

IN THE CIRCUIT COURT OF THE 15th JUDICIAL CIRCUIT
IN AND FOR PALM BEACH COUNTY, FLORIDA
Case No. 502009 CA029903XXXXMB AG

FD DESTINY, LLC, FREDERICK A. DELUCA, and
LAND COMPANY OF OSCEOLA COUNTY, LLC,

Plaintiffs,

vs.

AVP DESTINY, LLC; ANTHONY V. PUGLIESE,
III; ANTHONY V. PUGLIESE, INC. d/b/a THE
PUGLIESE COMPANY; and JOSEPH REAMER,
Defendants.

CONSOLIDATED FOR DISCOVERY ONLY
502009 CA040295XXXXAG

AVP DESTINY, LLC, a Florida limited
liability company, ANTHONY V. PUGLIESE,
III, individually,

Plaintiffs,

vs.

FREDERICK A. DELUCA, individually, FD
DESTINY, LLC, FD DESTINY CREDIT, LLC.,
and DOCTOR'S ASSOCIATES, INC.,
Defendants.

VIDEOTAPED DEPOSITION OF ALFRED FLORIO
Volume 2 of 4
Pages 176 through 297
Tuesday, June 10, 2014
9:15 a.m. - 5:01 p.m.
U.S. Legal Support
515 East Las Olas Boulevard, 3rd Floor
Fort Lauderdale, Florida 33301
Stenographically Reported By:
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Registered Professional Reporter
Florida Professional Reporter
Certified LiveNote Reporter

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1 Videotape deposition taken before JANET L.
2 McKINNEY, Registered Professional Reporter, Florida
3 Professional Reporter, Certified LiveNote Reporter and
4 Notary Public in and for the State of Florida at Large
5 in the above cause.

6 * * * * *

7 (Deposition resumed at 2:17 p.m.)

8 THE VIDEOGRAPHER: Back on the video record at
9 2:17 p.m.

10 THEREUPON:

11 ALFRED FLORIO
12 having been previously duly sworn or affirmed, was
13 examined and testified as follows:

14 DIRECT EXAMINATION (Cont'd)

15 BY MR. HUTCHISON:

16 **Q. Mr. Florio, just before break you had**
17 **mentioned that the Rohde deal added value to Land**
18 **Company of Osceola County's property. How do you know**
19 **that?**

20 A. Well, how do I know it or why did it do it?

21 **Q. Well, how did you know it, first?**

22 A. From the consultants.

23 **Q. What consultants told you that?**

24 A. All of them.

25 **Q. Any particular --**

1 A. No, all of them. The -- Scott Lefkowitz, who
2 was the -- you know, the transportation guy. Certainly
3 Larry Walters, the engineer. Bob Whidden, the planner.
4 Everybody.

5 **Q. What did Scott Lefkowitz tell you about how**
6 **it -- how it added value?**

7 A. First of all, there were certain efficiencies.
8 Okay? Because -- the real value was explained to me by
9 Bob Whidden. He explained to me the reason for the --
10 the greater value. And his explanation was -- is that
11 obviously it was determined that there's a substantial
12 amount of wetlands on our property. And the reason for
13 that being that way was because it was never worked.
14 Ours wasn't a workable ranch. There was cattle, there
15 were some trees, there were some hunting lodges, but
16 the Rohde -- the Latt Maxcy's never really worked our
17 property.

18 The Rohde family was a family of -- of
19 workers. Ranchers. And they disturbed all the
20 property, so their property was dry.

21 So by taking our property -- and through some
22 of these agencies, we had to give up some of our
23 property, so if you took our property and we gave up
24 our wetlands, most of the Rohde property was buildable
25 space. So we picked up a lot more buildable territory

1 because of the -- just mitigating our wetlands and
2 taking over their dry property.

3 Plus there was a pretty -- it was going to
4 cost millions of dollars to bring the Rohde thing up
5 to -- I mean, we were going to spend just about, you
6 know, acre-for-acre what we spent doing our property,
7 and we were ahead of them by a year, a couple years
8 maybe.

9 So we were going to have to play catch-up with
10 their, you know, looking for Indian arrowheads,
11 their -- their species thing. But there were certain
12 things that we had that -- that came into play that
13 there was no more legal cost. There was, you know, no
14 more expenses. There was no more legal cost to do
15 41,000 acres as there would be to 27-. There was no
16 more legal cost for Scott Lefkowitz to do the road
17 studies than -- you know, to do them both.

18 So there was -- although it was going to cost
19 us a substantial amount more money, the profit and
20 the -- and the business and the number of homes you
21 could build was, you know, at least double, and the
22 expenses weren't double. They were millions of
23 dollars. It was a lot of money. But it wasn't --
24 there was efficiencies in having that from both -- both
25 sides of the coin.

1 **Q. And you base that based on what Bob Whidden**
2 **told you?**

3 A. Bob Whidden, Larry Walters -- anybody that was
4 on the team, they were very excited when this -- when
5 this -- this deal came through. And there was -- I
6 mean, there was nothing but positive. In fact, I think
7 that they labeled it a "genius move." You know? And
8 they were really -- everybody was really happy that it
9 happened.

10 **Q. Over 40 percent of the Yeehaw Junction**
11 **property was wetlands?**

12 A. I don't know. I think it probably was. I --
13 I -- I seem to remember a high -- a higher number than
14 was anticipated, which was 35 percent. Just how much,
15 I'm not -- I'm not sure. But --

16 **Q. When did you first learn that over 40 percent**
17 **of the Yeehaw Junction property was wetlands?**

18 A. As the -- as the experts got in there and they
19 started doing their stuff. You know? Walking the
20 property. Doing whatever they do.

21 **Q. You knew that of the initial loan amount of**
22 **\$111 million, that approximately 104 of that went to**
23 **the purchase of the property, and there was about**
24 **\$7 million out of the original loan for development**
25 **costs?**

1 A. Yeah.
 2 MR. BELAVAL: Objection to form.
 3 BY MR. HUTCHISON:
 4 **Q. You can answer.**
 5 A. Yes.
 6 MR. BELAVAL: Real quick: Are you taking his
 7 depo in a complete leading form or is it just me?
 8 I mean, I -- I don't understand --
 9 MR. HUTCHISON: Just make your objections,
 10 Edgar.
 11 MR. BELAVAL: Well, let me ask you this: Is
 12 he an adverse witness, or is he your witness?
 13 Because I'm confused. The -- the subpoena makes it
 14 sound like you're asserting attorney-client
 15 privilege, but your questions are in a format that
 16 would seem to indicate that he's an adverse
 17 witness.
 18 MR. HUTCHISON: I don't even know what you're
 19 talking about. Make your objections and --
 20 MR. BELAVAL: Okay.
 21 MR. HUTCHISON: -- move on.
 22 MR. BELAVAL: I'm sorry. Just this thing
 23 called the "rules of procedure." All right.
 24 BY MR. HUTCHISON:
 25 **Q. When did you learn that there was \$7 million**

1 **for entitlement costs?**
 2 MR. BELAVAL: Objection to form.
 3 A. I think that just was right up front that
 4 there was going to be costs that were going to -- a
 5 time period and costs to get this property rezoned.
 6 BY MR. HUTCHISON:
 7 **Q. Did anybody tell you approximately how much**
 8 **the cost would be to get the property rezoned?**
 9 A. I don't think that -- no. No. There was --
 10 you know, there was debates on what it would cost. I
 11 think that they, you know, started where it might have
 12 been 4 million to 6 million, 6 and a half million, and
 13 somewhere along the line they settled at just about
 14 that number that you're talking about.
 15 **Q. What do you mean "they settled"?**
 16 A. Fred and Anthony agreed that that would be a
 17 starting point to, you know, move forward.
 18 **Q. And that -- that initial \$7 million for**
 19 **entitlements was to be funded out of the loan?**
 20 MR. BELAVAL: Objection to form.
 21 A. Yeah. I mean, the money was -- was there. I
 22 don't know, you know, whether or not it was the loan
 23 or -- I have no idea where -- how that stuff was
 24 structured.
 25

1 BY MR. HUTCHISON:
 2 **Q. What was the time frame for the -- to get the**
 3 **entitlements?**
 4 A. Again, it was something that nobody had ever
 5 had experience in doing this size of a project. I
 6 don't think anybody ever built a city. So we didn't
 7 really know. It wasn't -- it wasn't something -- we
 8 estimated it to be at least three years. But we
 9 weren't -- we were -- had no idea how long it would
 10 take. But I would say that we estimated it to be three
 11 or four years to do the initial stuff.
 12 **Q. Now, do you know when the LCOC reached that**
 13 **7 -- first \$7 million in expenses for entitlements?**
 14 A. I -- you know, I don't even know if they ever
 15 did. I -- I'm not aware.
 16 **Q. Did anybody ever tell you that they had**
 17 **reached the \$7 million -- initial \$7 million amount for**
 18 **entitlements?**
 19 MR. BELAVAL: Objection to form.
 20 A. I had no idea on -- you know, on that time
 21 frame when that money would run out. Alls I knew is
 22 that the first year we -- for the first few months, we
 23 were just doing what we had to do. And then my whole
 24 thing was are we on budget? I was concerned on a
 25 month-to-month basis whether or not we were over

1 budget, under budget for what was budgeted to do the --
 2 for that year.
 3 BY MR. HUTCHISON:
 4 **Q. What was the budget for 2006?**
 5 A. You know, I'm not sure. I think that the --
 6 the -- the first budget, I -- I sort of remember it
 7 being around -- I -- I -- I don't -- \$8 million, I
 8 think. I know that the last two that I was involved in
 9 it was 10. And then it was 10 again. And then the
 10 last -- the final one that I was there, it had to be 13
 11 or 14 million. There was negotiation which never was
 12 settled.
 13 **Q. Well, the budget for 2008 was \$8 million. Are**
 14 **you aware --**
 15 A. I'm don't -- I'm not -- I don't -- I don't
 16 know. I'm saying that -- I don't know.
 17 MR. BELAVAL: Object to form. And just, if
 18 you could, wait one second between his asking a
 19 question and your answering. Thank you.
 20 THE WITNESS: You got to tell me again.
 21 MR. BELAVAL: I know it. I'm sorry.
 22 BY MR. HUTCHISON:
 23 **Q. There wasn't --**
 24 THE WITNESS: I'm sorry.
 25

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1 BY MR. HUTCHISON:
2 **Q. There -- there wasn't a budget agreed to for**
3 **2009, was there?**
4 MR. BELAVAL: Objection to form.
5 A. I -- I don't think that they ever reached a
6 final agreement in 2009. Keep in mind, I was gone. I
7 was told not to go there. It was 2009 when I was asked
8 not to communicate, not to go. So as of 2009 I don't
9 have a clue what happens.
10 BY MR. HUTCHISON:
11 **Q. Do you know if there was a budget reached for**
12 **2009?**
13 MR. BELAVAL: Objection to form.
14 A. No.
15 BY MR. HUTCHISON:
16 **Q. Now, there came a time in August or September**
17 **of 2007 when the \$111 million loan maxed out at**
18 **\$111 million. Do you remember that?**
19 A. No.
20 MR. BELAVAL: Objection to form.
21 Rick, just to not be intrusive, can I just
22 have a standing objection to the form?
23 MR. HUTCHISON: No, you object --
24 MR. BELAVAL: Okay.
25 MR. HUTCHISON: -- you make it. Because I may

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1 ask you what -- what the form is.
2 MR. BELAVAL: Sure.
3 BY MR. HUTCHISON:
4 **Q. Let me show you Exhibit 20. Tell me if you**
5 **recognize that.**
6 MR. BELAVAL: Objection to form.
7 A. Your question is if I ever saw this?
8 BY MR. HUTCHISON:
9 **Q. That's right.**
10 A. No.
11 **Q. Okay. Let's look at -- look at Exhibit 20 a**
12 **minute. It's a March 22nd, 2007, e-mail from Dave**
13 **Worroll --**
14 MR. HEFFNER: He wants you to look at it.
15 **Q. -- to Tom San Giacomo.**
16 **What was Tom San Giacomo's role with respect**
17 **to the Yeehaw Junction property?**
18 A. Tom was Anthony's first assistant at that
19 time.
20 **Q. Tom San Giacomo reported to Anthony Pugliese?**
21 A. Exactly.
22 **Q. Okay. And what did you understand Tom's**
23 **duties to be?**
24 A. Tom just handled -- he arranged the -- the
25 meetings. He -- he verified bills. He was basically

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1 working as the -- the go-to guy for Anthony. He took
2 direction from Anthony and -- and was moving the
3 project ahead. He dealt with the consultants.
4 **Q. Let me show you Exhibit 22, which is a series**
5 **of e-mails, the top one being from Fred DeLuca dated**
6 **January 9, 2008.**
7 **Take a look at Exhibit 22 and tell me if you**
8 **recognize it.**
9 MR. HEFFNER: Rick, just so I know and the
10 record is clear, these were exhibits from,
11 obviously, prior depositions. Are you marking them as
12 exhibits to this deposition --
13 MR. HUTCHISON: No.
14 MR. HEFFNER: -- or are you just --
15 MR. HUTCHISON: So we'll -- she'll keep them
16 and she can attach them to the deposition, but I'm not
17 going to remark them with another exhibit number.
18 They're going to stay the same exhibit numbers.
19 MR. HEFFNER: But, for example, Exhibit 22 is
20 now going to be an exhibit to the prior deposition as
21 well as this one?
22 MR. HUTCHISON: Correct.
23 MR. HEFFNER: Okay.
24 A. I don't remember seeing this.
25

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1 BY MR. HUTCHISON:
2 **Q. Well, once the initial \$7 million for**
3 **entitlement funding was spent, was Anthony to pay**
4 **25 percent of the expenses going forward and Fred**
5 **DeLuca to pay 75 percent of the expenses going forward?**
6 MR. BELAVAL: Objection to form.
7 A. The agreement in general that was that -- a
8 time when money had to be put in, that Anthony would
9 pay 25 percent and Fred would pay 75 percent. At the
10 time, whenever it was needed. I don't know when that
11 was.
12 BY MR. HUTCHISON:
13 **Q. So let's take a look at Exhibit 22. It's an**
14 **e-mail from Tom San Giacomo dated June 21, 2007, and**
15 **you were copied on that e-mail; correct?**
16 MR. BELAVAL: Object to the form.
17 A. I don't -- yeah. It says I was, so apparently
18 I was.
19 BY MR. HUTCHISON:
20 **Q. Okay. And it -- and it says -- and it's --**
21 **and Tom San Giacomo writes that: Per my earlier**
22 **e-mail -- Per my -- "Per my e-mail earlier this week**
23 **replying to your e-mail alerting us to prepare early**
24 **enough for you to organize with Fred DeLuca the next**
25 **round of Consultant Entitlement Funding, the following**

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1 **is our planning after discussing with Fred Florio."**
2 **Now, what discussion did you have regarding**
3 **funding and -- at about this time in the summer of**
4 **2007?**
5 A. I --
6 MR. BELAVAL: Objection to form.
7 A. I don't remember. I don't remember this
8 discussion.
9 BY MR. HUTCHISON:
10 **Q. And Tom San Giacomo writes: "We believe the**
11 **best strategy at this time is to short term the funding**
12 **and abide by the Operating Agreement for Land Company**
13 **of Osceola County, LL" --**
14 THE REPORTER: Can you slow down a little bit,
15 please, when you read?
16 MR. HUTCHISON: Sure.
17 THE REPORTER: Start over for me. I'm sorry.
18 MR. HUTCHISON: Sure, I can.
19 BY MR. HUTCHISON:
20 **Q. Tom San Giacomo writes: "We believe the best**
21 **strategy at this time is to short term the funding and**
22 **abide by the Operating Agreement for Land Company of**
23 **Osceola County, LLC, Section 5.3 on page 15, Capital**
24 **Contributions in the ratio of 75 percent by the FD**
25 **entity and 25 percent by the AVP entity until August,**

