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NOV 23 2016  
SC Court of Appeals

ALAN WILSON  
SECURITIES COMMISSIONER

November 23, 2016

VIA HAND DELIVERY

South Carolina Court of Appeals  
Attn: Ms. Elizabeth Carter  
1220 Senate Street  
Columbia, SC 29201

Re: McIntyre v. Secs. Comm'r, App. Case No. 2015-001845

Dear Ms. Carter:

Pursuant to Rule 212(c), SCACR, please find enclosed for filing in the above-referenced matter, the original (unbound) and fourteen (14) copies of the Supplemental Record on Appeal ("Supplemental Record on Appeal") along with the Certificate of Counsel as to Supplemental Record on Appeal. Pursuant to Rule 212(b), SCACR, Appellants' counsel has consented to Respondent supplementing the Record on Appeal with the materials contained in the Supplemental Record on Appeal. In addition, Appellants' counsel has consented to the Respondent's supplementation of the Record on Appeal by way of the Respondent's designation of materials previously included in the Record on Appeal as filed and supplemented by Appellants that had not yet otherwise been designated for inclusion in the Record on Appeal—namely, the designation of Respondents' Exhibit 2 to the Transcript of the July 30, 2013 Administrative Proceedings [R. pp. 0983-84] ("Respondent's Exhibit 2") and State's Exhibit 15 to the Transcript of the October 1-3, 2013 Administrative Proceedings [R. p. 0961] ("State's Exhibit 15"). Accordingly, I have also enclosed for your review the Respondent's Designation of Matter for the Record on Appeal, which delineates the materials constituting the Supplemental Record on Appeal and which, in endnote "i," also identifies the location of exhibits to the Administrative Proceedings below contained in the Record on Appeal that were previously designated for inclusion in the Record on Appeal by reference only to the abbreviated title for each matter as reflected in the exhibits' listings set forth in the transcripts of the Administrative Proceedings. Thus, endnote "i" to Respondent's Designation of Matter for the Record on Appeal specifies for the sake of clarity such materials by Party and the

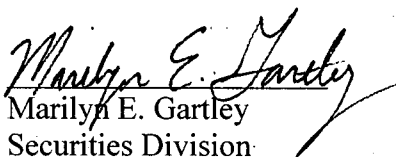
corresponding exhibit number formally assigned to these materials during the Administrative Proceedings of July 30, 2013 and October 1-3, 2013.

I have enclosed for your review correspondence of November 8-10th and 15-17th between counsel for Appellants and counsel for the Respondent, which evidence Appellants' written consent, as required by Rule 212(b), SCACR, to the Respondent's supplementation of the Record on Appeal as well as Appellants' consent to the supplementation of the Record on Appeal by way of the Respondent's designation of Respondent's Exhibit 2 and State's Exhibit 15 for inclusion in the Record on Appeal.

Finally, pursuant to Rule 212(c) and Rule 267(c), SCACR, I have enclosed for filing fifteen (15) copies of Respondent's Exhibit 1 to the Transcript of the July 30, 2013 Administrative Proceedings in accordance with the format required by Rule 210(f), SCACR.

Should you have any questions or need any clarification, please do not hesitate to contact me.

With Regards,

  
Marilyn E. Gartley  
Securities Division

Cc: Michael J. Anzelmo, Esquire

Enclosures

**From:** Tracy Meyers  
**To:** Michael Anzelmo (Michael.Anzelmo@nelsonmullins.com)  
**Cc:** Marilyn Gartley  
**Subject:** Silver Oak  
**Date:** Tuesday, November 08, 2016 7:44:35 PM  
**Attachments:** Consent to Supplement record (01157303xD2C78).PDF

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Michael, please find attached the Consent to Supplement the Record we discussed earlier today.

