

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

CHARLIE ABUJUDEH,

Defendant.

Civil Action No. 21-CV-4110 ()

DECLARATION OF TREVOR T. DONELAN

I, Trevor T. Donelan, pursuant to 28 U.S.C. §1746, hereby declare as follows:

1. Since September 2014, I have been employed as an Enforcement Accountant with the U.S. Securities and Exchange Commission (“the Commission”) in its Boston Regional Office. My duties include conducting investigations relating to potential violations of the federal securities laws.

2. I received a Bachelor of Science degree in business administration, with a concentration in accounting, from the University of Richmond in Virginia in 2000. Before joining the Commission, I was most recently a managing director in the forensic accounting and complex business litigation unit at StoneTurn Group, LLP (“StoneTurn”), in Boston, where I worked for over seven years. Before joining StoneTurn, I held forensic accounting and auditor positions for a total of approximately seven years with Deloitte Financial Advisory Services LLP, and Arthur Andersen LLP, both in Boston.

3. I am a Certified Public Accountant in the Commonwealth of Massachusetts, and a Certified Fraud Examiner by the Association of Certified Fraud Examiners. I am also Certified in Financial Forensics by the American Institute of Certified Public Accountants.

4. I make this Declaration based upon my personal knowledge and upon information and belief as set forth below, and in support of the Commission's Application for an Order to Show Cause, Temporary Restraining Order, Order Freezing Assets, and Order for Other Relief.

5. On or about October 2020, I became actively involved in the Commission's investigation into possible violations of the federal securities laws from which the instant case derived.

6. In the course of that investigation, I reviewed documents and data produced to the Commission and attended witness interviews and testimony. The purpose of this declaration is to relay certain information that the Commission has gathered about the defendants through interviews and testimony of certain witnesses and the review and analysis of certain documents.

7. The principal sources of documentation produced to the Commission that I have relied upon for this declaration include, but are not limited to:

- a. Transfer agent records concerning Odyssey Group International, Inc. (OTC: ODYY) ("Odyssey"), Scepter Holdings, Inc. (OTC: BRZL) ("Scepter") and CannaPharmaRx, Inc. (OTC: CPMD) ("CannaPharmaRx");
- b. Trading data collected by the Commission for Odyssey, Scepter, CannaPharmaRx, and other companies (referred to as "Blue Sheet Data");
- c. Brokerage records for accounts in the name of Charlie Abujudeh ("Abujudeh"), Intermarket Associates, LLC ("Intermarket"), Investor 1, and Investor 2 which were produced to the Commission by Aegis Capital

Corp., Austin Capital Trust Company, Cannacord Genuity, Inc., Cetera Investment Services, GEL Direct Trust LLC, Glendale Securities, Inc., RBC Capital Markets, Inc., TD Ameritrade, Inc., and Vanguard Marketing Corporation;

- d. Bank records for accounts in the names of Abujudeh, Intermarket, and other persons/entities involved in financial transactions with Abujudeh and/or Intermarket, which were produced to the Commission by The Bank of America Corporation, Wells Fargo Bank, N.A., JP Morgan Chase & Co., Cathay Bank, and Comerica Bank;
- e. Records produced to the Commission by certain stock promoters and related entities that engaged directly and indirectly in transactions with Abujudeh and/or Intermarket;
- f. Records produced to the Commission by the Depository Trust and Clearing Corporation regarding Odyssey, CannaPharmaRx and Scepter;
- g. Records produced to the Commission by the Financial Industry Regulatory Authority (“FINRA”) including fraud surveillance referrals and underlying investigative files of FINRA in connection with Odyssey, CannaPharmaRX, Scepter, and other issuers;
- h. Records produced to the Commission by Investors 1 and 2;
- i. Public filings made to the Commission and/or OTC Markets Group, Inc. (“OTC Markets”) by Odyssey, Scepter and CannaPharmaRx;
- j. Public filings made to various state secretaries of state;
- k. Phone records for Abujudeh, Investor 1, Person 1 and Person 2;

- l. Records produced to the Commission by Odyssey; and,
- m. Public market data relating to Odyssey, Scepter, and CannaPharmaRx.