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1 **10, 2010, when they become 50-50."**
2 **Do you see that?**
3 A. Yes.
4 **Q. Did you understand the FD entity to be**
5 **FD Destiny, LLC?**
6 A. Yeah.
7 **Q. And did you understand the AVP entity to be**
8 **AVP Destiny, LLC?**
9 A. Yeah.
10 **Q. And is that your understanding that Anthony**
11 **Pugliese's company would pay 25 percent and Fred**
12 **DeLuca's company would pay 75 percent of the expenses**
13 **going forward?**
14 A. Again, you're talking about -- and, this is
15 '07. I don't remember this particular e-mail.
16 Obviously I was copied on it, so I must have gotten it.
17 I don't think at my -- that stage of the game that I
18 was even concerned. You know, this was between the
19 partners, how they were going to fund this project. It
20 wasn't between me. I didn't have really anything to
21 say about it.
22 I realize that the -- their agreement -- I
23 always understood that it would be 25/75. However, as
24 I've stated before, things were changing. Things were
25 changing rapidly. We needed the operation agreement --

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1 the -- it was obsolete. There was things that were
2 obsolete.
3 So I don't know whether or not this -- at this
4 particular point seems to be the time when Anthony was
5 going back to maybe renegotiate with Fred how this
6 stuff will be funded. This seems to be a late -- you
7 know -- you know, June of '0 -- '0 --'07, and as I said
8 before, between '07 and '08 there was a lot of
9 discussions going back, and how this financing and how
10 this might be altered to go ahead.
11 So the original agreement was 75/25. But this
12 appears to be to me at a time when they might have been
13 in discussions, Anthony and Fred, to maybe alter this.
14 **Q. Okay. Were you -- did you participate in any**
15 **discussions between Anthony and Fred to change the**
16 **agreement where Fred DeLuca would fund 75 percent and**
17 **Anthony Pugliese would fund 25 percent of LCOC's**
18 **expenses?**
19 A. Yes.
20 **Q. Okay. When were those discussions?**
21 A. Well, it was right around the same time as --
22 like I said, '07, '08, when things started to get a
23 little bit -- you know, to change up during that --
24 that period of time. I knew that Anthony had discussed
25 talking to Fred about funding more. Fred had expressed

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1 concerns that Anthony's business in general might be
2 taking a little bit of a hit because he was in the land
3 development business, real estate business, and real
4 estate was, you know, labeled to take the big hit
5 during that -- that period of time.
6 **Q. When you say things were changing rapidly or**
7 **"changing up," you're talking about the economy --**
8 **A. Yeah.**
9 **Q. -- and the real estate industry?**
10 A. Right. Right.
11 So I knew that Anthony had approached Fred or
12 was about to approach Fred or did approach Fred, and I
13 knew that they were in discussions about maybe doing
14 something. And my suggestion to Fred is that we should
15 have stepped up and we should have done it.
16 **Q. Should have done what?**
17 A. We should have paid the whole thing. We
18 should have paid -- we should have financed the
19 project -- for a couple different reasons.
20 **Q. Fred DeLuca would -- would not agree to that?**
21 A. Well, I gave him -- he -- he -- he -- so he
22 asked me why I thought that that should be. And I
23 said, "There's a few reasons why. Number one, first
24 and foremost, I believe that if you're in partners with
25 somebody that you have to be concerned about your

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1 partner's health. And if for whatever reason he
2 anticipated that Anthony was having financial problems
3 or couldn't afford to pay, all more -- the more reason
4 to step up, because we did -- we could afford it. And
5 that was really our purpose of being there, you know,
6 was to -- was to help out on the financial side. We
7 had nothing to contribute any other way other than
8 financially.

9 So I suggested to Fred that we do it. And if
10 he thought that Anthony was having problems in his own
11 business, first of all, nobody knew that. You could
12 just anticipate that or Fred anticipated it. My point
13 was the more problems Anthony was having, the more we
14 needed to step up. We needed to keep Anthony healthy.
15 He was the life line of this project. Without him it
16 was going no place. So we could afford to do it. We
17 could step up.

18 Second of all, we were getting 9 percent
19 interest. The -- the money that was going in there was
20 all being accrued at 9 percent. And that 9 percent,
21 you know, was much more at that time than we could make
22 other places. That was number 2.

23 And -- and the third reason was it only made
24 common sense to me. We're talking about a square-up
25 date that they had in the agreement as of August in

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1 '10. So what's the difference? We're going to fund
2 this project for another year, another year and a half?
3 So what? You know? At August Anthony's going to have
4 to make himself 50/50 or he's going to get diluted.

5 So there was no -- no thought in my mind that
6 it shouldn't have been done.

7 **Q. What was your understanding of the August,
8 2010, true-up date?**

9 A. Again, the August '10 date was in an obsolete
10 agreement as far as I was concerned. The agreement
11 that -- that had -- was in the operation agreement,
12 which the operating agreement was totally obsolete by
13 this point. Okay? We had -- you know, we owned
14 41,000 acres of land. We didn't own 27-. We were in a
15 project that was going to take 40 years versus a
16 project that was going to be flipped in three years.
17 You know, people -- Tom San Giacomo was on -- you know,
18 exiting. On his way out.

19 You know, so many things had changed in that
20 operating agreement -- okay? -- that it didn't matter.
21 Okay? But I told him, "If for whatever reason the
22 operating agreement didn't, we don't have to deal with
23 this for another year. Let's fund this project. Let's
24 put our money in. We're getting a great interest rate.
25 We're moving the thing forward. If Anthony -- if

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1 you're right and Anthony is in a little bit of concerns
2 about his business, so we're helping him. What's the
3 big deal?" Okay?

4 **Q. Well, what was -- what was your understanding
5 of the August, 2010, true-up date to 50/50?**

6 A. The original agreement called for -- for
7 Anthony and Fred to become 50/50 partners for -- with
8 the capital expenditures. They owned 50/50 of the
9 land. Fred was putting in 75 percent. Anthony had to
10 put in the additional 25 percent that Fred had put in
11 at the square-up date.

12 **Q. So he would have had to make retroactive
13 payments to Fred for the extra 25 percent?**

14 A. Yeah. Whatever it was. He was still going to
15 square up and say, "Listen. You put in X number of
16 million. I only put in this. I have to put in the
17 same as you." And he would have put in the difference.

18 Okay? That was based on the operating
19 agreement. Which I'm telling you, again, was obsolete.
20 Okay. I knew that it was going to be a problem, but it
21 wasn't a problem that we had to face now in the middle
22 of a rescission. It was a problem that we could have
23 postponed until August and found out whether or not
24 Anthony could have done it or not.

25 **Q. So when you had these discussions with Fred**

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1 **DeLuca, did -- when -- when were those discussions?**

2 A. Right around the same time after -- prior to
3 Fred's blowup I think.

4 **Q. Well, give me a time frame.**

5 A. Like I said, again, it's -- it's '08 maybe,
6 you know.

7 **Q. 2008?**

8 A. '07, '08. You know? Whatever that period was
9 when these, you know, negotiations started.

10 **Q. Well, let me ask you a question --**

11 A. It wasn't like Anthony said something in '07
12 and Fred responded. Fred doesn't respond. Okay? Fred
13 doesn't do anything today that he could put off till
14 tomorrow. So if Fred goes ahead and Anthony asked him,
15 "Let's -- Let's get to this," you know, Fred would say,
16 "Well, we'll talk about it. Let's think about it.
17 Let's do this. Let's do that." You know?

18 **Q. Did you ever ask Anthony Pugliese whether he
19 was having financial difficulties when the real estate
20 market turned --**

21 A. No, that was a personal --

22 MR. HEFFNER: Wait. Let him finish.
23 Rick --

24 MR. HUTCHISON: Yeah.
25 MR. HEFFNER: -- are you finished with your

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1 question.

2 BY MR. HUTCHISON:

3 **Q. Did you ever ask Anthony Pugliese whether he**

4 **was having financial difficulties when the real estate**

5 **market took a turn downward?**

6 A. No.

7 **Q. Did Fred DeLuca ever ask Anthony Pugliese**

8 **whether he was having financial difficulties?**

9 A. I don't know. You have to ask Fred.

10 **Q. Well, why did you think Anthony shouldn't pay**

11 **25 percent of the expenses if you didn't even know if**

12 **he was having financial difficulties or not?**

13 A. Fred anticipated that Anthony was having

14 problems.

15 **Q. Why didn't one of you ask him?**

16 A. Well, first of all, it's none of my business.

17 I wasn't there to fund this project or have anything to

18 do with funding this project.

19 **Q. Were you involved in the funding of the**

20 **project at all?**

21 A. No.

22 **Q. Did you did -- ask Fred if he would change the**

23 **operating agreement?**

24 A. Numerous times.

25 **Q. Did he ever -- did he ever change the**

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1 **operating agreement?**

2 A. He said he would work on the -- work on the

3 changes, the alterations to the agreement, and "Let's

4 look at what you're -- what you're proposing."

5 **Q. Did you do that?**

6 A. Yeah.

7 **Q. Did he agree to the changes?**

8 A. No.

9 **Q. Did he ever sign an amended operating**

10 **agreement?**

11 A. No.

12 **Q. Did you ask him why he wouldn't agree to**

13 **change the operating agreement?**

14 A. Fred DeLuca doesn't have to give explanations

15 for why he does stuff. He wouldn't do it. He made me

16 hire somebody to -- to -- to change it, make the

17 changes.

18 Bob -- David Friedman and -- and myself and an

19 attorney by the name of Adam Hodkin, which had always

20 been Fred's, you know, attorney, we paid Adam to make

21 recommendations and we went in there and we changed it.

22 Some of the stuff was boilerplate. I mean, it

23 was stupid. The -- the street that the operating

24 agreement said was, I think, First Avenue. In the

25 meantime it had changed. The city named the street

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1 after Anthony, so they called it Pugliese Way. Tom

2 San Giacomo was exiting, and he was the second man in

3 charge.

4 We had 41,000 acres not, you know,

5 27,000 acres. We were building a city versus flipping

6 a piece of property.

7 So there was boilerplate stuff that -- listen.

8 The address is no good. Tom's gone. We have to

9 make -- he wouldn't agree to any changes. He

10 wouldn't -- he wouldn't change the date. I mean, if I

11 asked him if I could wind my watch, he would have said

12 "no." He just -- and we were flabbergasted.

13 Adam got paid, I think, \$8,000 for working on

14 the changes and recommending the changes. David

15 Friedman flew down two or three times to negotiate and

16 put in changes that he thought were -- were reasonable.

17 One of those changes in the agreement was obviously to

18 change the funding from 75 to Fred paying at the 100

19 percent and keeping the money in there. You know.

20 Maybe bump -- you know, bumping the interest rate from

21 9 to 10 or whatever we had to do to -- to make him

22 understand that the project was going to be longer.

23 You know?

24 He understood. He agreed to buy the Rohde

25 property. He knew that -- that it was going to take --

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1 the deal had totally changed. He just wouldn't

2 change -- he wouldn't -- he wouldn't agree to change

3 anything.

4 **Q. So let's go back to Exhibit 22, which is in**

5 **front of you. In response to Tom San Giacomo's**

6 **June 21st, 2007, e-mail, Fred DeLuca writes an e-mail**

7 **on June 27, 2007. Do you see that?**

8 MR. BELAVAL: Objection to form.

9 A. Yeah.

10 BY MR. HUTCHISON:

11 **Q. And you're copied on that e-mail from Fred**

12 **DeLuca?**

13 A. Yeah.

14 **Q. Fred DeLuca writes: "Hi team. Before anymore**

15 **money is put in, I think we need to review what was**

16 **originally budgeted by line item and what" was -- "has**

17 **been spent by line item and what the difference from**

18 **the budget were. Then we should consider what the**

19 **proposed budget is in the future and how to fund the**

20 **required amounts."**

21 **Do you see that?**

22 A. Yeah.

23 MR. BELAVAL: Objection to form.

24 BY MR. HUTCHISON:

25 **Q. And then he asks Tommy to send him the**

1 **information.**

2 **Do you see that?**

3 A. Yes.

4 **Q. Do you know if that information was ever sent**
5 **to Fred DeLuca prior to his January 9th, 2008, which is**
6 **the top e-mail on Exhibit 22?**

7 A. I'm sure that it was.

8 **Q. How do you know that?**

9 A. Because I remember for that year we were under
10 budget. That was a budget that we were a million and a
11 half dollars or so under budget. And it wasn't because
12 we were under budget because we were under budget. It
13 was under -- we were under budget because we decided
14 not to do certain things that we had planned to do. So
15 that budget money was just put off to the following
16 year.

17 I was explaining to Fred it's not money that's
18 not going to be spent. So whatever the budget is, it's
19 going to be that much more next year because we didn't
20 spend it this year.

21 I was mainly responsible for if Subway guys
22 asked for anything -- Dave Worroll, Esposito, David
23 Cousins -- if they asked for something, they got it.
24 Sometimes they got it two and three times.

25 I was responsible and told them numerous

1 BY MR. HUTCHISON:

2 **Q. Well, did you read it with me?**

3 A. Yeah.

4 **Q. Do those -- do those requests from Fred DeLuca**
5 **seem reasonable to you?**

6 A. Yeah, and I think that -- that they were --
7 they were responded to.

8 **Q. Do you know when they were responded to?**

9 A. No. I'm sure that it was probably very timely
10 though.

11 **Q. What do you mean by "very timely"?**

12 A. Well, within a reasonable time.

13 **Q. Well, what -- what would have been a**
14 **reasonable time?**

15 A. Oh, you know, a week, two weeks, depending on
16 where everybody was.

17 **Q. Let me show you Exhibit 23. The top e-mail is**
18 **from Tom San Giacomo to David Worrell dated**
19 **November 8th, 2007.**

20 **Thanks.**

21 **Take a look at Exhibit 23.**

22 THE REPORTER: What date is it?

23 MR. HUTCHISON: It's -- the top e-mail is
24 dated November 8th, 2007.

25 A. Okay.

1 occasions, "If you get something and you don't get it
2 when you need to have it, you call me. I guarantee
3 you'll have it if I have to stay here till midnight to
4 get it to you."

5 So I know that these were reasonable requests,
6 and I know that anything that was reasonable, Fred got
7 exactly when he got -- wanted to get it. Now, it might
8 not have gone directly to Fred because it might have
9 gone to his assignees, which were Dave Worroll, Joe
10 Esposito. For a little while there was a guy there
11 that was just a -- you know, a guy pushing papers
12 around, a guy by the name of Doug Dempsey, who seemed
13 to lose everything that was ever sent to him.

14 But I know that the -- the overall feeling of
15 Fred DeLuca's request was always taken -- took utmost
16 priority in that company for it to give him the
17 information that he wanted.

18 **Q. In what company?**

19 A. In the Land Company.

20 **Q. Well, you -- you see Exhibit 22 in front of**
21 **you; correct?**

22 A. Yeah. Yeah.

23 **Q. Did you read Fred DeLuca's June 27, 2007,**
24 **e-mail?**

25 MR. BELAVAL: You read it for him.

1 BY MR. HUTCHISON:

2 **Q. Okay. And I'm going to start with the second**
3 **e-mail on that page from Dave Worrell dated November 8,**
4 **2007.**

5 **You're copied on that e-mail; correct?**

6 MR. BELAVAL: I'm sorry. Is he done reading?

7 A. Yeah. Yeah.

8 BY MR. HUTCHISON:

9 **Q. I don't know -- are you saying "yes" to Edgar**
10 **Belaval's question or --**

11 **(Simultaneous talking.)**

12 MR. BELAVAL: "Are you done reading" was my
13 question.

14 A. Yeah. No. And you said -- yeah, I was done
15 reading. Okay.

16 MR. HUTCHISON: He's done reading.

17 BY MR. HUTCHISON:

18 **Q. Okay. So you're copied on Dave Worrell's**
19 **November 8, 2007, e-mail; correct?**

20 A. Yes.

21 **Q. Dave Worrell writes: Hi, "Tom...I'm just**
22 **following up to see where we are on the Destiny Project**
23 **in regards to the ongoing funding. Last I heard was**
24 **that Fred had requested a comparison of the original**
25 **budget to actual spending...and the budget going**

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1 forward."

2 Do you see that?

3 A. Um-hum.

4 Q. And then I'm going to go up to Tom

5 San Giacomo's response.

6 You're copied on Tom's response; correct?

7 A. Yes.

8 Q. He writes: "Hello Dave. Nice to hear from

9 you and hope all is well with you. Yes, this info is

10 gathered but is being sliced and diced by AVP3 before

11 submitting or sitting with Fred DeLuca."

12 Do you see that?

13 A. Uh-huh.

14 Q. And "AVP" is Anthony Pugliese?

15 A. Yeah.

16 Q. So as of November 8th, 2007, the budget had

17 not been provided to Fred DeLuca; correct?

