any DaCorta related entities.

FIFTH AFFIRMATIVE DEFENSE

The Receiver lacks standing to assert this action.

SIXTH AFFIRMATIVE DEFENSE

The Receiver, standing in the place of the DaCorta and the Oasis Entities, is equitably estopped from recovery based upon the actions, inactions, and representations of DaCorta and the officers, employees, and agents of Oasis Entities to Defendant. The Receiver, standing in the place of the Oasis Entities, is estopped from asserting inconsistent positions, including, but not limited to, allegations that any transfers to Defendant were false profits and not the return of prior investments or that any such prior investments did not convert to shares of the Oasis Entities.

SEVENTH AFFIRMATIVE DEFENSE

The Receiver's claims are barred by the doctrine of "unclean hands." DaCorta and the Oasis Entities have "unclean hands," having engaged in inequitable behavior, deceit and misrepresentation, including without limitation, inducing Defendant to invest in the Oasis Entities and other entities related to DaCorta and withholding such investments. As such, the Receiver, standing in the place of DaCorta and the Oasis Entities is prevented from bringing his claims, including without limitation, claims that are premised on embracing the behavior by which DaCorta and the Oasis Entities have sullied their hands.

EIGHTH AFFIRMATIVE DEFENSE

The Receiver's claims are barred by the fraud. DaCorta and the Oasis Entities engaged in a long-term campaign of fraud and fraudulent inducement, including without limitation, numerous misrepresentations concerning the nature and status of Defendant's investments, on

which Defendant relied on to his detriment. The Receiver, standing in the place of DaCorta and the Oasis Entities, is thus barred from bringing his claims, including without limitation, claims that are premised on embracing the fraud of DaCorta and the Oasis Entities.

DEMAND FOR JURY TRIAL

Defendant demands a trial by jury of all issues so triable.

WHEREFORE, Martini, Jr. demands judgment in its favor and granting such other relief as the Court deems just and proper.

Dated: September 8, 2020.

Respectfully submitted,

GrayRobinson, P.A.

401 East Jackson Street, Suite 2700

Tampa, Florida 33602

Ph: 813-273-5000; Fax: 813-273-5145

/s/ Frederick S. Schrils

FREDERICK S. SCHRILS, ESQ.

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and

JOSEF Y. ROSEN, ESQ.

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