Tracy Meyers  
Assistant Deputy Attorney General/  
Deputy Securities Commissioner  
South Carolina Attorney General's Office  
1000 Assembly St., Suite 501  
Columbia, SC 29201  
(803) 734-4403



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ALAN WILSON  
SECURITIES COMMISSIONER

November 8, 2016

VIA HAND DELIVERY AND EMAIL

Michael J. Anzelmo, Esq.  
Nelson Mullins  
Meridian, 17<sup>th</sup> floor  
1320 Main Street  
Columbia, SC 29201

Re: John M. McIntyre and Silver Oak Land Management, LLC, Appellate Case No. 2015-001845

Dear Attorney Anzelmo:

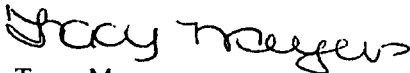
I am writing to confirm our agreement that the Record on Appeal may be supplemented to include the following:

- The exhibits to the Transcripts of the Administrative Proceedings of July 30, 2013 and October 1-3, 2016
- June 3, 2013 Answer of the Appellants
- January 16, 2015 cover correspondence of the Securities Commissioner to the Richland County Clerk of Court evidencing delivery of the certified copy of the Administrative Proceeding in Secs. Comm'r v. McIntyre, Civ. Action No. 2014-CP-07917
- January 16, 2015 Securities Commissioner's Return to Petition
- July 6, 2015 Securities Commissioner's Return to Appellant's Motion to Alter or Amend Order

As we discussed, the Securities Commissioner will be responsible for incurring all costs associated with the supplementation. The Securities Commissioner will also take responsibility for notifying the Court of Appeals that it will soon be receiving supplemental materials pursuant to Rule 212(b), SCACR, which, in accordance with Rule 212(c), SCACR, we will include in an Appendix to the Record on Appeal.

Finally, as I indicated on our phone call earlier today, I will be leaving the office for unexpected major surgery at the close of business tomorrow. Accordingly, tomorrow the Securities Commissioner will be filing a Notice of Appearance to put Marilyn Gartley, also of this office, on this case. Ms. Gartley is copied on this correspondence. If you need to correspond or speak with someone regarding the Silver Oak appeal any time after noon tomorrow and before January 1, 2017, please contact Ms. Gartley. (You are welcome also to cc me if you like.) Thank you for your cooperation in this regard.

Very truly yours,

  
Tracy Meyers

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SC Court of Appeals

**From:** Michael Anzelmo  
**To:** Tracy Meyers  
**Cc:** Marilyn Gartley  
**Subject:** RE: Silver Oak  
**Date:** Thursday, November 10, 2016 12:49:24 PM

---

I agree with this. Thanks.

Michael J. Anzelmo | Attorney at Law | Nelson Mullins Riley & Scarborough LLP  
(p) 803.255.9312 | (f) 803.255.9024 | (e) michael.anzelmo@nelsonmullins.com

---

**From:** Tracy Meyers [mailto:TMeyers@scag.gov]  
**Sent:** Tuesday, November 8, 2016 7:45 PM  
**To:** Michael Anzelmo <Michael.Anzelmo@nelsonmullins.com>  
**Cc:** Marilyn Gartley <MGartley@scag.gov>  
**Subject:** Silver Oak

Michael, please find attached the Consent to Supplement the Record we discussed earlier today.

Tracy Meyers  
Assistant Deputy Attorney General/  
Deputy Securities Commissioner  
South Carolina Attorney General's Office  
1000 Assembly St., Suite 501  
Columbia, SC 29201  
(803) 734-4403



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**From:** [Marilyn Gartley](#)  
**To:** [Michael Anzelmo](#); [Tracy Meyers](#)  
**Cc:** [Thresechia Navarro](#)  
**Subject:** RE: Silver Oak  
**Date:** Thursday, November 10, 2016 1:47:00 PM

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Thank you Michael.

Office of the Attorney General  
Securities Division  
Rembert C. Dennis Bldg., Suite 536  
1000 Assembly Street  
Columbia, SC 29201  
(803) 734-4172 Telephone  
(803) 734-3677 Fax  
[mgartley@scag.gov](mailto:mgartley@scag.gov)

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NOV 23 2016

SC Court of Appeals



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**From:** Michael Anzelmo [<mailto:Michael.Anzelmo@nelsonmullins.com>]  
**Sent:** Thursday, November 10, 2016 12:50 PM  
**To:** Marilyn Gartley; Tracy Meyers  
**Cc:** Thresechia Navarro  
**Subject:** RE: Silver Oak

The letter looked good to me. You have my consent.