18 MR. BELAVAL: Objection to form.

19 A. I -- I don't -- I don't know. It seems like

20 Tom is saying that the -- it hasn't -- it hasn't been

21 totally done and it's being sliced and diced. I don't

22 know what that means. Whether or not Anthony and Fred

23 were -- had seen it and going back and forth, you know,

24 altering it before it was actually done.

25 To me this doesn't say that it -- it says that

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1 it's being sliced and diced, so that means that it was

2 there.

3 I have a funny feeling that they were probably

4 talking back and forth, Fred and Anthony. I know that

5 at some point Fred was talking to me about certain line

6 items in the budgets that he felt could be -- that

7 could be altered. And we had -- I suggest -- I gave

8 him my suggestions, and he did, for that time, agree

9 with me, and we were going back and forth.

10 So whether or not Dave saw a final budget, I

11 think the slicing and dicing was not only on Anthony's

12 part but it was also Fred's part going back and forth.

13 THE VIDEOGRAPHER: Going off the record at

14 2:54 p.m.

15 (Recess taken at 2:54 p.m.)

16 (Deposition resumed at 2:55 p.m.)

17 THE VIDEOGRAPHER: Back on the video record at

18 2:55 p.m.

19 BY MR. HUTCHISON:

20 Q. Now, you had said that you had discussed

21 certain line items of the 2008 budget with Fred DeLuca.

22 When were those discussions?

23 A. Probably while the budget was being put

24 together. I wasn't involved too much in budgeting,

25 finances. I had not a great awareness of how much -- I

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1 knew what was coming. I had got a chart. It's in that

2 box of, you know, time frames on what -- what was going

3 to happen, when it was going to happen.

4 Costs for those things I wasn't really

5 interested in. I was interested in an overall budget

6 number, whether we were on the budget or not. Whether

7 or not engineering cost a million dollars or

8 \$12 million, I had no clue. I wouldn't be able to

9 voice an opinion on that.

10 My opinion -- my -- my opinions that -- and

11 warnings to Fred at this particular time were that the

12 project was going, in most respects, very well. And

13 that the items that people up in Connecticut -- David

14 Friedman in particular -- were looking to change and

15 Fred looking to cut -- Fred will cut a budget, cut a

16 budget, you know.

17 This isn't a Subway deal. You're not going to

18 cut yourself. Cut out expenses to make money. There

19 was money that had to be laid out in this particular

20 thing.

21 One thing that he wanted to cut was the

22 business development process, which I was very much

23 involved in. The business development programs that we

24 were working on to bring people to the city -- okay? --

25 I'm aware of that. I have experience building

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1 businesses, bringing people into organizations. And

2 when I sat down with Fred and I said, "This is the most

3 critical thing that we're doing right now. We have to

4 show the state" -- I was working with Jeremy Ring, the

5 Senator. And I said, "They have money. The state has

6 money to incentivize people to come."

7 We were working on different incentive

8 programs for people that were in the state that would

9 just pick up and move to Destiny. And Jeremy was

10 working on bringing people from California to -- to

11 move here. Those -- those incentive plans had to be

12 more or less put into place.

13 People were calling. People were responding

14 to the website of Destiny. And Anthony was

15 instrumental in -- in speaking to people and showing

16 them the dream. And people wanted to -- to come, and

17 we needed people to answer those requests. We needed

18 people to -- to work with people to bring businesses

19 there.

20 The government, Charlie Crist was -- they sort

21 of like had one thing on their mind: How many jobs are

22 you bringing to the state of Florida? And the more

23 jobs you told them you were bringing, the more money

24 they were -- the more they were going into their

25 pocket. The more they would do. The more they liked

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1 it. Because the state and Charlie Crist worked --
2 wanted to create jobs.
3 And so to cut that budget of recent -- of
4 develop -- business development was the biggest mistake
5 that we could have possibly ever made. It would have
6 been something that if Fred didn't agree with me on I
7 would have just walked out the door.
8 Anyway, I was adamant. I got him to go and
9 put it back in the budget.
10 **Q. No. My question to you was when did you have**
11 **discussions with Fred DeLuca about the 2008 budget?**
12 A. At that time frame. Around this time frame.
13 **Q. What time frame?**
14 A. Around this time frame. Again --
15 **Q. Give me a --**
16 A. You know what? You're -- you're confusing me
17 because you're going to '05, you're going to '06,
18 you're going to '09, your going back to '10. I -- I
19 don't know where you're going. Okay?
20 **Q. Well, let me tell you. I don't want to**
21 **confuse you.**
22 A. Okay.
23 **Q. So let's have an understanding.**
24 A. Well, I just want you to know that you are,
25 because -- I wish that you would start at '05 and go to

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1 '09, and then this way I would be on a roll.
2 **Q. My -- my question is simple: The 2008 budget.**
3 **Can you tell me when you had discussions with Fred**
4 **DeLuca about the 2008 budget?**
5 A. Okay. No.
6 MR. CRICKENBERGER: Object to form.
7 Go ahead and answer if you can.
8 BY MR. HUTCHISON:
9 **Q. So go back to Exhibit 23. Tom San Giacomo**
10 **wrote -- wrote: "Yes, this info is gathered but is**
11 **being sliced and diced by" ABB III -- "AVP III before**
12 **submitting or sitting with Fred DeLuca."**
13 **Do you know if Fred DeLuca received a proposed**
14 **budget for 2008 prior to November 8, 2007?**
15 A. No.
16 MR. BELAVAL: Objection to form.
17 BY MR. HUTCHISON:
18 **Q. Do you know if Fred DeLuca received a proposed**
19 **budget for 2008 prior to December 1, 2007?**
20 A. No.
21 **Q. Do you know the date Fred DeLuca first**
22 **received a proposed budget for 2008?**
23 A. No.
24 **Q. What did you understand David Friedman's role**
25 **to be?**

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1 A. Originally I asked Fred to hire somebody that
2 could come into the organization to take over some of
3 my responsibilities with the companies they had already
4 to free up my time to be more involved with the two big
5 projects, meaning the recycling company and Destiny.
6 I asked Fred to find somebody that could come
7 in. I was getting a lot of whiplash from Joe Esposito,
8 Dave Worrell, David Cousins, that Fred was using Subway
9 more or less as his own little toy, and that they were
10 doing more and more stuff for him. And he was being
11 demanding on their time.
12 And so I asked him to hire somebody and to set
13 up a family office that would take care of Fred's
14 personal stuff and get it away from Subway guys,
15 because they were being overburdened.
16 David Friedman was hired to be a guy that
17 would come in and take charge of organizing Fred's
18 personal affairs.
19 **Q. And did you have any input in the interviewing**
20 **or hiring of David Friedman?**
21 A. No.
22 **Q. And what was your relationship with David**
23 **Friedman like?**
24 A. At first Fred told me -- I noted it was
25 Thanksgiving, the day after Thanksgiving because we

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1 were out on the boat. We always had an affair that
2 day. And Fred told me that he did hire -- he was
3 looking to hire somebody, and that he would want -- he
4 would want me to talk to the guy to see what I thought
5 of the guy and that he was going to fly him down and --
6 or he had hired the guy. And he asked me that if I
7 would talk to him and begin to -- to brief him and put
8 him through a training process and bring him up to date
9 with some of the functions that I thought that needed
10 to be addressed.
11 **Q. And that would have been Thanksgiving of 2007?**
12 A. Again, I -- I guess it was '07. I would think
13 it was '07.
14 **Q. And so did you -- did you meet with David**
15 **Friedman in the end of 2007?**
16 A. I did meet with David Friedman.
17 **Q. Where did you meet him?**
18 A. I didn't meet with Joey -- David Friedman
19 until, I think, in January. I did communicate with him
20 quite a bit over the phone, setting -- I told him the
21 first thing I needed him to do was get his hands around
22 what was Fred's personally and what wasn't. I wanted
23 the family office set up.
24 We looked for things like the deed to the
25 building, deeds to property that was -- and nobody knew

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1 where anything was. It got mixed up in all the Subway
 2 stuff. Nobody knew whether or not the controller knew,
 3 the lawyers knew. We even had a hard time finding the
 4 deed to the building in -- in Connecticut.

5 So my first task was for David to build files
 6 and say, "Fred owns 10 percent of this, 40 percent of
 7 that." And the main thing that I liked about -- the
 8 only thing that I liked about David Friedman was that
 9 he came with a financial background.

10 He wouldn't have been my first pick, because I
 11 would have really rather had somebody from the legal
 12 side. We talked about maybe hiring an attorney, but
 13 what Fred was willing to pay, we couldn't have gotten
 14 an attorney that would have been worth anything.

15 So the second -- this was the next choice, a
 16 financial guy. And it helped me out from the point of
 17 view is that I wasn't a -- a Wall Street guy. I wasn't
 18 a stockbroker. I wasn't, you know, in tune with that
 19 market and David was. He came from Wall Street with
 20 a -- with some accounting background and could deal
 21 with all the brokerage houses. Okay? Fred would have
 22 an account 200 million here, 300 million there. He'd
 23 have money all over the place, and these reports had to
 24 come in and then they had to be diced up by, you know,
 25 Dave Worrell or, you know -- just other people. And it

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1 was putting a burden on the Subway guys.

2 So that was a great help to me. So I didn't
 3 have to communicate with any stockbrokers, brokerage
 4 houses, this and that. What I had to bring him up with
 5 is that: Fred owns this building here. Get the deed.
 6 Put it in the file. If I ask you where this deed is,
 7 you have it. Here's the -- here's the boat. Here's
 8 the house. Here's the companies that we own that I
 9 know of that we're participating in. Put them in a
 10 file. When they're called upon, get them.

11 Because nobody never knew where anything was.
 12 I could call Subway and ask them for a deed to the
 13 boat, and they wouldn't be able to find it for two
 14 months.

15 Some of the agreements that were done and
 16 executed were then brought to the Subway office and
 17 they were never even signed. They were never executed
 18 once they got to the office. You know.

19 So I told him to put the stuff in order.

20 So -- so the first couple of months that David
 21 was there, from November when he was hired till maybe
 22 January when I first met him, was the period of time
 23 that I was schooling him, tutoring him on what I wanted
 24 him -- what I thought he was supposed to do, which was
 25 going to be organize Fred.

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1 You know, it's always been my job to protect
 2 Fred against Fred, and so I wanted to have this stuff
 3 organized. I knew what was -- you know, that there was
 4 going to be repercussions.

5 **Q. What was -- the term "family office," why did
 6 you use that term?**

7 A. Because that's what he calls it.

8 **Q. And what does that mean, "family office"?**

9 A. Basically Fred has a situation where, you
 10 know, he loan -- he loans his family money, mortgages
 11 their homes, finances certain different things.
 12 There's a lot of stuff that he does in that level.
 13 Doesn't give anybody any money. There's always a note
 14 attached to whatever he does to help his family guys.

15 He called it a family office, but it was
 16 really a personal office of him and his stuff versus
 17 the stuff that Pete had with him versus, you know, just
 18 him alone. And I lobbied for that. And I felt that
 19 that was a step in the right direction. However, I
 20 was -- it only -- you know, my optimism only lasted a
 21 very short period of time.

22 **Q. So Friedman was the head of Fred DeLuca's
 23 family office?**

24 A. Yeah. I -- I think they call Rockridge. At
 25 first David came in with Subway -- full Subway

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1 credentials, but he was very soon moved to Rockridge,
 2 which is Rockridge Capital Management or Rockridge
 3 Management Capital or something like that.

4 **Q. But Rockridge is associated with Fred's
 5 personal holdings?**

6 A. My understanding -- that's what it was
 7 supposed to be. What it was turning out to be was just
 8 more of the same cluster screw-up.

9 **Q. Well, let's just start with -- I'm just trying
 10 to get a grasp on what David Friedman did.
 11 David Friedman ran Rockridge, which was the
 12 head of DeLuca's family office?**

13 A. Well, again, he wasn't the head. He was -- he
 14 was brought in to organize. And that's what he was
 15 meant to do was to -- to take my -- to help me get
 16 Fred's stuff in order. Because like I said, there were
 17 deeds we didn't know. There was agreements nobody knew
 18 where they were. If a problem arose, we said, "Well,
 19 where's that agreement? Where's that?" Nobody even
 20 knew.

21 **Q. But are you talking about Fred DeLuca's
 22 personal --**

23 A. Personal.

24 **Q. -- holdings?**

25 A. Personal.

1 **Q. So Friedman was in -- was trying to organize**
 2 **DeLuca's personal holdings?**
 3 A. Right.
 4 **Q. And once Friedman was moved to Rockridge, did**
 5 **Friedman have anything else to do with Doctor's**
 6 **Associates or Subway?**
 7 A. Oh, sure.
 8 **Q. What did he do with that?**
 9 A. It was a very short period of time before
 10 every started -- everything just started -- it was just
 11 another office that was commingling stuff. You know?
 12 It was kind of frustrating for me, because what
 13 turned -- what -- what I suggested to do and the idea
 14 that I had to now separate Fred from Subway and have
 15 his own personal -- it never happened. It was still
 16 everything was commingled -- the same lawyers, the same
 17 accounting, the same procedures, the same situation.
 18 **Q. Did Friedman work on Doctor's Associates**
 19 **projects?**
 20 A. I couldn't tell you for sure.
 21 **Q. To your knowledge, did Friedman work on any**
 22 **Doctor's Associates projects?**
 23 A. Yeah.
 24 **Q. Which ones?**
 25 A. I don't know for which -- which ones. I know

1 **that the \$111 million loan had maxed out at**
 2 **\$111 million?**
 3 A. No. No.
 4 **Q. Nobody ever told you that?**
 5 A. No.
 6 **Q. Why did you think stop -- Fred stopped funding**
 7 **in August of 2007?**
 8 A. I don't think I -- I -- I knew why. I think
 9 that Fred just was -- I don't even know if he knew. I
 10 think that he was tardy. Fred doesn't usually do
 11 something today that he could put off till tomorrow.
 12 So when Fred wasn't funding, I didn't know why he
 13 wasn't funding, I just knew that the office, the
 14 Destiny office was requesting money and not getting it.
 15 And in the meantime -- you know, listen, Fred would go
 16 out of the country for six weeks at a time. So, I
 17 mean, why the money wasn't there in a timely manner?
 18 But, you know, every time he wouldn't fund,
 19 Anthony would wait a little bit and then Anthony would
 20 fund it. He would put the money in. And if Anthony --
 21 when Anthony didn't put money in for whatever reason,
 22 which I don't even remember. I -- I remember him
 23 funding it -- every time Fred was short and didn't do
 24 it, Anthony would step up and pay out of his pocket to
 25 keep everything going.

1 that he was involved because, as I communicated with
 2 people, I said, "Did you know David Friedman? Did you
 3 meet people?" You know. I asked -- you know, Fred's
 4 secretary, "Is he around?"
 5 Yes, he was.
 6 He -- he mingled with the people in regard to
 7 a lot of the issues. What he did exactly for Doctor's
 8 Associates, I don't know. It might have been just
 9 sorting, you know, trying to separate stuff.
 10 But obviously he was in the Doctor's
 11 Associates building for -- for that while, then he
 12 moved to another building that Doctor's Associates owns
 13 just next door.
 14 **Q. Now, there came a time in August 2007 when the**
 15 **7 -- initial \$7 million for entitlement funding ran out**
 16 **and Fred DeLuca the lender was not providing anymore**
 17 **money to Land Company of Osceola County.**
 18 **Do you remember that?**
 19 MR. BELAVAL: Objection to form.
 20 A. I don't remember them being over budget or the
 21 money running out. I do remember Fred not funding, but
 22 I never -- never heard that it was because the money
 23 was not there.
 24 BY MR. HUTCHISON:
 25 **Q. Did you ever under -- did you ever understand**

1 For whatever reason, like I said, it could
 2 have been him -- him travelling. It could have been
 3 him, you know, just not doing it, just neglecting it.
 4 You have to understand that Fred DeLuca is Fred DeLuca.
 5 He does what he wants to do at the time when he wants
 6 to do it, and nothing else is important to him.
 7 **Q. How long of a period of time did Fred stop**
 8 **funding in 2007?**
 9 A. I -- I want to tell you it was a few months,
 10 from my recollection.
 11 **Q. More than three months?**
 12 A. I think it could have been as far as the rest
 13 of the year.
 14 **Q. So -- so from August of 2007 till at least**
 15 **December 2007, you believe Fred stopped funding LCOC?**
 16 MR. CRICKENBERGER: Object to form.
 17 A. My -- my recollection is that he stopped
 18 funding in '07 for a few months. What -- when -- when
 19 it was, I'm -- I'm not so certain.
 20 BY MR. HUTCHISON:
 21 **Q. During those few months did you have any**
 22 **conversations with Fred DeLuca as to why he stopped**
 23 **funding in 2007?**
 24 A. No.
 25 **Q. Did you ever ask Fred DeLuca why he stopped**

1 **funding in 2007?**

2 A. No.

3 **Q. Did you ever find out why Fred DeLuca stopped**
4 **funding in 2007?**

5 A. No.

6 **Q. When did Fred DeLuca start funding LCOC again?**

7 A. I -- like I said, I -- I'm not sure when
8 exactly the time frames or the dates, but it was after
9 a few months. He did write a check to -- to fund
10 what -- what they thought or he thought was catch-up.
11 Whatever that was to catch up.

