

accounting records, and other information located in Helms' business office necessary and critical to defend this action. The records and information include, but is not limited to, files and notes containing information regarding investors in Vendetta Partners, the number of partners in Vendetta Partners, the amount of capital raised from its limited partners, the income earned, expenses incurred and paid by Vendetta Partners and the other defendants subject to receivership, distributions and other payments to partners and third parties, legal documents and notes regarding relevant state and federal filings. As a result, Helms cannot admit or deny many of Plaintiff's allegations in its complaint, since without access to this information and records, Helms does not have knowledge or information sufficient to form a belief as to the truth those allegations. In light of these limitations, Defendant Helms answers Plaintiff's Complaint as follows:

ANSWER TO COMPLAINT

1. Helms denies that he is engaged in fraudulent securities offerings, but Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 1 of the complaint and therefore denies them.
2. Helms denies that he "misappropriated the vast majority of the Vendetta Partners offering proceeds" and denies that he "operated a Ponzi scheme" as alleged in Paragraph 2, but Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 2 of the complaint and therefore denies them.
3. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 3 of the complaint and therefore denies them.
4. Helms is without knowledge or information sufficient to form a belief as to the truth of

each and every allegation contained in Paragraph 4 of the complaint and therefore denies them.

5. Helms denies that he “launched two more fraudulent offerings” as alleged, but Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 5 of the complaint and therefore denies them.
6. Helms denies that he promoted Iron Rock Partners through Sebud Minerals, LLC. Helms denies that he promoted Iron Rock Partners through (or controls) Lake Rock, LLC, G3 Minerals, LLC or Arcady Resources, LLC. Helms denies that Vendetta Royalty Partners is a Ponzi scheme and that he is dishonest and untrustworthy, but Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 6 of the complaint and therefore denies them.
7. Helms denies that he violated the anti-fraud provisions of the federal securities laws, but Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 7 of the complaint and therefore denies them.
8. Helms denies each and every allegation contained in Paragraph 8 of the complaint.
9. Helms denies each and every allegation contained in Paragraph 9 of the complaint.
10. Helms admits the Commission is an agency of the United States government.
11. Helms admits that he is a natural person residing in Austin, Texas.
12. Helms admits that Janniece Kaelin is a natural person residing in Austin, Texas.
13. Helms admits that Deven Sellers is a natural person, but is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation

contained in Paragraph 13 of the complaint and therefore denies them.

14. Helms admits that Roland Barrera is a natural person, but is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 14 of the complaint and therefore denies them.
15. Helms admits that Vendetta Partners is a Texas limited partnership, but is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 15 of the complaint and therefore denies them.
16. Helms admits that Vendetta Management is a Texas limited liability company, but is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 16 of the complaint and therefore denies them.
17. Helms admits that Vesta Partners is a Texas limited partnership, but is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 17 of the complaint and therefore denies them.
18. Helms admits that Vesta Management is a Texas limited liability company, but is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 18 of the complaint and therefore denies them.
19. Helms admits that Iron Rock Partners is a Delaware limited partnership principally operating in Austin, Texas as alleged.
20. Helms admits that Iron Rock Management is a Delaware limited liability company principally operating in Austin, Texas as alleged.
21. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 21 of the complaint and therefore denies

them.

22. Helms admits that Barefoot Minerals is a Texas general partnership but denies each and every remaining allegation contained in Paragraph 22 of the complaint.

23. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 23 of the complaint and therefore denies them.

24. Helms admits that Haley Oil Company, Inc. is an Illinois corporation but denies that it operates principally in Austin, Texas.

25. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 25 of the complaint and therefore denies them.

26. Helms admits that SeBud Minerals, LLC is a Texas limited liability company, but denies each and every remaining allegation contained in Paragraph 26 of the complaint.

27. Helms admits that Technicolor Minerals is a Texas general partnership but denies each and every remaining allegation contained in Paragraph 27 of the complaint.

28. Helms admits that William Barlow is a natural person, but is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 28 of the complaint and therefore denies them.

29. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 29 of the complaint and therefore denies them.

30. Helms admits that he has, through entities he controlled, offered and sold limited partnership interests issued by Vendetta Partners. Helms denies that he has, through entities

he controlled, offered and sold limited partnership interests in Vesta Partners or Iron Rock Partners. Helms admits that he and Kaelin control Vendetta Partners through its general partner Vendetta Management, and Helms admits that he and Kaelin, through entities they control, control Iron Rock Partners through its general partner Iron Rock Management. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 30 of the complaint and therefore denies them.

31. Helms denies that he and Kaelin operate each limited partnership from an office at 8101 Cameron Road, Suite 109, Austin, Texas but Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 31 of the complaint and therefore denies them.

32. Helms denies that he and Kaelin formed Vendetta Partners in 2009. Vendetta Partners was formed in 2009 via a divisional merger with Robro Royalty Partners, Ltd., a Texas limited partnership, from which Vendetta Partners received its share of oil and gas interests previously owned entirely by Robro Royalty Partners, Ltd. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 32 of the complaint and therefore denies them.

33. Helms denies that he misappropriated funds as described in Paragraph 33. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 33 of the complaint and therefore denies them.

34. Helms admits that he distributed a PPM which purported to explain the investment in Vendetta Partners but denies each and every remaining allegation contained in Paragraph 34 of the complaint.