Michael J. Anzelmo | Attorney at Law | Nelson Mullins Riley & Scarborough LLP  
(p) 803.255.9312 | (f) 803.255.9024 | (e) [michael.anzelmo@nelsonmullins.com](mailto:michael.anzelmo@nelsonmullins.com)

---

**From:** Marilyn Gartley [<mailto:MGartley@scag.gov>]  
**Sent:** Wednesday, November 9, 2016 2:42 PM  
**To:** Tracy Meyers <[TMeyers@scag.gov](mailto:TMeyers@scag.gov)>; Michael Anzelmo <[Michael.Anzelmo@nelsonmullins.com](mailto:Michael.Anzelmo@nelsonmullins.com)>  
**Cc:** Thresechia Navarro <[TNavarro@scag.gov](mailto:TNavarro@scag.gov)>  
**Subject:** RE: Silver Oak

Michael,

We appreciate your cooperation in consenting to the supplement to the Record on Appeal. I wanted to follow-up with you to inquire as to whether there are any additional matters you would like for us to include with the supplemental matters in the appendix to the Record on Appeal? If so, please let me know by noon tomorrow so that we can consider your request and ensure any agreed-upon matters you would like included are compiled for the Appendix.

I look forward to working with you. Talk to you soon.

Marilyn

---

**From:** Tracy Meyers  
**Sent:** Tuesday, November 08, 2016 7:45 PM  
**To:** Michael Anzelmo ([Michael.Anzelmo@nelsonmullins.com](mailto:Michael.Anzelmo@nelsonmullins.com))  
**Cc:** Marilyn Gartley  
**Subject:** Silver Oak

Michael, please find attached the Consent to Supplement the Record we discussed earlier today.

Tracy Meyers  
Assistant Deputy Attorney General/  
Deputy Securities Commissioner  
South Carolina Attorney General's Office  
1000 Assembly St., Suite 501  
Columbia, SC 29201  
(803) 734-4403



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SC Court of Appeals

**From:** Marilyn Gartley  
**To:** "Michael Anzelmo"  
**Cc:** Tracy Meyers; Thresechia Navarro  
**Subject:** RE: SilverOak\_Final Brief Deadline  
**Date:** Thursday, November 17, 2016 4:32:00 PM  
**Attachments:** Final Brief of Respondents Clocked Counsel Cert. (11.16.16) (01164405xD2C78).pdf

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Thanks Michael; I appreciate it.

We ended-up filing the Final Brief of Respondents yesterday after all, which is attached. Nevertheless, I certainly appreciate your willingness to consent to the additional time we requested. I have sent you the original clocked copy by mail also, but I have attached an electronic copy for your review in the interim.

I will include the exhibits as proposed below; thanks for working with us to correct that issue.

Thanks again,

Marilyn

Office of the Attorney General  
Securities Division  
Rembert C. Dennis Bldg., Suite 536  
1000 Assembly Street  
Columbia, SC 29201  
(803) 734-4172 Telephone  
(803) 734-3677 Fax  
[mgartley@scag.gov](mailto:mgartley@scag.gov)



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**From:** Michael Anzelmo [mailto:Michael.Anzelmo@nelsonmullins.com]  
**Sent:** Wednesday, November 16, 2016 9:26 AM  
**To:** Marilyn Gartley  
**Cc:** Tracy Meyers; Thresechia Navarro  
**Subject:** RE: SilverOak\_Final Brief Deadline

I am fine with an extension. Also fine with you including those exhibits in the sup record.

Michael J. Anzelmo | Attorney at Law | Nelson Mullins Riley & Scarborough LLP  
(p) 803.255.9312 | (f) 803.255.9024 | (e) [michael.anzelmo@nelsonmullins.com](mailto:michael.anzelmo@nelsonmullins.com)

---

**From:** Marilyn Gartley [mailto:MGartley@scag.gov]  
**Sent:** Tuesday, November 15, 2016 6:39 PM

**To:** Michael Anzelmo <[Michael.Anzelmo@nelsonmullins.com](mailto:Michael.Anzelmo@nelsonmullins.com)>

**Cc:** Tracy Meyers <[TMeyers@scag.gov](mailto:TMeyers@scag.gov)>; Thresechia Navarro <[TNavarro@scag.gov](mailto:TNavarro@scag.gov)>

**Subject:** SilverOak\_Final Brief Deadline

Michael,

Would you be willing to consent to us having a second extension on the filing date for the Final Brief of the Respondents? I intend to file a motion requesting a second extension tomorrow in light of Tracy's unexpected surgery and my new assignment to the case.