12 I don't know what that number was or -- but
13 the money did start to -- to come back in.

14 **Q. Do you know when Fred DeLuca started funding**
15 **LCOC again?**

16 A. No. Like I said, it was a -- there was a
17 lapse of a few months there. I don't know really which
18 ones. It seems to be to me that it was probably, you
19 know, the end of the third quarter into the fourth
20 quarter of the year, but that's just my -- my thought.

21 **Q. Did Fred DeLuca reimburse Anthony for the**
22 **money he had spent out of his pocket funding LCOC while**
23 **Fred had stopped funding?**

24 MR. BELAVAL: Objection to form.

25 A. I -- I'm not sure what the exact numbers were

1 BY MR. HUTCHISON:

2 **Q. Well, I -- you saw an e-mail earlier where --**

3 A. I understand what the e-mail said. I'm saying
4 that I didn't know.

5 **Q. No. My question to you -- let me finish my**
6 **question.**

7 A. Yeah.

8 **Q. There came a point in time, right, where**
9 **Anthony paid 25 percent of AVP's -- strike that.**

10 **Did there come a point in time where Anthony**
11 **Pugliese paid 25 percent of LCOC's expenses and Fred**
12 **DeLuca paid 75 percent of LCOC's expenses?**

13 A. Yes.

14 **Q. And that was done on a monthly basis?**

15 A. I believe so.

16 **Q. Okay. Do you -- were you involved in that**
17 **monthly funding process?**

18 A. The -- there was a -- there was a budget,
19 bills were put together, and they called it a "capital
20 call," where they would send the invoices up to Fred.

21 Dave Worroll would look at the invoices. They
22 would be approved, and they would send down 75 percent
23 of the money that the bills were entitled, I guess.

24 **Q. How do you know that Dave Worroll looked at**
25 **invoices?**

1 other than that I -- I was under the impression that
2 Fred put in money to catch up, pay his delinquent
3 payment, catch up on the delinquencies.

4 BY MR. HUTCHISON:

5 **Q. Who told you that Fred reimbursed Anthony for**
6 **the time period he had stopped funding?**

7 A. I don't think it had anything to do with
8 Anthony. I think it just had to do with the company.
9 Put the -- put the money into -- pay the money back to
10 wherever it had to go. I don't know, you know,
11 anything about that. But I -- I think at that
12 particular point it might have been, you know, whoever
13 I was working with -- there with. Whether it was Tom
14 or whether or not it was Randy Johnson at that point, I
15 don't know. I don't know.

16 **Q. Were you involved in the monthly funding**
17 **process from AVP Destiny, LLC or FD Destiny, LLC?**

18 A. Involved in -- you know, to what extent are
19 you talking?

20 **Q. Well, how did LCOC get funding every month**
21 **after the loan hit \$111 million?**

22 MR. BELAVAL: Object to the form.

23 A. I don't know. I -- I've said a hundred times
24 I never knew that the loan hit \$111 million.
25

1 A. Because many times Dave would question what
2 was there.

3 **Q. Were you copied on the invoices?**

4 A. No.

5 **Q. Did you ever see the invoices that went to**
6 **Connecticut?**

7 A. No. I was more concerned with the overall
8 number versus the independent invoices.

9 **Q. Who put together LCOC's expenses each month**
10 **and determined what Fred DeLuca's company owed each**
11 **month?**

12 A. Well, you know, at -- at -- at this point, the
13 end of, you know, '07, at some point Randy Johnson took
14 over for Tom. So it was either, you know, Tom or Randy
15 Johnson. And they would work with Joe Reamer to put
16 together the -- the call sheet. Like this is -- this
17 is what's needed this month to pay these bills. Copies
18 of the invoice would be put in the package. Sent up
19 there. I think at -- at some point Doug Dempsey would
20 get them, bring them in to Dave, Dave approved them,
21 and they'd send the check.

22 **Q. How do you know invoices were mailed up to**
23 **Connecticut?**

24 A. Because if they weren't, if they didn't get
25 whatever they asked for, that was just a format that

1 they designed to process this. If they didn't get it,
2 they'd be calling me for -- and asking me, "Hey, Fred,
3 we didn't get this" or "we didn't get that."

4 **Q. I'm asking you if you know --**

5 A. Yeah.

6 **Q. -- whether invoices were actually sent to
7 Connecticut --**

8 A. Yes.

9 **Q. -- each month?**

10 **How do you know that?**

11 A. Because I was told that they were sent.

12 **Q. Who told you that?**

13 A. Everybody that was involved.

14 **Q. Okay. Who? Tell me who?**

15 A. Doug Dempsey, Dave Worroll.

16 **Q. What did Dave Worroll tell you?**

17 A. That he got the invoices.

18 **Q. That he got actual invoices from vendors?**

19 A. That he got whatever it was that he requested
20 to issue the payments.

21 **Q. Right. Yeah. But my question is were actual
22 invoices from vendors sent to Connecticut?**

23 MR. BELAVAL: Objection to form.

24 A. I -- I think that that was the format. I'm
25 not sure.

1 BY MR. HUTCHISON:

2 **Q. Were you ever copied on the monthly funding
3 requests?**

4 A. No.

5 **Q. Did you ever meet David Friedman in Land
6 Company of Osceola County's offices?**

7 A. Yes.

8 **Q. When was the first time?**

9 A. I think it was January of '08.

10 **Q. Was Fred funding his 75 percent share in
11 January of '08 when you met David Friedman?**

12 A. I want to -- I think that event's just about
13 when he started funding again.

14 **Q. Was David Friedman coming down to look at
15 financial records of Land Company of Osceola County?**

16 A. No.

17 **Q. What was the purpose of David Friedman's
18 visit?**

19 A. David Friedman was there for me to take him to
20 the different companies that we owned; and, again,
21 brief him and educate him to what the Florida office
22 does for Fred. What Prestige business does for Fred.
23 To introduce him to the different companies that we
24 owned so he could then communicate and take some of the
25 burden of communicating with these companies from me to

1 BY MR. HUTCHISON:

2 **Q. So whether or not the actual invoices from
3 vendors were sent to Connecticut, do you have any
4 personal knowledge of that?**

5 MR. BELAVAL: Objection to form.

6 A. It's my understanding that invoices were sent
7 to Connecticut. There was a system that was put into
8 place for this funding from Doug Dempsey, Dave Worroll,
9 what they wanted, what they needed on a monthly basis
10 on a timely basis to fund. Whatever that system was --
11 okay? -- was what they -- what they sent.

12 BY MR. HUTCHISON:

13 **Q. Do you have personal knowledge of the system?
14 Of what the system was?**

15 A. Just that there was a system in place, because
16 if they didn't get whatever they requested, they would
17 be on the phone asking me where it was.

18 **Q. Do you know what the system consisted of?**

19 A. I -- no. No.

20 **Q. Do you have any personal knowledge of exactly
21 what was sent to Connecticut each month --**

22 A. No.

23 **Q. -- to request --**

24 MR. BELAVAL: Objection to form.
25

1 him.

2 So he came down to meet the principals of the
3 different companies.

4 **Q. Are you aware of whether David Friedman went
5 to Land Company of Osceola County's offices and
6 reviewed financial information in January of 2008?**

7 A. He did not.

8 **Q. How do you know that?**

9 A. Because I was with him every minute that he
10 was here.

11 **Q. Did David Friedman have any discussions with
12 Anthony Pugliese about Fred's loan to LCOC in January
13 of 2008?**

14 A. I do not believe he did.

15 **Q. Were you with Fred -- David Friedman the whole
16 time he was in LCOC's offices?**

17 A. Yes.

18 **Q. Did David Friedman talk to Anthony Pugliese in
19 January of 2008 when he visited?**

20 A. I would say he was introduced to Anthony. I
21 don't believe that he spent much time at all with
22 Anthony other than him being introduced and sharing a
23 couple minutes of chitchat.

24 **Q. Do you remember what their discussions were?**

25 A. No. It was more general about, you know --

1 MR. HEFFNER: Rick?
 2 A. -- Destiny a little bit.
 3 MR. HEFFNER: Rick?
 4 BY MR. HUTCHISON:
 5 **Q. Did David Friedman --**
 6 MR. HEFFNER: Rick.
 7 BY MR. HUTCHISON:
 8 **Q. -- talk to Joe Reamer in January of 2008?**
 9 A. What's that?
 10 **Q. Did David Friedman talk to Joe Reamer in**
 11 **January of 2008?**
 12 A. I think that he met Joe Reamer. Was
 13 introduced to Joe Reamer. I don't think he had any
 14 conversation with Joe Reamer.
 15 **Q. What was your understanding of Joe Reamer's**
 16 **role with Land Company of Osceola County?**
 17 A. Joe Reamer was the controller of The Pugliese
 18 Company and Anthony's entities, and as far as Destiny
 19 went, he organized. As the bills would come in they
 20 would be authorized by Randy Johnson or Anthony or
 21 sometimes both and then given to Joe Reamer to pay.
 22 MR. HEFFNER: Rick --
 23 BY MR. HUTCHISON:
 24 **Q. When you say "Destiny," are you using --**
 25 MR. HEFFNER: Rick? Rick, when -- when you're

1 at a logical break, can we take a break?
 2 MR. HUTCHISON: Sure. Sure.
 3 BY MR. HUTCHISON:
 4 **Q. When you say "Destiny," are you using that**
 5 **term interchangeably with Land Company of --**
 6 A. Yes.
 7 **Q. -- Osceola County?**
 8 A. Yes.
 9 MR. HUTCHISON: Give me two seconds, Adam.
 10 I'm just going to find a logical break. It will be
 11 this question or right now. Hang on.
 12 This is a good place.
 13 MR. HEFFNER: Thank you.
 14 THE VIDEOGRAPHER: Going off the video record
 15 at 3:24 p.m.
 16 (Recess taken at 3:24 p.m.)
 17 (Deposition resumed at 3:41 p.m.)
 18 THE VIDEOGRAPHER: Back on the video record at
 19 3:41 p.m.
 20 BY MR. HUTCHISON:
 21 **Q. Mr. Florio, I'm going to hand you Exhibit 355,**
 22 **which is an affidavit of Alfred A. Florio.**
 23 **Is that your signature on page 3 of**
 24 **Exhibit 355?**
 25 A. It appears to be.

1 **Q. I'm going to go over the -- paragraph 3 with**
 2 **you on Exhibit 355.**
 3 MR. BELAVAL: Are you going to give him a
 4 chance to read it?
 5 BY MR. HUTCHISON:
 6 **Q. Oh. Do you want to read it first?**
 7 A. Yeah, yeah. I don't remember seeing this.
 8 MR. HEFFNER: When was this? March of '12
 9 BY MR. HUTCHISON:
 10 **Q. Take your time and just --**
 11 MR. HEFFNER: Yeah.
 12 **Q. -- let me know when you're done reading it.**
 13 MR. HEFFNER: Absolutely.
 14 A. I read it.
 15 I don't know, can I make a comment about this?
 16 MR. HEFFNER: Well, actually, there's -- there
 17 isn't a question, so...
 18 THE WITNESS: Oh, okay.
 19 BY MR. HUTCHISON:
 20 **Q. Is that your signature on page 3?**
 21 A. It appears to be.
 22 **Q. Do you recall signing this?**
 23 A. No.
 24 **Q. Well, let's go over it. Paragraph 3, it says:**
 25 **"From August 2005 through May 2009, I served as**

1 **Mr. Fred DeLuca's representative with respect to the**
 2 **land development project that was being developed by**
 3 **the Land Company of Osceola County, LLC ('LCOC')."**
 4 **Is that paragraph accurate?**
 5 A. Yeah.
 6 **Q. Paragraph 4 says: "My primary responsibility**
 7 **was to observe the progress of the project on behalf of**
 8 **Mr. DeLuca. I did not have any large scale commercial**
 9 **development experience. Anthony Pugliese was a**
 10 **developer and the manager of LCOC. He was responsible**
 11 **for the management of the project."**
 12 **Is paragraph 4 of Exhibit 355 accurate?**
 13 A. Yes.
 14 **Q. Paragraph 5: "I had no involvement or control**
 15 **over LCOC's finances. I did not keep the books and**
 16 **records of LCOC." All finan- -- strike that. "All**
 17 **financial matters were handled by Anthony Pugliese and**
 18 **Joseph Reamer."**
 19 **Is paragraph 5 accurate?**
 20 A. I don't know what it -- what -- what's
 21 considered "financial matters." Joseph Reamer was more
 22 or less a controller, doer. He did. I don't think Joe
 23 Reamer negotiated or handled anything like that other
 24 than that he was the guy who actually would write the
 25 checks, so...

1 **Q. Other than --**
 2 A. It's somewhat accurate.
 3 **Q. Other than what you just stated, is**
 4 **paragraph 5 accurate?**
 5 A. Yeah. Yes.
 6 **Q. Paragraph 6 of Exhibit 355: "Joseph Reamer**
 7 **was responsible for keeping LCOC's books and records**
 8 **and would generally communicate directly with**
 9 **Mr. DeLuca's representatives regarding expenses and**
 10 **funding. Mr. Reamer would prepare each member's share**
 11 **of expenses and send the amount that Mr. DeLuca owed to**
 12 **Mr. DeLuca's offices in Connecticut each month. I was**
 13 **not involved in calculating the expenses, reviewing**
 14 **them, or authorizing payment of them. I did not have**
 15 **authority to authorize expenses on behalf of Mr. DeLuca**
 16 **or his company, FD Destiny, LLC."**
 17 **Is paragraph 6 accurate?**
 18 A. Yes. Again, my same -- the comment that I
 19 make about Joe Reamer being -- he was responsible in
 20 keeping certain records, but he had very little
 21 communication with Connecticut other than just to pay
 22 the -- organize the stuff together and pay the bills.
 23 **Q. Other than that is paragraph 6 accurate?**
 24 A. I think it is.
 25 **Q. Paragraph 7: "During my involvement with the**

1 **development project, I was not aware that Anthony**
 2 **Pugliese was using companies that he created to invoice**
 3 **LCOC and FD Destiny, LLC for services that were not**
 4 **provided to LCOC."**
 5 **Is paragraph 7 accurate?**
 6 A. I don't know of -- yeah. I do -- I do not
 7 know of Anthony creating invoices that were -- were
 8 made for services. No. I -- I don't know that he
 9 created invoices for services not rendered.
 10 MR. HEFFNER: The question is is it accurate?
 11 BY MR. HUTCHISON:
 12 **Q. Is paragraph 7 accurate?**
 13 A. Yes.
 14 **Q. So let me just state it again. We're in**
 15 **Exhibit 355. Is paragraph 7 accurate?**
 16 A. Yes.
 17 **Q. Paragraph 8: "I reviewed the companies whose**
 18 **corporate documents are set forth in Exhibit A. I was**
 19 **not aware" -- period. "I was not aware and did not**
 20 **authorize or approve that Anthony Pugliese and/or**
 21 **Joseph Reamer create ARUP" -- A-R-U-P, comma -- "LLC;**
 22 **Corps." -- C-O-R-P-S, period -- "Consulting, LLC; Black**
 23 **Walker and Associates, LLC; Consolidated Transport**
 24 **Consultants, LLC; and Levy Stern and Associates, LLC.**
 25 **I was also not aware that Anthony Pugliese and/or**

1 **Joseph Reamer billed LCOC for services that were not**
 2 **provided to LCOC using invoices from A.E.C.**
 3 **Environmental, LLC and Creative Solutions**
 4 **Environmental, LLC. (the companies listed in this**
 5 **paragraph are referred collectively as 'Shell**
 6 **Companies')."**
 7 **Is paragraph 8 accurate?**
 8 A. I'm unaware of these companies or how they fit
 9 into the whole plan of -- of services, but from the
 10 point of view -- the essence of this, was I aware that
 11 Anthony Pugliese formed companies, created bills for
 12 services that were not provided, I was not -- never
 13 aware of that.
 14 **Q. So is paragraph 8 accurate?**
 15 A. That I was not aware of anything that was --
 16 yeah.
 17 **Q. Is paragraph 8 accurate?**
 18 A. Yeah. The essence of it is. Okay? Again,
 19 it's a little unclear. Okay?
 20 **Q. Is -- is there anything in it that's not**
 21 **accurate?**
 22 A. Well, I mean, I don't -- all these names of
 23 these things, I don't recollect any of these names.
 24 But I -- the essence of the paragraph is that I wasn't
 25 aware that any companies were formed to, you know, bill

1 for services that weren't provided, I'm not aware of --
 2 of anything like that.
 3 **Q. Well, is that true that you are -- you were**
 4 **not aware of any companies that were created to bill**
 5 **LCOC for services that were not provided?**
 6 A. Right.
 7 **Q. Number 9: "I also reviewed Exhibits B, C, D**
 8 **and E attached hereto and did not know of or authorize**
 9 **the use of these companies as reflected in these**
 10 **documents. Specifically, I did not authorize and was**
 11 **not aware that (1) bank accounts were opened for Shell**
 12 **Companies;" -- capital S capital C for "Shell**
 13 **Company" -- (2) invoices were created for the Shell**
 14 **Companies; (3) checks were written on LCOC's account to**
 15 **pay the invoices from Shell Companies for services that**
 16 **were not provided to LCOC; (4) checks were written from**
 17 **Shell Companies to Anthony V Pugliese, Inc. d/b/a The**
 18 **Pugliese Company."**
 19 **Is paragraph 9 accurate?**
 20 A. For the essence of the fact that I did not
 21 know that companies were made to bill for services not
 22 provided, yes.
 23 **Q. Did you authorize anybody to bill LCOC for**
 24 **services that were not provided?**
 25 A. No.