35. Helms denies that any statement regarding his oil and gas experience was misleading. Helms denies that his oil and gas experience came almost entirely from operating Vendetta Partners and its affiliated or predecessor companies. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 35 of the complaint and therefore denies them.
36. Helms denies each and every allegation contained in Paragraph 36 of the complaint.
37. Helms denies that the PPM contained a false statement with respect to “material pending legal proceedings” but Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 37 of the complaint and therefore denies them.
38. Helms denies each and every allegation contained in Paragraph 38 of the complaint.
39. Helms denies that he and Kaelin misappropriated “the vast majority of the funds” as alleged. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 39 of the complaint and therefore denies them.
40. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 40 of the complaint and therefore denies them.
41. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 41 of the complaint and therefore denies them.
42. Helms denies that Vendetta Partners is a Ponzi scheme. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation

contained in Paragraph 42 of the complaint and therefore denies them.

43. Helms denies that Relief Defendant Barlow and Global Venture had no legitimate claim to the proceeds as alleged in Paragraph 43. Helms denies he “orchestrated these transactions to create fictitious income” as alleged. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 43 of the complaint and therefore denies them.

44. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 44 of the complaint and therefore denies them.

45. Helms admits that he met with “two investors” in 2012. Helms denies he made false representations to “two investors.” Helms denies he misappropriated part of the investors’ money as alleged in Paragraph 45. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 45 of the complaint and therefore denies them.

46. Helms denies that he falsely stated that the “financial analyst had a degree” as alleged in Paragraph 46. Helms denies that he and Kaelin prohibited the financial analyst, under threat of demotion, from telling the investors that he did not actually have a degree” as alleged. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 46 of the complaint and therefore denies them.

47. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 47 of the complaint and therefore denies them.

48. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 48 of the complaint and therefore denies them.

49. Helms denies that Vendetta Partners is a Ponzi scheme as alleged in Paragraph 49. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 49 of the complaint and therefore denies them.

50. Helms admits that Iron Rock Partners filed Form D which indicates that Iron Rock Partners seeks to raise \$300 million dollars over a period not to exceed one year but does not admit that the filing occurred on April 25, 2013. Helms admits that the form lists Iron Rock Management, Lake Rock, G3 Minerals and Arcady Resources as promoters. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 50 of the complaint and therefore denies them.

51. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 51 of the complaint and therefore denies them.

52. Helms denies that he was “dishonest and untrustworthy” as alleged in Paragraph 52. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every remaining allegation contained in Paragraph 52 of the complaint and therefore denies them.

53. Helms denies each and every allegation contained in Paragraph 53 of the complaint.

54. Helms denies each and every allegation contained in Paragraph 54 of the complaint.

55. Helms denies each and every allegation contained in Paragraph 55 of the complaint.

56. Helms denies each and every allegation contained in Paragraph 56 of the complaint.

57. Helms denies each and every allegation contained in Paragraph 57 of the complaint.

58. Helms denies each and every allegation contained in Paragraph 58 of the complaint.

59. Helms denies each and every allegation contained in Paragraph 59 of the complaint.

60. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 60 of the complaint and therefore denies them.

61. Helms is without knowledge or information sufficient to form a belief as to the truth of each and every allegation contained in Paragraph 61 of the complaint and therefore denies them.

62. Helms denies each and every allegation contained in Paragraph 62 of the complaint.

REQUEST FOR JURY TRIAL

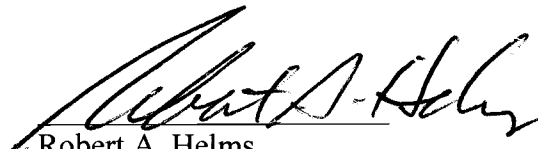
Defendant Robert A. Helms hereby requests a jury trial on all issues raised in the complaint.

REQUEST FOR RELIEF

WHEREFORE, premises considered, Defendant Robert A. Helms respectfully requests the following:

1. Dismissal of Plaintiff's action with prejudice to re-filing same;
2. An Order that Plaintiff shall take no relief from the Complaint filed herein;
3. The costs of suit incurred herein;
4. Such other and further relief that the Court deems fair and just.

DATED: March 6, 2014.



Robert A. Helms
11708 Rydalwater Lane
Austin, Texas 78754
(512) 450-4700
Email: roberthelms1964@gmail.com

CERTIFICATE OF SERVICE

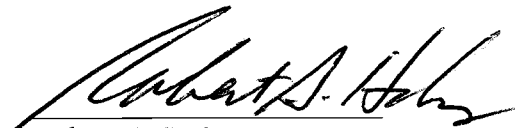
I hereby certify that on March 6, 2014 I filed the foregoing document with the Clerk of the Court for the Western District of Texas, Austin Division and that I notified all parties in the manner listed below:

By Email:

Timothy S. McCole
Christopher Davis
801 Cherry Street
Fort Worth, Texas 76102
Counsel for the Securities and Exchange Commission

Thomas L. Taylor III Court-Appointed Receiver
4550 Post Oak Place Drive, Suite 241
Houston, Texas 77027-3117
info@vendettaroyaltyreceivership.com
Counsel for Defendants Vendetta Royalty Partners, Ltd., Vendetta Royalty Management, LLC, Vesta Royalty Partners, LP, Vesta Royalty Management, LLC, Iron Rock Royalty Partners, LP, Iron Rock Royalty Management, LLC, Arcady Resources, LLC, Barefoot Minerals, G.P., G3 Minerals, LLC, Haley Oil Company, Inc., Lake Rock, LLC, Sebud Minerals, LLC and Technicolor Minerals, G.P.

Janniece S. Kaelin, Deven Sellers, Roland Barrera and William Barlow
Pro Se Defendants



Robert A. Helms
11708 Rydalwater Lane
Austin, Texas 78754
(512) 450-4700
Email: roberthelms1964@gmail.com