Also, as to State's Exhibits 15 and 2, which were matters we intended to include in the supplement to the Record on Appeal, I plan to include references to those exhibits in the Index to the Supplement to the Record on Appeal I am finalizing, and I will also designate them as matters to be included in the Supplement to the Record on Appeal in the Designation of Matters we will send along to the Court with our Supplemental Record, which should hopefully avoid any issues arising from the inclusion of those two exhibits in the ROA you all filed despite that those two exhibits do not appear to have been included in your original or supplemental designations from what I see. If you have any thoughts on a better way to resolve that issue, please let me know. I am open to suggestions. I am simply trying to avoid you all having to modify the ROA you all previously filed while also ensuring that these two exhibits are considered as part of the ROA. Again, I am open to suggestions, but I am hopeful that my proposal will resolve the problem without you having to spend unnecessary time addressing the issue.

I am happy to discuss further if you need me to explain further or clarify, etc.

Please let me know.

Thanks,

Marilyn

Office of the Attorney General  
Securities Division  
Rembert C. Dennis Bldg., Suite 536  
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THE STATE OF SOUTH CAROLINA  
In the Court of Appeals  
APPEAL FROM RICHLAND COUNTY  
Court of Common Pleas

**RECEIVED**  
NOV 23 2016  
SC Court of Appeals

The Honorable Tonya A. Gee,  
Circuit Court Judge

Appellate Case No. 2015-001845

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John M. McIntyre and Silver Oak Land  
Management LLC, ..... Appellants,  
  
v.  
  
Securities Commissioner of South Carolina, ..... Respondent.

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**RESPONDENT'S DESIGNATION OF MATTER FOR THE RECORD ON APPEAL**

Pursuant to Rule 212(b), SCACR, the Respondent hereby designates the following materials for inclusion in the Record on Appeal, which, as specified below, were either (A) previously included in the Record on Appeal, as filed and supplemented by the Appellants, but were not designated for inclusion in the Record on Appeal or (B) constitute materials included in the Supplemental Record on Appeal, which are being filed contemporaneously herewith by the Respondent with the Court.

**A. MATERIALS PREVIOUSLY CONTAINED IN THE RECORD ON APPEAL DESIGNATED BY RESPONDENT HEREIN FOR INCLUSION IN THE RECORD ON APPEAL**

**EXHIBITS:**

1. Respondents' Ex. 2 to the Transcript of the July 30, 2013 Administrative Proceedings [R. pp. 0983-84]
2. State's Ex. 15 to the Transcript of the October 1-3, 2013 Administrative Proceedings [R. p. 0961]

**B. MATERIALS CONSTITUTING THE SUPPLEMENTAL RECORD ON APPEAL DESIGNATED BY RESPONDENT HEREIN FOR INCLUSION IN THE RECORD ON APPEAL**

PLEADINGS:

1. McIntyre & Silver Oak Land Management, LLC Answer, dated June 3, 2013

EXHIBITS:

2. State's Exhibits to the Transcript of the July 30, 2013 Administrative Proceedings (State's Exs. 1, 3, 5-7, 9, 11-12)
3. Respondents' Exhibits to the Transcript of the July 30, 2013 Administrative Proceedings (Resp'ts' Exs. 1, 4-8)
4. State's Exhibits to the Transcript of the October 1-3, 2013 Administrative Proceedings (State's Exs. 13, 16-34)
5. Respondents' Exhibits to the Transcript of the October 1-3, 2013 Administrative Proceedings (Resp'ts' Exs. 9-24)

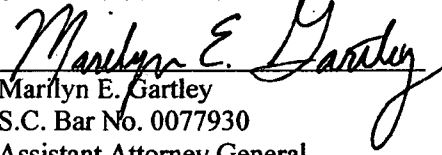
OTHER MATERIALS OR DOCUMENTS:

6. Securities Commissioner's Return to Petition, dated January 16, 2015
7. Cover correspondence of the Securities Commissioner to the Richland County Clerk of Court, dated January 16, 2015, evidencing delivery of the certified copy of the Administrative Proceedings in McIntyre v. Secs. Comm'r, Civ. Action No. 2014-CP-40-07917
8. Securities Commissioner's Return to Appellants' Motion to Alter or Amend Order, dated July 6, 2015

Undersigned counsel certifies, pursuant to Rule 209(c), SCACR, that the designation contains no matter which is irrelevant to the appeal.