1 **Q. Number 10: "Neither Anthony Pugliese nor**
 2 **Joseph Reamer ever discussed these companies, invoices,**
 3 **or payment of these invoices with me. Because I had no**
 4 **knowledge of these companies and invoices, I did not**
 5 **authorize or approve payment to the Shell Companies and**
 6 **never discussed them or their invoices with Fred DeLuca**
 7 **or any of his representatives during my work with LCOC.**
 8 **To my knowledge, Fred DeLuca and his representatives**
 9 **did not authorize or approve payments to the shell**
 10 **companies. I stopped working on the LCOC project in**
 11 **about May 2009."**

12 **Is paragraph 10 accurate?**

13 A. Yes. I mean, I never had the authority to --
 14 to -- but that wasn't my -- my -- my position there.

15 **Q. Is paragraph 10 accurate?**

16 A. Again, it's looking at invoices that are, I
 17 guess, someplace here that I haven't -- I haven't
 18 looked at. So...

19 **Q. Well, look at them now and tell me if you --**

20 A. Well, I remember now going through this
 21 with -- with you guys in your office, and I remember
 22 making a statement. I do not remember making a
 23 statement in this form of -- with the state of Florida
 24 and -- I guess the exhibit number wouldn't have been
 25 there. I remember it sort of being a statement. I

1 don't remember it being this long. And it's my
 2 signature. And my business experience, anytime I sign
 3 a document that has more than one page with my
 4 signature on the back, I initial the bottom right-hand
 5 corner of every page and I don't see that.

6 In essence, what you're asking me about this
 7 stuff: "Is it accurate"? It is -- it is accurate. I
 8 would agree to -- you know, to most of it. But it's a
 9 little confusing with all the names of these different
 10 things in here for me.

11 **Q. Is paragraph 10 of Exhibit 355 accurate?**

12 A. Yes, it appears to accurate in the statement
 13 that I can't -- I did not have authority to -- you
 14 know, to authorize or approve these invoices. It
 15 didn't mean that I didn't have the authority or the
 16 right to approve. I -- you're talking about specific
 17 invoices, and I don't know which ones they are.

18 **Q. Okay. Well, go -- go ahead and take a look.**
 19 **Let's take a look.**

20 A. I never received a copy of this. I never seen
 21 this document before other than I remember with you
 22 guys forming a statement of some kind there. I don't
 23 remember even a -- a notary being there.

24 **Q. Did you give a copy of -- did you just give a**
 25 **copy of this affidavit to Anthony Pugliese?**

1 A. I never got a copy from you.

2 **Q. Did you discuss this affidavit with Anthony**
 3 **Pugliese?**

4 A. No. This is the first time I'm seeing this --

5 **Q. Well, take a look at --**

6 A. -- in my recollection. I mean, I don't -- I
 7 don't --

8 **Q. Do you remember going over a statement in my**
 9 **office and making revisions to prior drafts and --**

10 A. Yes.

11 **Q. -- spelling -- you know, fixing spellings and**
 12 **going over this?**

13 A. Yeah. Well, it was more than fixing
 14 spellings. I remember crossing out a lot of stuff that
 15 I didn't agree to because, again, it read in a
 16 confusing manner. I didn't -- somebody passing a piece
 17 of paper across to me saying, "You look at this
 18 invoice. Do you remember it? Do you know it? Do
 19 you" -- I don't. You know, to me, it's all -- it's --
 20 it's very confusing, you know, the --

21 **Q. Do you remember drafts of your affidavit going**
 22 **back and forth with me and you making corrections and**
 23 **then --**

24 A. Absolutely.

25 **Q. -- and then I would have the corrections made?**

1 A. Absolutely. My -- my comment to this is that
 2 I don't remember it being in this format, and I don't
 3 remember it being notarized, and I don't see my
 4 initials on the bottom right-hand corner of every page,
 5 so whether or not this is an original of what I did or
 6 whether or not this is one of the drafts, the essence
 7 of what it's saying here is pretty much I could -- I
 8 could agree to.

9 **Q. Is there anything --**

10 A. The essence of the thing, in my opinion, is
 11 the fact that I never knew that anything was done with
 12 a fraudulent intent. So that's my take on that.

13 **Q. Did you ever authorize Anthony Pugliese to**
 14 **bill LCOC for services of Levy Stern and Associates,**
 15 **LLC?**

16 A. Again, I don't know what Levy Stern and
 17 Associates is. You have to understand that there was,
 18 you know, a hundred checks written every month. So,
 19 you know, when I look at an invoice now or then or
 20 whenever, if you -- if -- you know, I wouldn't know.

21 I remember you explaining to me about this
 22 ARUP company which is -- I said I recognized that name
 23 and you explained it to me that it was a different ARUP
 24 company.

25 I remember you pointing out in a couple

1 instances that certain invoices, certain names of these
2 companies had no bank accounts or had no -- didn't
3 exist. And I don't know anything about anything that
4 was done in a manner to, you know, bill for services
5 that were not provided.

6 **Q. Did you authorize Anthony Pugliese to open**
7 **companies and have those companies bill LCOC for**
8 **services that they did not provide to LCOC?**

9 A. Did I authorize it? Absolutely no.

10 **Q. Is there anything specific in paragraphs 1**
11 **through 11 of Exhibit 355 that is not accurate?**

12 MR. CRICKENBERGER: Object to form.

13 A. Again, we're going into all the names of
14 these -- these companies here which, looking at them
15 now, and I couldn't -- I -- I don't know hide nor hair
16 of any of them. Okay? I don't remember any companies.
17 If you're telling me they were formed fictitiously,
18 well then that would be explained that I don't know
19 them. But looking at them right now and saying do I
20 know any of these -- Black and Walker Associates [sic]?
21 I have no clue whether Black and Walk [sic] exists or
22 doesn't exist or did it ever bill us for anything that
23 was legitimate. I have no idea.

24 **Q. Well, my question to you is did you authorize**
25 **Joe Reamer or Anthony Pugliese to create a company and**

1 **then bill LCOC for services that company did not**
2 **perform?**

3 A. No.

4 MR. BELAVAL: Objection.

5 MR. HEFFNER: Form.

6 BY MR. HUTCHISON:

7 **Q. Now, did you meet a Detective Flechaus?**

8 A. Yeah.

9 **Q. Did -- did Detective Flechaus ask you if this**
10 **affidavit was accurate?**

11 A. No.

12 **Q. Did he go over this affidavit with you at all?**

13 A. No.

14 **Q. Did Detective Flechaus ask you anything about**
15 **the affidavit which is Exhibit 355?**

16 A. No.

17 (Discussion of the record.)

18 BY MR. HUTCHISON:

19 **Q. Mr. Florio, I'm going to show you Exhibit 131.**

20 A. Thank you.

21 **Q. Take a look at that and let me know after**
22 **you've had a chance to review it.**

23 A. I don't know what I'm supposed to be reviewing
24 here, but I do see dates, names, and amounts, which I'm
25 assuming would be --

1 MR. HEFFNER: Don't assume anything. He just
2 asked you to look at it.

3 THE WITNESS: Oh.

4 BY MR. HUTCHISON:

5 **Q. Have you ever seen Exhibit 131 before?**

6 A. No.

7 **Q. Have you ever seen a similar list of these**
8 **companies before?**

9 A. No, other than the one I did prepare for Bobby
10 Ray.

11 **Q. And what did you prepare for Bobby Ray?**

12 A. Bobby Ray asked me to make a list of all of
13 the vendors up to, I think, for that last year that I
14 was there till May -- from December to May. He asked
15 me to prepare a list of anybody that got paid out of
16 the checkbook and the amounts in which they got paid
17 and whether or not there was an ongoing contract for
18 those vendors.

19 And it was sort of -- it was like this. It
20 had a couple other columns. It had a company that had
21 an invoice to it totaled. In other words, if we paid
22 Joe Blow Company, we paid Joe Blow Company for that
23 year this much money. And he made me put -- you know,
24 it was for the first five months of the year, I think,
25 so till May. It was the name of the company, the

1 amount that that company had been paid up till that
2 point, and what that company -- put them in a category
3 that he had given me, one to five. Was this an amount
4 for environmental? Was this for business development?
5 Was this for engineering? Was it for -- whatever. And
6 I prepared that for him.

7 And the other column part of that was whether
8 or not these people were on an ongoing contract or were
9 they working month to month.

10 And I prepared a similar thing to this for him
11 with that.

12 **Q. So why did Bobby Ray ask you for that**
13 **information?**

14 MR. BELAVAL: Objection to form.

15 A. I did -- I didn't really have any idea why he
16 asked. I think that, at that particular point in May
17 of '09, Fred DeLuca was looking to -- to take over the
18 project. And I think that he was trying to find out
19 who was needed, what was needed, and what
20 responsibility we had and what agreements he would have
21 to live up to, if any, if there was contracts.

22 So it was really that month that he was really
23 trying to, you know, take the thing over and find out
24 what he had to do to take it over.

25 **Q. Why do you believe Fred DeLuca was trying to**

1 **take over the project?**

2 A. Just from conversations. I knew that he had
3 contacted some of the people in the office. He had
4 questioned me on whether or not this thing could be
5 done with -- without Pugliese and without the Pugliese
6 group. I had written him statements telling him
7 absolute -- "Absolutely not."

8 I knew that he had contacted Randy Johnson.
9 He had met with Randy Johnson to, you know, ask Randy
10 Johnson repeatedly whether or not he could -- you know,
11 could run the project instead of Anthony and what it
12 would take and why couldn't Randy run the thing from
13 his house?

14 He asked me if I was capable of running the
15 project? I said, "Absolutely not." I said, "And if
16 you're, you know, thinking about" -- I -- I agreed to a
17 certain point that we needed to reorganize certain
18 things and -- and recruit other people and do certain
19 things, reorganize. But to do the project or for him
20 to take the project over was totally ridiculous.

21 **Q. What needed to be reorganized?**

22 A. We had gotten to a whole different level.
23 Again, the project kept on changing its face. It kept
24 on getting bigger and bigger. Randy Johnson was
25 brought in. He was the COO. He wasn't capable of

1 down to a -- a pay scale in which I thought those
2 employees should be at.

3 **Q. Did Fred DeLuca ever tell you that he wanted
4 to take over the project from Anthony Pugliese?**

5 A. Fred DeLuca insinuated that he would take over
6 the project, and he asked my opinion on whether or not
7 I could do it.

8 I knew that he had talked to Randy. Randy had
9 said to me that he had called him to his home a couple
10 times, even paid for Randy to go up to Connecticut to
11 discuss the possibilities of Randy taking -- taking
12 over control of the company with him.

13 **Q. What does "insinuate" mean?**

14 A. Well, he asked me if I could do it.

15 **Q. Did -- did Fred DeLuca ever tell you that he
16 was going -- that he wanted to take the project away
17 from Anthony Pugliese?**

18 A. He told -- he asked if I could do it. In
19 the -- the direct term did he say, "I'm taking the
20 project over from Anthony Pugliese"? No. But he asked
21 that he was thinking about taking over the project and
22 running the company and asked me if I was capable of
23 doing, which the answer to that question was "no." And
24 also Randy Johnson. And at that time I had done a
25 whole organizational chart, and I gave him explanations

1 being the COO. He was -- should have been in charge
2 of, you know, legal affairs, Tallahassee -- that type
3 of stuff he was very good at. He was terrible at other
4 things.

5 I had interviewed people from Arvida. I
6 interviewed people from the Ginn organization. I found
7 a couple of individuals through recommendations of
8 people that were high-ranking officials at Arvida and
9 on -- so on. I came down to a couple guys that I
10 thought could carry the ball and that were very
11 well-versed in what we needed to do versus Randy.

12 You know, there's a seat for everybody. Randy
13 didn't have the capabilities of doing everything that
14 needed to be done. He was very -- he was okay at what
15 he did, although he never produced the way I thought he
16 should have. But he certainly wasn't capable.

17 So I had done an organizational chart for Fred
18 that showed how I thought the company should be
19 reorganized, what hires needed to be hired -- what
20 people needed to be hired, and what position the people
21 that were there -- what roles should they play. And
22 that was my recommendation in May just before I left.

23 I had given him an organizational chart
24 showing who I would put in charge of every -- every
25 department, what employees we needed, and even right

1 why it couldn't be.

2 **Q. So when you say that Fred DeLuca wanted to
3 take over the project, you mean you believe that Fred
4 DeLuca wanted to take the management over from Anthony
5 Pugliese?**

6 MR. BELAVAL: Objection to form.

7 MR. CRICKENBERGER: Objection. Form.

8 A. I don't think that there's any doubt that Fred
9 DeLuca was looking for the alternative of what he could
10 do. He was looking for that alternative, and he was
11 getting -- he was looking for who would support that
12 idea.

13 Certainly it wasn't me. I don't believe that
14 Randy Johnson bought into that either. I think that I
15 was more familiar with the changes that had to be made.
16 I think Randy Johnson would have liked more
17 responsibility and more money. I think, you know, he
18 wanted a contract that was insane.

19 But, it was clear to me that Fred was, you
20 know, maneuvering in a point where, "Hey, I'm going to
21 take this over." And...

22 BY MR. HUTCHISON:

23 **Q. Did Fred DeLuca tell you why he wanted to take
24 over the management from Anthony Pugliese?**

25 A. No, he didn't tell me why. You know, other

1 than that he wasn't happy.

2 You know -- again, you know, did Fred DeLuca
3 tell me -- you know, he never came out and said it in
4 those words, but obviously we talked about him taking
5 it over and who was going to be involved in it.

6 It certainly wasn't going to be me.

7 **Q. Prior to May of 2009 did Fred DeLuca tell you
8 that he was going to take over the management from
9 Anthony Pugliese?**

10 MR. CRICKENBERGER: Object to form.

11 MR. BELAVAL: Objection. Form.

12 A. Prior to that we had had some conversations.
13 We had some conversations whether or not this was a
14 feasible trend of thinking. And my decision was
15 always -- my comment was always "no."

16 **Q. But my question did Anthony -- strike that.**

17 **Did Fred DeLuca tell you that he was going to
18 take over the management --**

19 A. No.

20 **Q. -- from Anthony Pugliese?**

21 MR. CRICKENBERGER: Object to form.

22 MR. HEFFNER: You can answer.

23 BY MR. HUTCHISON:

24 **Q. No. Let me get my question out then you can
25 answer. You can't -- you got to let me finish my**

1 MR. CRICKENBERGER: Object to form.

2 A. I started having conversations with this --
3 Fred's -- Fred thinking these things in -- I want to
4 tell you '09. You know, that was May of '09.

5 The -- the conversations were few, but they
6 were -- they were there. Concerns: "Can I do this?"
7 "Should I do that?" Okay? And "I'm thinking about
8 doing this." So, you know, stuff like that.

9 So it was just -- I would say -- I don't know,
10 maybe February to May. You know, maybe March to May.
11 I don't know. It was just prior. I know that what I
12 had given him was May. Okay? And I remember giving it
13 to him, sitting down at his house, out -- drinking wine
14 and outlining to him all the changes that I would make
15 based on the personnel and Greenberg Traurig's report
16 from that July saying the difference in the phasing.

17 I had, prior to that, introduced him or --
18 or -- to people that I had -- had come down that I
19 agreed to bring down here, and along with Anthony, from
20 the Ginn organization. Guys that I felt had the
21 capabilities and fit and the experience that was
22 needed. And -- and I presented that all to Fred.

23 **Q. So did he ever tell you that he was going to
24 try to replace Anthony Pugliese as manager of LCOC?**

25 A. No. The way that I left it --

1 **question.**

2 **Did Fred DeLuca tell you that he was going to
3 take over the management of LCOC from Anthony Pugliese?**

4 MR. CRICKENBERGER: Object to form.

5 MR. BELAVAL: Same objection.

6 A. Fred DeLuca told me that he was thinking about
7 taking over the project. He never told me that he
8 would. He was asking my opinion on whether or not that
9 was a feasible thought. That he was thinking about
10 taking it over.

11 BY MR. HUTCHISON:

12 **Q. And when you say "taking it over," what did
13 you understand "taking it over" to mean?**

14 A. Taking over the management of the company,
15 rethinking the whole situation.

16 **Q. What do you mean by "the whole situation"?**

17 A. Well, who were the consultants? Who was
18 getting paid? The office had an expense. Who was at
19 the office? What employees were there? And
20 thinking -- rethinking the whole thing.

21 **Q. Now, anytime before May of 2009 -- well,
22 strike that.**

23 **When is it that you first believed that Fred
24 DeLuca wanted to take over the management of Land
25 Company of Osceola County?**

1 MR. BELAVAL: Objection. Form.

2 A. The way that I left it basically was that
3 he -- he listened to me and he said he was going to
4 speak to other people and he was going to get -- you
5 know, look into this.

6 And he did mention that he had had
7 conversations with Randy in regard to Randy. And I
8 very quickly explained to him that Randy, although he
9 was a decent guy, had shortcomings in running the
10 project. He served a purpose, he had a place, but it
11 certainly wasn't to -- to run this company.

12 BY MR. HUTCHISON:

13 **Q. Did you recommend that Bobby Masters become
14 the manager of LCOC?**

15 A. Yes.

16 **Q. Why did you recommend Bobby Masters?**

17 A. I didn't -- well, let me -- let me clarify. I
18 didn't recommend that Bobby Masters become the manager.
19 I recommended that Bobby Masters become the chief
20 operating officer.

21 **Q. Why?**

22 A. So when you say "manager," I'm confused
23 because manager has to do with, I guess, the LLCs.
24 There -- there was no manager. There was a -- a COO.
25 And I recommended Bobby Masters for that job.

1 **Q. Why?**
 2 A. For all the obvious reasons. Bobby had all
 3 the experience in the world doing that. He was a CPA.
 4 He was a lawyer. He had done numerous major projects
 5 which I visited and -- and looked at. He had a -- a
 6 great reputation. And he was very much in tune with
 7 exactly the process that we were doing. We were just
 8 going to do it on a little bit of larger scale.
 9 When I -- and so he was an obvious person to
 10 do it. He was extremely positive, he was very well
 11 liked and respected, and he got my attention.
 12 **Q. Whose decision was it to hire Bobby Masters?**
 13 A. Anthony's.
 14 **Q. Turn back to Exhibit 355 a minute. And turn**
 15 **to the fourth or fifth page. It's where it says**
 16 **"Exhibit A."**
 17 You see where it says "Electronic Articles of
 18 Organization For Florida Limited Liability Company"?
 19 A. Yeah.
 20 **Q. Okay. Did you say you were familiar with a**
 21 **company ARUP, A-R-U-P, LLC?**
 22 A. I was familiar with a company named ARUP. I
 23 don't know whether that was an LLC or...
 24 **Q. The ARUP that you were familiar with, was**
 25 **Joseph Reamer the registered agent?**

1 A. I don't -- no.
 2 **Q. You don't know?**
 3 A. No. No. No.
 4 **Q. Okay. Because when I was showing you the**
 5 **articles of organization for ARUP, LLC, do you see who**
 6 **the registered agent is down on the --**
 7 A. Yes.
 8 **Q. Who is it?**
 9 A. Joseph Reamer.
 10 **Q. Okay. And if you look at the back page, it**
 11 **says that it was -- the -- the manager is Kim Caruso.**
 12 **Do you know Kim Caruso to be Anthony**
 13 **Pugliese's sister?**
 14 A. Yes, I do.
 15 **Q. Was she -- was Kim Caruso the managing member**
 16 **of the ARUP that you were familiar with?**
 17 A. No.
 18 **Q. And you can see this company was just formed**
 19 **in February 24 of 2009. Do you see that?**
 20 **It's actually that --**
 21 A. Yeah.
 22 **Q. -- last one. Okay. You see that?**
 23 A. Yeah.
 24 **Q. So ARUP, LLC, which is the first page marked**
 25 **Exhibit A to Exhibit 355, are you familiar with that**

1 **company, ARUP, LLC?**
 2 A. No.
 3 **Q. The next one is Black Walker and Associates,**
 4 **LLC.**
 5 **Do you see the registered agent is Joseph**
 6 **Reamer?**
 7 A. Yes.
 8 **Q. And the last page, the managing member is Kim**
 9 **Caruso?**
 10 A. Yes.
 11 **Q. Are you familiar with that company, Black**
 12 **Walker and Associates, LLC?**
 13 A. I'm not familiar with -- no. I -- again, I
 14 don't know the description of these companies and what
 15 they are.
 16 **Q. Well, did you know -- were you aware that this**
 17 **Black Walker, LLC [sic] did any work for LCOC?**
 18 A. I -- I don't know. I don't know of the
 19 company, I don't know what their purpose is, and I
 20 couldn't tell you whether or not they did work or they
 21 didn't do work.
 22 **Q. Okay. The next company -- and we're going to**
 23 **stay -- just keeping the same pages, Exhibit 355 -- is**
 24 **Consolidated Transport, LLC [sic].**
 25 **Do you see that?**

1 A. Okay. We skipped one.
 2 **Q. Consolidated Transport, LLC, was the next**
 3 **one --**
 4 A. Yeah.
 5 **Q. -- after Black Walker?**
 6 A. Okay.
 7 **Q. Have you -- have you got it?**
 8 A. Yeah.
 9 **Q. Joe Reamer is the registered agent?**
 10 A. Yes.
 11 **Q. Kim Caruso is the manager?**
 12 A. Yes.
 13 **Q. Are you familiar with this company,**
 14 **Consolidated Transport Consultants, LLC?**
 15 A. I'm not familiar with that.
 16 **Q. Do you know whether Consolidated Transport**
 17 **Consultants, LLC billed Land Company of Osceola County?**
 18 A. I don't -- I'm not aware of whether it did or
 19 it didn't. No.
 20 **Q. Do you know whether this company did any work**
 21 **for LCOC?**
 22 A. I don't know whether it did or it didn't.
 23 **Q. Did you know the companies that were managed**
 24 **by Kim Caruso did work for LCOC?**
 25 A. Were there any companies that were managed by

1 Kim Caruso that worked for L --
 2 **Q. Let me ask it again.**
 3 A. Okay.
 4 **Q. Were any companies that were managed by Kim**
 5 **Caruso performing services for Land Company of Osceola**
 6 **County while you were at Land Company of Osceola**
 7 **County?**
 8 A. I don't know offhand whether or not -- if I
 9 could clarify this?
 10 Anthony had the authority. He had companies
 11 that he had owned that he -- that the agreement with
 12 DeLuca was that if Anthony had any company that could
 13 perform any service for the company, that he -- that he
 14 was -- should do that. They should -- you know, they
 15 should do the work and they should be -- they should be
 16 billed. So Anthony owned numerous companies that did
 17 do work for LCOC. Whether or not this particular is
 18 one of them, I don't see any description of what they
 19 did, and even if I did I probably wouldn't know whether
 20 or not, you know, at the time they did any work for us.
 21 **Q. Well, Did Land Company -- are you aware of any**
 22 **company that was managed by Kim Caruso that did work**
 23 **for Land Company of Osceola County?**
 24 A. I did -- never looked at the -- the companies
 25 as far as who managed them. Yes, Anthony Pugliese did

1 own companies that did legitimate work for Land Company
 2 of -- of Osceola County and was billed accordingly.
 3 Whether or not Kim was a member or managing partner of
 4 any of those companies, you know, I have to look at it
 5 specifically for -- for that invoice.
 6 **Q. When you say Anthony's companies did work for**
 7 **Land Company of Osceola County, did they provide an**
 8 **invoice to Land Company of Osceola County and then Land**
 9 **Company of Osceola County would pay that invoice?**
 10 A. Yeah, I'm sure that was probably the
 11 procedure.
 12 **Q. Do you know what the procedure was?**
 13 A. Well, anytime anybody would do any work they
 14 would invoice the company. The company -- it would go
 15 through the normal channels. It would be labeled to
 16 what -- for what reason it was there, what they -- what
 17 services they performed, whether or not it was a
 18 contract or not, and it would be paid.
 19 **Q. The next company is Levy, Stern and**
 20 **Associates, LLC. Do you see that?**
 21 A. Yeah.
 22 **Q. Are you familiar with that company?**
 23 A. Not offhand, no.
 24 **Q. Can you move forward to Exhibit C. It's**
 25 **probably about 20 more pages down. It will say**

1 **"Exhibit C" in the middle bottom.**
 2 A. I see it.
 3 **Q. It's an invoice to Land Company of Osceola**
 4 **County from ARUP. Do you see that? Dated April 1st,**
 5 **2009?**
 6 A. Yeah.
 7 **Q. Did you ever see that invoice before?**
 8 A. No.
 9 **Q. Did you authorize payment on that invoice?**
 10 A. No.
 11 **Q. Next page is another invoice from ARUP dated**
 12 **May 1st, 2009. Do you see that?**
 13 A. Yes.
 14 **Q. Did you ever see that invoice before?**
 15 A. No.
 16 **Q. Did you authorize payment of that invoice?**
 17 A. No.
 18 **Q. Next invoice is a April 1, 2009, invoice from**
 19 **Black Walker and Associates. Do you see that?**
 20 A. Yes.
 21 **Q. Did you ever see that invoice before?**
 22 A. No.
 23 **Q. Did you authorize the payment of that invoice?**
 24 A. Keep in mind I -- I didn't authorize any
 25 invoice. Not only these, none of them. I didn't

1 authorize any -- any invoice to be paid. It wasn't my
 2 job.
 3 **Q. Oh, okay. Well, Black Walker and Associates**
 4 **billed for government consulting. Do you see that?**
 5 A. Yeah.
 6 **Q. Are you aware of whether Black Walker and**
 7 **Associates, LLC provided government consulting services**
 8 **to Land Company of Osceola County?**
 9 A. Well, I see Randy Johnson's name here. I
 10 don't know whether or not this is a company that Randy
 11 Johnson was affiliated. At some point Randy Johnson
 12 was a consultant. At some point Randy Johnson was a --
 13 a contract guy. Is this something that -- I see here
 14 it says "Attn: Randy..." -- you know.
 15 **Q. Do you recognize Anthony Pugliese's initials**
 16 **on top of the "project approved" stamp?**
 17 A. Yes.
 18 **Q. Okay. So my question is, to your knowledge,**
 19 **did Black Walker and Associates, LLC provide government**
 20 **consulting services to Land Company of Osceola County?**
 21 A. I don't know.
 22 **Q. Go back to the prior invoice from ARUP.**
 23 **To your knowledge, did ARUP provide urban**
 24 **design services to Land Company of Osceola County**
 25 **pursuant to this invoice dated May 1, 2009?**

1 A. I don't -- I don't have any idea. I never saw
2 this invoice before.

3 **Q. Go back to the prior invoice. It's an**
4 **April 1st, 2009, invoice from ARUP for urban design**
5 **services. To your knowledge, did ARUP provide the**
6 **services described on this invoice?**

7 A. I don't have any -- any knowledge of these
8 companies or whether they did or they didn't.

9 **Q. Okay. So let's go back to where we left off**
10 **which was --**

11 A. Blackwell.

12 **Q. Yeah. And the next one was Consolidated**
13 **Transport Consultants --**

14 A. Right.

15 **Q. -- dated April 1st, 2009 -- do you see**
16 **that? -- for \$16,500?**

17 A. Yes.

18 **Q. Okay. Did Consolidated Transport Consultants,**
19 **LLC provide professional government consulting to Land**
20 **Company of Osceola County?**

21 A. I -- I wouldn't know.

22 **Q. Are you familiar with this company,**
23 **Consolidated Transportation Consultants, LLC?**

24 A. Not offhand, no.

25 **Q. The next one is Corps., C-O-R-P-S, period,**

1 **Q. Are you familiar with Levy Stern?**

2 A. Not offhand.

3 **Q. Did you ever see this invoice before?**

4 A. No. And I'll -- I'll repeat: I never saw any
5 invoice or authorized any -- any invoice, any one,
6 whether or not, you know, it was -- whether or not it's
7 legitimate or not. I didn't see -- I never authorized
8 any payment to anybody for anything. So I wouldn't
9 have seen these invoices regardless.

10 **Q. Was that your job to authorize expenses --**

11 A. No.

12 **Q. -- for LCOC?**

13 A. No.

14 **Q. Did you authorize any expenses for LCOC?**

15 A. I would -- going back, I -- I don't know if it
16 was anything specific that I did authorize. You know?
17 I did agree, you know, in certain instances at meetings
18 when they said, "Should we do this" or "Are we going to
19 do that?" I would agree that, yeah, that -- that seems
20 like it's a worthwhile thing to do.

21 If it was something out of the -- out of
22 the -- the budget which needed to be discussed, I would
23 lend some business experience to help make a decision.
24 But I -- the final decision was never mine.

25 You have to understand that Anthony Pugliese

1 **Consulting, LLC, invoice dated April 1st, 2009 for**
2 **\$12,500. Do you see that?**

3 A. Yes.

4 **Q. Are you familiar with it?**

5 THE REPORTER: Can you slow down just a
6 little.

7 BY MR. HUTCHISON:

8 **Q. Are you familiar with this company Corps.**
9 **Consulting, LLC?**

10 A. Not offhand.

11 **Q. Do you know if Corps. Consulting, LLC provided**
12 **government consulting services to Land Company of**
13 **Osceola County?**

14 A. I don't know.

15 **Q. Have you ever seen this invoice for \$12,500**
16 **before?**

17 A. No.

18 **Q. Did you approve payment of it?**

19 A. No.

20 **Q. The next one is Levy Stern and Associates**
21 **dated April 1st, 2009, for \$18,500. Do you see that?**

22 A. Yes.

23 **Q. Did you ever see -- you ever hear of Levy**
24 **Stern and Associates, LLC before?**

25 A. I don't recollect.

1 was given the authority by Fred DeLuca to run this
2 company, and the numerous times that I went to Fred to
3 ask Fred, he'd say, "What the hell you asking me for?
4 Anthony's in charge."

5 And you learn when you deal with Fred DeLuca
6 you ask him the question one time. When he tells you
7 "Anthony's in charge," you know, the second time you go
8 and you ask him, you're going to get lambaste.