Respectfully submitted,

ALAN WILSON  
Securities Commissioner

  
Marilyn E. Gartley  
S.C. Bar No. 0077930  
Assistant Attorney General  
Securities Division  
Office of the Attorney General  
State of South Carolina

P.O. Box 11549  
Columbia, South Carolina 29211  
(803) 734-4172

Columbia, South Carolina  
November 23, 2016

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As set forth in endnote “i” of the Respondent’s Designation of Matter for the Record on Appeal, for the sake of clarity, the Respondent notes that in Appellants’ Designation and Supplemental Designation of Matters For the Record on Appeal, filed June 15, 2016 and September 6, 2016, respectively, Appellants designated the materials specified below for inclusion in the Record on Appeal by referencing the abbreviated title for each matter as reflected in the exhibits’ listings set forth in the transcripts of the Administrative Proceedings (as defined below) instead of specifying each matter by Party and the corresponding exhibit number formally assigned to these materials during the Administrative Proceedings of July 30, 2013 and October 1–3, 2013 (collectively, the “Administrative Proceedings”). Accordingly, the Respondent specifically identifies the following materials included in the Record on Appeal by assigned exhibit number to facilitate the Court’s identification of the location of exhibits to the Administrative Proceedings included in the Record on Appeal, which in certain instances, have previously been cited only by exhibit number by the Parties, the Hearing Officer, the Securities Commissioner, and the Circuit Court in the proceedings below:

Exhibits to July 30, 2013 Administrative Proceedings:

- State’s Ex. 2, the Operating Agreement of Silver Oak Land Trust II, LLC (identified by Appellants’ Designation of Matter for the Record on Appeal as “Silver Oaks II Operating Agreement”) [R. pp. 0886–0903];
- State’s Ex. 4, the Operating Agreement of Silver Oak Land Trust IV, LLC (identified by Appellants’ Designation of Matter for the Record on Appeal as “Silver Oaks IV Operating Agreement”) [R. pp. 0904–0934];
- State’s Ex. 8, the Operating Agreement of Silver Oak Energy, LLC (identified by Appellants’ Supplemental Designation of Matter for the Record on Appeal as “Silver Oaks Energy Operating Agreement”) [R. pp. 0962–0982];
- State’s Ex. 10, the Operating Agreement of Silver Oak Land Trust, LLC (identified by Appellants’ Designation of Matter for the Record on Appeal as “Silver Oaks I Operating Agreement”) [R. pp. 0867–0885]; and

- 
- Resp'ts' Ex. 3, the Operating Agreement of Silver Oak Land Trust VII, LLC (identified by Appellants' Designation of Matter for the Record on Appeal as "Silver Oaks VII Operating Agreement") [R. pp. 0985-1013].

Exhibits to the October 1-3, 2013 Administrative Proceedings:

- State's Ex. 14, the Operating Agreement of Silver Oak Land Trust V, LLC (identified by Appellants' Designation of Matter for the Record on Appeal as "Silver Oaks V Operating Agreement") [R. pp. 0935-0960].

FINAL → Ct. of Appeals

THE STATE OF SOUTH CAROLINA  
In the Court of Appeals

APPEAL FROM RICHLAND COUNTY  
Court of Common Pleas

The Honorable Tonya A. Gee,  
Circuit Court Judge

Appellate Case No. 2015-001845

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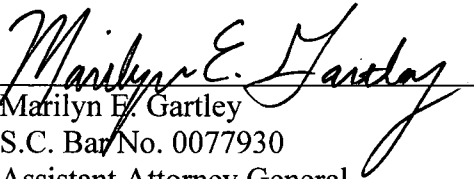
John M. McIntyre and Silver Oak Land  
Management LLC, ..... Appellants,

v.

Securities Commissioner of South Carolina, ..... Respondent.

**CERTIFICATE OF COUNSEL AS TO SUPPLEMENTAL RECORD ON APPEAL**

The undersigned, attorney for the Respondent, does hereby certify that in accordance with Rule 210(g), SCACR, the Supplemental Record on Appeal, filed and served in accordance with Rule 212(c), SCACR, only contains the supplemental materials Appellants' consented to include, at the request of the Respondent, in the Supplemental Record on Appeal, pursuant to Rule 212(b), SCACR.

  
Marilyn E. Gartley  
S.C. Bar No. 0077930  
Assistant Attorney General  
Securities Division  
Office of the Attorney General  
State of South Carolina

P.O. Box 11549  
Columbia, South Carolina 29211  
(803) 734-4172

Columbia, South Carolina  
November 23, 2016