9 **Q. Did you have the authority to spend LCOC's**
10 **money?**

11 A. No.

12 **Q. Did you have the authority to incur expenses**
13 **on behalf of Land Company of Osceola County?**

14 A. Me personally?

15 **Q. Yes.**

16 A. No. I -- I -- I didn't sign anything or
17 authorize. I wouldn't have known what to do.

18 **Q. We left off with Levy Stern and Associates.**

19 A. Yeah.

20 **Q. Is that a company that you know anything**
21 **about?**

22 A. No.

23 **Q. The next one is A.E.C. --**

24 A. Yeah.

25 **Q. -- Environmental, LLC.**

1 A. Right.

2 **Q. Dated March 30th, 2009. Do you see that**

3 **invoice?**

4 A. Yes.

5 **Q. Did A.E.C. Environmental, LLC provide Wildlife**

6 **and E&T species surveys to LCOC?**

7 A. I have no idea.

8 **Q. Are you familiar with A.E.C. Environmental,**

9 **LLC?**

10 A. No, I'm not.

11 **Q. Did you ever see that invoice --**

12 **A. No.**

13 **Q. -- for \$36,000 before?**

14 **A. No.**

15 **Q. The next invoice from A.E.C. Environmental is**

16 **dated April 12 -- I'm sorry, April 2nd, 2009, for**

17 **\$23,052.50. Do you see that?**

18 A. Yes.

19 **Q. Did you approve the payment of that invoice?**

20 A. Again, I never improved any invoice.

21 **Q. Okay. Did you -- do you know what A.E.C.**

22 **Environmental, LLC did?**

23 A. No. No, I wouldn't -- I wouldn't know.

24 **Q. Okay. Did you ever hear of A.E.C.**

25 **Environmental before today?**

1 A. I don't have any idea.

2 **Q. Did you ever hear of Levy Stern and Associates**

3 **before today?**

4 A. I'm sure that you showed me these invoices

5 once before, and I'm sure that my response is the same.

6 I'm not -- I -- I never saw any invoices per se. I

7 never saw -- I never authorized any payments per se.

8 Okay? The invoices went from whoever authorized it,

9 and most of the time it was Randy Johnson, Tom

10 San Giacomo; they got approved by Anthony Pugliese; and

11 they were paid by Joe Reamer.

12 **Q. Other than seeing these invoices that we're**

13 **going over now, when I showed them to you --**

14 **A. Yeah.**

15 **Q. -- had you ever seen them before?**

16 A. No. It was the same -- it was the same deal.

17 I never -- I never saw any invoices. You know?

18 **Q. Two more -- two more to go over.**

19 **Creative Solutions Environmental, LLC dated**

20 **March 31st, 2009, in the amount of \$166,056.98. Do you**

21 **see that?**

22 A. Yes.

23 **Q. Are you -- do you know anything about Creative**

24 **Solutions Environmental, LLC?**

25 A. No.

1 **Q. Have you ever heard -- other than when you met**

2 **with me in my office in 2012, had you ever heard --**

3 **heard of Creative Solutions Environmental, LLC?**

4 A. I -- again, I never saw any invoice for

5 anything or approved any invoice for anything.

6 **Q. And there's another invoice --**

7 **A. Right.**

8 **Q. -- from Creative Solutions Environmental, LLC**

9 **for \$110,812.25. Do you know what Creative Solutions**

10 **Environmental, LLC --**

11 THE REPORTER: Could you -- I'm sorry. Could

12 you repeat the amount.

13 BY MR. HUTCHISON:

14 **Q. Do you know what services Creative Solutions**

15 **Environmental, LLC provided to Land Company of Osceola**

16 **County, if any?**

17 MR. BELAVAL: Just a second. She asked you to

18 repeat just the amount.

19 THE REPORTER: Sorry.

20 MR. HUTCHISON: Well, I just did the whole

21 question.

22 MR. BELAVAL: Okay.

23 BY MR. HUTCHISON:

24 **Q. Let's just me rephrase it so we clear that up.**

25 **Do you know what services Creative Solutions**

1 **Environmental, LLC provided to Land Company of Osceola**

2 **County? Is it --**

3 **A. No.**

4 **Q. Are you familiar with the company Creative**

5 **Solutions --**

6 **A. No.**

7 **Q. -- Environmental, LLC?**

8 **Let me finish my question.**

9 **Are you familiar with the company Creative**

10 **Solutions Environmental, LLC?**

11 **A. No.**

12 **Q. What did you envision Bobby Master's role to**

13 **be?**

14 **A. The chief operating officer.**

15 **Q. And what was his responsibilities as chief**

16 **operating officer going to be?**

17 **A. Just about everything.**

18 **Q. How was Bobby Masters' hiring going to change**

19 **Anthony Pugliese's role?**

20 **A. I felt -- my personal opinion was that Anthony**

21 **was being bogged down with the mundane, day-to-day**

22 **stuff. Stuff that was going on in Tallahassee, you**

23 **know, Osceola County, commissioners, this and that.**

24 **Anthony's real contribution to this thing was having**

25 **the foresight, having the intuition of -- of knowing**

1 what was right and wrong, seeing -- it was his vision.
2 My experience tells me when somebody else gets mixed up
3 in handling somebody else's vision, things tend to get
4 screwy.

5 Anthony was the visionary. Anthony was the
6 business end of it. He was the deal maker. You know,
7 he wasn't -- shouldn't have been involved with people
8 coming in and -- on day-to-day and being the tire
9 kickers. He should have been the point man in
10 development and bringing people to that -- that city,
11 the new city, the eco-sustainable, the first one in the
12 country. Or I think number two in the country. And
13 deal with people from, you know, the Clinton Climate
14 organization that had gave us an award, and big CEOs
15 that were flying in that wanted to move and relocate
16 companies.

17 This was something that Anthony should have
18 been focusing on versus, you know, how many eagles
19 there are on the property or what was Tallahassee's
20 next step or who was attending the next meeting. This
21 is something that, as the -- the owner, as me with my
22 companies or Fred with the companies, the business gets
23 run day-to-day. There's hundreds of people out there
24 in the field. They come, they report to you, they
25 want -- you know, whether or not it's a daily meeting,

1 a monthly meeting, and they report and you make the
2 decisions.

3 Anthony was the guy that needed to make the
4 decisions. Bobby Masters was the guy that could carry
5 out the overall plan. It would have been Anthony; the
6 board that we could have formed -- which I suggested
7 would do a plan, put together a plan; Bobby Masters and
8 a staff of vice presidents would carry that out.
9 That's how I saw it.

10 As far as Anthony's role there, Anthony --
11 again, he was the visionary. People came into there
12 and -- and they left that building, you know, dancing
13 down the steps wanting to be a part of this. He was
14 the guy who showed them what his vision was and sold
15 his vision to everybody that ever came through that
16 door.

17 **Q. In May of 2009 who did you suggest to Fred
18 DeLuca should be in charge of obtaining the
19 entitlements or the rezoning?**

20 A. Bobby Masters.

21 **Q. Did you ever approve LCOC paying for work that
22 was not provided to LCOC?**

23 A. I never approved any work to be done.

24 MR. HEFFNER: Objection. Asked and answered.
25

1 BY MR. HUTCHISON:

2 **Q. Did you ever have any -- were you involved in
3 the firing of Randy Johnson?**

4 A. I have to say yes.

5 **Q. Okay. Why?**

6 A. Well, it wasn't really -- I don't think Randy
7 Johnson got fired. I think Randy Johnson resigned,
8 first of all.

9 Was I instrumental in him leaving or was I --
10 was that a positive thing in my life? And the answer
11 is yes.

12 **Q. Okay. Why?**

13 A. I think that Randy -- a couple things. A
14 couple reasons. Number one, I think Randy thought more
15 of himself than a lot of people did. I didn't think
16 that he was very productive and didn't bring what I
17 thought he was going to bring to the table. And I knew
18 that Fred DeLuca would not stand for his -- what he
19 wanted. There was -- there was no possible way.

20 **Q. Okay. What did Randy Johnson want?**

21 A. He wanted craziness. If you look through this
22 box here -- and I'm sure you have it -- you'll see
23 Randy Johnson's proposal for his contract, which was
24 totally ludicrous.

25 **Q. So you -- Randy would resign because he was**

1 **not getting the -- getting the contract he wanted?**

2 A. Yeah. I -- I remember at one point Randy
3 Johnson told me that he wanted it. I told him that I
4 disagreed. He wanted to take me outside and beat me
5 up. He said, "Why don't you step outside so I can kick
6 you." I won't say what he said. And I just laughed.

7 And -- and Randy was part of my
8 reorganization, my chart. It's just that he wasn't
9 the -- the main guy. He was -- he -- like I said,
10 Randy Johnson was a talented guy, he did serve a
11 purpose, and there could have been something for him.

12 But I always -- I compared Randy Johnson -- in
13 fact, I sent a note to the guys up in Connecticut. I
14 said, "Randy Johnson thinks that he's A-Rod. He wants
15 a \$125,000 signing bonus. He wants, you know,
16 10 percent of the company. He wants expenses that Fred
17 DeLuca doesn't even get paid." I mean, it was so nutty
18 that it seemed to me that it was a deliberate way out.
19 A way of him exiting on his terms versus -- I don't
20 think that Randy Johnson -- that there was an intention
21 to fire Randy Johnson. I just think that he was going
22 to be, you know, taken down quite a few pegs. And I
23 don't think he wanted to answer to anybody else.

24 **Q. Prior to the hiring of Bobby Masters, who was
25 in charge of obtaining entitlements for Land Company of**

1 **Osceola County?**
 2 A. I don't know whether or not Bobby Masters was
 3 ever formally hired other than he came down for a
 4 90-day period as a trial period to determine whether or
 5 not -- Bobby Masters was the type of guy that had a lot
 6 of integrity. He said, "Let me come down. Give me a
 7 contract for 90 days. Let me look at this thing. Let
 8 me tell you whether or not I can do the job. Let me
 9 tell what I thought about the job. And at the end of
 10 90 days, we'll decide." And that's where Bobby Masters
 11 was in that deciding stage when I was told not to go
 12 anymore.

13 **Q. When did Bobby Masters come on -- on -- for**
 14 **LCOC?**

15 A. I would have to say it was right after the
 16 first -- in '09. Bobby Masters was there a few months
 17 before I left. I left -- you know. I was told not to
 18 go there in May of '09. So it had to be, you know,
 19 that first -- the first quarter of the year.

20 **Q. Did Bobby Masters have a written contract?**

21 A. No.

22 **Q. Was Bobby Masters still in the 90-day trial**
 23 **period when you left LCOC in May of 2009?**

24 A. I -- I think that Bobby had passed, maybe, the
 25 90-day thing, but he was still -- he was extending it

1 because there was debates on what Fred was going to do.
 2 So he was -- he -- I know that he came down after that
 3 90 days was up. He agreed to do it if the -- if the
 4 partnership could work out how the whole thing was
 5 going to be funded.

6 Fred met with Bobby Masters numerous times.
 7 Bobby Masters worked with Greenberg Traurig to put
 8 together the July meeting plan. And I thought it was
 9 great.

10 I know that at one point I was there in a
 11 meeting with Bobby Masters, Dale Lindon, Carolyn
 12 Bolton, and I was very positive that the meeting was --
 13 was fine. Fred asked if he could speak to Bobby
 14 Masters and -- and Dale Lindon on his own, and he took
 15 them outside. He said something. They came back in.
 16 Okay?

17 From what I understood he said from Bobby
 18 Masters and Dale Lindon, that he was going to
 19 reorganize the stuff. That they both were owed money
 20 for the last few months that they were there and that
 21 he would ensure them that they were going to get paid
 22 and that he looked forward to working with them in the
 23 future.

24 **Q. When was that meeting?**

25 A. That meeting had to be in May sometime.

1 **Q. Prior to you leaving LCOC?**

2 A. Just prior to me. Maybe a couple weeks prior
 3 to me leaving.

4 **Q. After you were asked to leave LCOC in May of**
 5 **2009, did you have other -- any other involvement with**
 6 **the business of Land Company of Osceola County?**

7 A. I didn't get that.

8 **Q. After you left LCOC in May of 2009 --**

9 A. Yes.

10 **Q. -- did you ever do any other work regarding**
 11 **LCOC?**

12 A. No. I was instructed by e-mail and by phone
 13 conversation with Fred DeLuca not to go near the
 14 Destiny office, never to go back there again until I
 15 was instructed to. Not to talk to Anthony Pugliese.
 16 Not to talk to anybody related to Anthony Pugliese, the
 17 business, or any consultant, and not even -- don't --
 18 do not return a courtesy phone call.

19 Which upset me greatly.

20 And I never went back to the office. I did
 21 call Anthony directly right after that -- that message
 22 to see if he got the message and the e-mail. He
 23 assured me he did.

24 I said, "Well, what happens now?"

25 And he said, "I think that" -- again, him

1 trying to save the business, save the partnership,
 2 trying to save the project, he turned around, he said,
 3 "Fred, I think that he is a partner. We have to honor
 4 his requests. We'll straighten this stuff out and then
 5 we'll all be back to work in a short time."

6 I thought it was going to be two weeks. It
 7 never happened.

8 I was called by Fred in July to go to a --
 9 over that summer I was called twice to go to Anthony's
 10 office with Fred, with Bobby Masters, with Greenberg
 11 Traurig to discuss the potential of moving the project
 12 forward.

13 I'm not aware of any decision that was ever
 14 made. It was another typical "let's go through some
 15 motions and do nothing." And -- and that was through
 16 that -- those two meetings, and that was the only time
 17 I saw Anthony, it was the only time I spoke to Anthony,
 18 and I was forbidden to go there.

19 In October I was contacted by Fred. He asked
 20 me to come to a meeting. The meeting consisted of me,
 21 David Friedman, Carolyn Bolton, and Fred with Matt
 22 Triggs from Proskauer Rose on the phone. And Matt
 23 suggested that somebody --

24 **Q. I don't want to get any attorney-client.**

25 A. Oh, okay.

1 **Q. At that time you were still working for Fred**
2 **DeLuca.**

3 A. Yeah.

4 **Q. I don't want to get into any --**

5 A. Okay.

6 **Q. -- discussions with -- with you and -- and**
7 **lawyers.**

8 A. Okay. I was sent by Fred -- you know, after
9 the discussions, I was sent to go up to Anthony
10 Pugliese's office to meet with Anthony; see what
11 Anthony's take was on it; to get certain documentation
12 that they were requesting, that they said they didn't
13 receive, for the forensic accountants in Miami that
14 they had hired, who I didn't know who they were; and
15 for me to go meet with Anthony.

16 At that point I said to Fred, "Fred, you
17 forbid me to talk to anybody. I'm looking like a fool.
18 I've lost credibility with senators, congressmen --
19 everybody in tact that I ever dealt with." I felt my
20 name and reputation was -- was -- was blemished, and I
21 said, "I will go at your request to see Anthony." I
22 said, "I don't know what Anthony is going to do. I
23 don't know whether he's going to hug me. He might
24 throw me out the window. But I'm telling you now, if I
25 go there, don't ever tell me that I can't talk to

1 Anthony Pugliese again or anybody else. Because I'm
2 not going to go there when you say. I'm a big boy. I
3 don't need this aggravation. If you tell me to go
4 there and make -- try to make peace and get the
5 information that you need, I'll be more than happy to
6 do that. But then your letter from May 31st of '09,
7 you can throw it down the toilet as far as I'm
8 concerned, because this isn't going to be 'go, don't
9 go,' 'talk, don't talk.' I'm not interested in that."

10 I went up to Anthony's office. I got the
11 information. I found out that most of the information
12 that they requested they had already had, and it was
13 documented by signatures that they received it. What
14 they did with it I don't have any idea. And there was
15 a lot of pertinent information that Anthony shared with
16 me that was vital to certain aspects that they didn't
17 know. There was more equipment than they thought there
18 was. And Anthony had given me that. He had expressed
19 the willingness to...

20 MR. HUTCHISON: You got to cut it short.

21 THE WITNESS: Sure.

22 MR. HUTCHISON: You can pick up later, but
23 he's got to change --

24 THE VIDEOGRAPHER: Going off the video record
25 at 4:45 p.m.

1 (Recess taken at 4:45 p.m.)

2 (Deposition resumed at 4:47 p.m.)

3 THE VIDEOGRAPHER: Back on the video record at
4 4:47 p.m.

5 BY MR. HUTCHISON:

6 **Q. You want to finish your last answer?**

7 A. Yeah. The essence of the meeting, my summary
8 of the meeting to Fred in a memo, was that I went to
9 see Anthony. He didn't throw me out of the window.
10 I'm alive and well. He couldn't be anymore cordial or
11 more helpful. He welcomed me to come into the office,
12 and he told me at any time he -- they needed any
13 information that they didn't have, for me just to
14 contact him directly and come to the office and pick it
15 up.

16 I reported to Fred, Bobby Ray, David Friedman;
17 gave them my notes on the meeting; and that was that.

18 **Q. At the time of your October 2009 meeting with**
19 **Anthony at Anthony Pugliese's offices, was Anthony**
20 **already removed as the manager of LCOC?**

21 A. Yes.

22 MR. BELAVAL: Objection to form.

23 A. I -- I think.

24 BY MR. HUTCHISON:

25 **Q. Now, you said there were two summer meetings**

1 **in 2009. When did they take place in 2009?**

2 A. I know that there was one just around July.
3 There was one after that.

4 **Q. Who was present at the one in July?**

5 A. It was Greenberg Traurig, Randy Johnson,
6 Anthony, myself, Andy Robins from Proskauer Rose -- and
7 I want to tell you there was a couple other people that
8 I don't remember who they are.

9 **Q. Now, why was Randy Johnson there?**

10 A. I think Randy Johnson was still somewhere in
11 the loop at that particular point.

12 After Randy Johnson resigned he did stay on
13 for a little while to finish up a couple things for a
14 smooth transition. So Randy Johnson was at one of the
15 meetings. Now, whether the meeting was June and then
16 July and he was at the June one, I'm not sure. I know
17 there was two meetings at Anthony's office from the
18 time that Fred wrote me that -- that memo May 31st till
19 the time they called me again in October.

20 **Q. So Randy Johnson was at one of the meetings --**

21 A. At one of the meetings.

22 **Q. -- either in June or July of 2009?**

23 A. Yeah.

24 **Q. And was Fred DeLuca there?**

25 A. Yes.

1 **Q. And so in addition to you and Fred DeLuca,**
2 **there was Randy Robins --**

3 A. Andy Robins.

4 **Q. Andy Robins. Who did he represent?**

5 A. Fred.

6 **Q. All right. He -- he was Fred's lawyer?**

7 A. Yes.

8 **Q. And who from Greenberg Traurig was there?**

9 A. The guys from Tallahassee. I forget their
10 names.

11 **Q. Who did they represent?**

12 A. They were just there to present their research
13 and their plan about going forward. Their suggestions
14 on time frames and what should be done that they worked
15 on with Bobby Masters.

16 And now Bobby Masters was at the big meeting
17 when the -- the guys came from Greenberg Traurig down.

18 **Q. And Bobby Masters was there when Randy Johnson**
19 **was there?**

20 A. I don't think -- well, I think that they --
21 Bobby Masters was there probably for both the meetings.
22 But I don't know whether or not Randy Johnson was there
23 for one of them. I do remember him being there at the
24 meeting with Fred -- at one of them, and like I said,
25 it could have been June and July, and then Randy would

1 have been at both of them. But --

2 **Q. What happened at the first meeting in the**
3 **summer of 2009?**

4 A. I don't really remember the, you know -- I
5 remember one of the meetings. I don't really remember
6 the essence of the other one.

7 The first one I think was just about them.
8 What they were going to do. The plan that was going to
9 be put together by Greenberg Traurig along with Bobby
10 Masters. They authored the plan. The Greenberg
11 Traurig guys in Tallahassee, the -- the lobbyists,
12 the -- all the -- all the -- got input from all of
13 the -- the people that were involved in it. All of our
14 experts, all of our specialists put input into a plan.
15 And they did it. They broke it down into doing it by
16 phases. And it was a new -- a different approach
17 versus us doing, you know, the whole project and
18 outlining the whole project at a time. They broke it
19 down into five phases.

20 And this was the dog and pony show that they
21 were very supportive. Of course, the meeting --

22 **Q. Who's "they"?**

23 A. That Greenberg Traurig and every -- all the
24 consultants helped put together.

25 There was a fellow by the name of Ken Metcalf

1 who was a very smart guy I don't know. He's a
2 government, you know, expert on what we needed to do to
3 do what we needed to do. I don't know.

4 The bottom line, when they left the only thing
5 I can tell you is that Greenberg Traurig asked whether
6 they were going to get paid.

7 **Q. Well, the summer of 2009 then, was -- was this**
8 **Greenberg -- Ken Metcalf worked for Greenberg Traurig?**

9 A. No, I don't think he worked for them. I think
10 at one point he worked for them, but I don't think -- I
11 think after that he went on his -- maybe not on his
12 own, but I -- all's I remember he was a very, very
13 smart, well-respected guy.

14 **Q. Regarding this meeting in the summer of 2009,**
15 **Greenberg Traurig had proposed a five-phase plan; is**
16 **that accurate?**

17 A. They put the seal of approval on a -- on a
18 five-phase plan that Bobby Masters worked on with them.

19 **Q. And what were these five phases?**

20 A. Just to -- to do certain things at certain
21 times. In other words, we had been taking water
22 tests -- one of the examples: We had taken water tests
23 for the property. The whole property. And one of
24 their suggestions was that we break it into phases
25 because doing the water testing now might not be the

1 same 20 years from now when we got to it.

2 All of our initial stuff was just to see the
3 feasibility of doing stuff out there. It was never
4 meant to be carved in concrete, some of the -- some of
5 the things.

6 If there's a one-eyed cockbird here that's
7 right now, you know, who knows if he's going to be
8 there next week.

9 So they were suggesting to do phases of -- of
10 the project. To do it in phases. And there were five.

11 **Q. Now, when you say "phases," do you mean**
12 **getting a smaller amount -- amount of entitlements --**

13 A. Well --

14 **Q. -- in each phase and then --**

15 A. Well --

16 **Q. -- getting them for each phase, or are you**
17 **talking about getting all 80,000 units of entitlements**
18 **at one time?**

19 A. It was a dual mission. They wanted to get
20 approval for the whole thing. Okay? And -- but they
21 wanted to act in phases. So the overall concept of
22 what was going to be, they wanted to get approved. And
23 then they wanted to break it down into -- I don't know
24 what you call -- maybe DRIs, maybe that's the term that
25 I'm looking for -- you know, to get one overall blanket

1 to do -- this is what we're going to do, but these are
2 the phases that we're going to do it in.

3 **Q. How many units in the summer of 2009 was LCOC**
4 **seeking entitlements for?**

5 A. I -- I want to say 80,000.

6 **Q. What -- what is a DRI?**

7 A. It's a -- it's -- Department of Regional
8 Impact, I think, is the correct terminology. Again, I
9 don't know. I could tell you. I have it in my notes
10 here.

11 But it's just to basically see how everything
12 is going to fall together. How everything is going to
13 impact whatever you're doing and to get approval of it.

14 You know, obviously you have water-consumption
15 issues, you have traffic issues, you have, you know,
16 utility issues. You have all these different issues
17 that are going to have an impact on what you're trying
18 to do.

19 **Q. Whose -- whose idea was it to come up with**
20 **these five phases?**

21 A. I think that it was a mutual conversation with
22 Anthony and Bobby Masters. I think that Bobby Masters
23 was presenting a way of doing it now. We were at the
24 stage where we had enough information now to get, you
25 know, more streamline, more -- we had some experience

1 or the second meeting.

2 **Q. Well, tell me about the other meeting you**
3 **haven't told us about in 2009.**

4 A. I don't remember that -- I know that there was
5 two meetings that met. The first one, I think, was
6 just a general meeting, and the second was "Okay.
7 Fine. We were tasked to do this investigation. Come
8 up with a new plan." And the second meeting was
9 "Here's the plan that we came up with."

10 I think the first meeting was more or less
11 announcing, you know, them meeting with Fred for the
12 first time, a lot of the people. Seeing him, touching
13 it, feeling it, saying, "This is what I want you to do
14 so I can make a decision to go forward."

15 **Q. Was Fred DeLuca involved in the day-to-day**
16 **running of Land Company of Osceola County at all?**

17 A. From what point? When?

18 **Q. From August 2005 until May of 2009, when you**
19 **were told to leave LCOC.**

20 A. I might have seen Fred four times in that
21 office in the years that I was there. So up to the
22 time when I was there, he was not.

23 **Q. Did he -- did Fred DeLuca have any involvement**
24 **in the entitlement process for LCOC?**

25 A. No.

1 now with the -- with the property.

2 The things were changing. The DCA was being
3 shaken up. Tom Pelham was on his way out the door,
4 which was a major barrier to us, you know. Just one
5 guy, you know, thinking the way he thought. He was
6 getting shaken up on his way out.

7 I think there was other changes, you know.
8 Charlie Crist was getting ready to run for senator or
9 whatever.

10 So there was things had -- had been changing.
11 People were falling into different places. They even
12 thought at that time of doing away -- which I -- I
13 don't know if they ever did or not -- doing away with
14 the DCA, you know, just to let them not be involved in
15 it.

16 There were other issues like the Hometown
17 Democracy legislation that they were trying to promote
18 that was creating --

19 **Q. But what did the five phases have to do with**
20 **all that?**

21 A. Well, this is part of the overall plan that --
22 how the plan was changing.

23 **Q. Now, tell me about the second meeting in the**
24 **summer of 2009.**

25 A. I don't know whether or not that was the first

1 **Q. In the summer of 2009 did you have any**
2 **meetings with Anthony Pugliese and Fred DeLuca when**
3 **only lawyers were present?**

4 A. In the summer of 2009? The only time I -- no.
5 There was those two meetings.

6 **Q. Was Fred DeLuca present at both of those**
7 **meetings?**

8 A. Yes.

9 **Q. Did -- when was the first time Fred DeLuca**
10 **told you that he believed Anthony Pugliese was stealing**
11 **from LCOC?**

12 A. I don't know if Fred ever used that -- that
13 terminology "stealing."

14 **Q. What terminology did he use?**

15 A. I just -- well, I don't -- I don't -- I don't
16 remember having too many conversations with Fred
17 about -- I think he used the term "misappropriating
18 funds." I don't think that the idea of stealing came
19 into -- to play. I think that -- you know, so -- I
20 mean --


21 **Q. When is --**

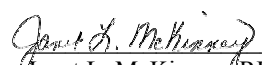

22 A. -- that answers your question.

23 **Q. When is the first time that Fred DeLuca told**
24 **you that he believed Anthony Pugliese misappropriated**
25 **funds from Land Company of Osceola County?**

1 A. I don't remember exactly when that was. When
 2 the first time he mentioned that to me was.
 3 **Q. What -- what did Fred DeLuca tell you?**
 4 A. It was -- I could tell you this: It was after
 5 I left. I didn't -- there was no accusations of
 6 Anthony taking anything while I was there. Or
 7 misappropriating anything. This was something that
 8 came up after the fact.
 9 **Q. Did it come up when he hired Proskauer Rose?**
 10 A. Yes.
 11 **Q. So sometime in the summer of 2009, Fred DeLuca**
 12 **told you that he believed Anthony Pugliese was**
 13 **misappropriating funds from Land Company of Osceola**
 14 **County?**
 15 A. I don't think Anth- -- I don't think that Fred
 16 told me. I think that Proskauer Rose told me. But I
 17 don't know if I'm supposed to tell you that.
 18 **Q. No. Any -- any conversations --**
 19 A. Okay.
 20 **Q. -- that you had --**
 21 A. Then --
 22 **Q. Let me -- let me be clear.**
 23 A. Yeah.
 24 **Q. So there's no -- any conversations that you**
 25 **had with lawyers --**

1 A. Right.
 2 **Q. -- while you were under --**
 3 A. Right --
 4 **Q. -- employed by Fred DeLuca --**
 5 A. Right.
 6 **Q. -- are -- are privileged and should remain**
 7 **privileged.**
 8 A. Okay.
 9 MR. HUTCHISON: I agree. You want to go till
 10 5:00?
 11 MR. HEFFNER: It is 5:00.
 12 MR. HUTCHISON: Yeah. And then I was going --
 13 what happens is I was going to take some time to
 14 look through his box of documents now.
 15 MR. HEFFNER: Okay.
 16 MR. HUTCHISON: Okay? So we'll just continue
 17 it tomorrow morning at 9:00.
 18 THE VIDEOGRAPHER: Going off the video record
 19 at 5:01 p.m.
 20 (Recess taken at 5:01 p.m.)
 21 -- END VOLUME 2 OF 4 --
 22 (Reading and signing of the deposition was not
 23 waived by the witness and all parties.)
 24
 25

1 CERTIFICATE OF OATH
 2 STATE OF FLORIDA
 3 COUNTY OF BROWARD
 4
 5 I, Janet L. McKinney, Registered Professional
 6 Reporter, Florida Professional Reporter, Certified
 7 LiveNote Reporter, Notary Public, State of Florida,
 8 certify that ALFRED FLORIO personally appeared before
 9 me on June 10, 2014 and was duly sworn.
 10 Signed this 24th day of June, 2014.
 11
 12
 13 
 14 Janet L. McKinney
 15 Registered Professional Reporter
 16 Florida Professional Reporter
 17 Certified LiveNote Reporter
 18 Notary Public, State of Florida
 19 Commission No.: FF108443
 20 Expires: June 2, 2018
 21
 22
 23
 24
 25

1 CERTIFICATE OF REPORTER
 2 STATE OF FLORIDA
 3 COUNTY OF BROWARD
 4
 5 I, Janet McKinney, Registered Professional
 6 Reporter, Florida Professional Reporter, Certified
 7 LiveNote Reporter, certify that I was authorized to and
 8 did stenographically report the deposition of ALFRED
 9 FLORIO, pages 5 through 293; that a review of the
 10 transcript was requested; and that the transcript is a
 11 true record of my stenographic notes.
 12 I further certify that I am not a relative,
 13 employee, attorney, or counsel of any of the parties,
 14 nor am I a relative or employee of any of the parties'
 15 attorneys or counsel connected with the action, nor am
 16 I financially interested in the action.
 17 Dated this 24th day of June, 2014.
 18
 19 
 20 Janet L. McKinney, RPR, FPR, CLR
 21 Registered Professional Reporter
 22 Florida Professional Reporter
 23 Certified LiveNote Reporter
 24
 25 

WITNESS NOTIFICATION LETTER

June 24th, 2014

ALFRED FLORIO
c/o Adam G. Heffner, Esq.
Law Offices of Adam G. Heffner, P.A.
1900 N.W. Corporate Boulevard
Suite 301 - West Building
Boca Raton, Florida 33431

In re: FD Destiny, et al. v. AVP Destiny, et al.
Deposition taken on June 10, 2014
Job No. 1144639 (Volumes 1 & 2)

The transcript of the above-referenced proceeding has
been prepared and is being provided to your office for
review by the witness.

We respectfully request that the witness complete their
review within a reasonable amount of time and return
the errata sheet to our office.

Sincerely,

Janet L. McKinney, RPR, FPR, CLR
U.S. Legal Support
515 East Las Olas Boulevard
3rd Floor
Fort Lauderdale, Florida 33301
954.463.2933

CC via transcript:

Richard C. Hutchison, Esq.
Edgar Belaval, Esq.

ERRATA SHEET

DO NOT WRITE ON THE TRANSCRIPT

ENTER CHANGES ON THIS PAGE

IN RE: FD Destiny, et al. v. AVP Destiny, et al.

ALFRED FLORIO

June 10, 2014

Job No. 1144639

Table with 4 columns: Page, Line, Change, Reason. The table is currently empty.

Under penalties of perjury, I declare that I have read
the foregoing document and that the facts stated in it
are true.

Date _____ ALFRED FLORIO

A	action 295:15,16	Alfred 176:18	242:2 243:13
\$110,812.25 270:9	actual 207:25	179:2,15 180:11	244:6,25 248:11
\$111 183:22 188:17	228:18,21 229:2	233:22 294:8	250:4,17,20
188:18 222:1,2	Adam 178:2,5	295:8 296:5	251:4,24 252:9
225:21,24	201:19,20 202:13	297:3,18	252:16,20 253:3
\$12 210:8	233:9 296:5,6	alive 282:10	254:19,24 257:12
\$12,500 265:2,15	Adam@heffnerla...	all's 286:12	260:10,12,16,25
\$125,000 275:15	178:4	Alls 186:21	263:15 266:25
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