8. I have been asked by counsel for the Commission to summarize certain transactions involving Abujudeh, and entities under his control or with which he is affiliated, including trading activity and monetary transfers.

Odyssey

9. I have reviewed corporate records for Intermarket. These records reflect that Intermarket was incorporated in 2018 and that Abujudeh has been the company's sole member and manager.

10. I have reviewed transfer agent records and brokerage and bank records for accounts in the name of Intermarket. These records reflect that:

- a. Intermarket purchased 2.5 million Odyssey shares for \$100,000 (\$.04 per share) pursuant to a stock purchase agreement;
- b. Abujudeh executed the stock purchase agreement on behalf of Intermarket;
- c. 2.5 million Odyssey shares in the name of Intermarket were deposited with a brokerage firm in or about August 2019;
- d. Intermarket's Odyssey shares were issued without restrictive legends;
- e. As of the date of this deposit, Intermarket's shares constituted approximately 98 percent of all Odyssey shares that were deposited with brokerages and were available for trading on public markets;
- f. As of January 27, 2020, Intermarket's shares, net of sales, continued to constitute approximately 98 percent of all Odyssey shares that were

deposited with brokerages and were available for trading on public markets; and,

- g. As of March 25, 2020, Intermarket's shares, net of sales, constituted approximately 93 percent of all Odyssey shares that were deposited with brokerages and were available for trading on public markets.

11. I have reviewed publicly available market data which showed that the first trade in Odyssey stock was on August 23, 2017, and that between August 23, 2017, and January 27, 2020 (approximately 30 months), a total of 8,765 Odyssey shares were traded in public markets. From August 23, 2017, through January 27, 2020, Odyssey shares were traded on 25 days. On those 25 days, the trading volume averaged approximately 351 shares.

12. I participated in an interview in which a witness who resides in California ("Investor 1") advised Commission staff, in substance, that he received an unsolicited call in late January 2020 from an individual purporting to be affiliated with an entity called "Investor's Quarterly" ("IQ"). Investor 1 provided records to Commission staff and further advised Commission staff, in substance, that:

- a. Investor 1 had never purchased penny stocks;
- b. Investor 1 invested primarily in diversified mutual funds through his 401(k) retirement account;
- c. IQ called Investor 1 multiple times touting Odyssey as an investment;
- d. In one of the calls, an IQ representative was joined by another individual who claimed that he worked for the broker-dealer where Investor 1 held his retirement investments;
- e. IQ convinced Investor 1 to roll over his company-directed 401(k) account into a self-directed IRA brokerage account, sell his shares of a diversified,

target-date retirement fund, and purchase Odyssey shares with the proceeds;

- f. Investor 1's company-directed 401(k) account held assets worth approximately \$130,000 around the time that began communicating with representatives of IQ;
- g. IQ told Investor 1 over the phone that Investor 1 would likely grow his retirement savings to \$240,000 within three to four months;
- h. IQ representatives communicated with Investor 1 about Odyssey by phone, text messages, and email from late January through March 2020;
- i. They instructed Investor 1 precisely when and at what price to bid on Odyssey shares using his online brokerage account;
- j. IQ instructed Investor 1 to be available at all times to execute Odyssey trades at their direction;
- k. IQ instructed Investor 1 to make bids at specific, escalating prices over time;
- l. Investor 1 followed IQ's instructions regarding purchases and sales of Odyssey shares;
- m. After directing Investor 1 to sell his Odyssey shares, IQ directed Investor 1 to purchase shares in a different microcap company; and,
- n. In February 2020, Investor 1 contacted Odyssey directly by phone. An individual ("Person 1") returned Investor 1's call on behalf of Odyssey on February 18, 2020, leaving a voicemail in which he stated he was a founder of Odyssey and was returning Investor 1's call because Odyssey's Chief Executive Officer was out of the country.

13. I have reviewed brokerage records for an account held by Investor 1. These records reflected that Investor 1's Odyssey transactions resulted in a net loss to Investor 1 of approximately \$39,533. These records further reflect that Investor 1 held shares of a target-date retirement fund worth approximately \$130,000 before he began purchasing Odyssey shares.

14. I am aware of interviews in which a witness who resides in Oklahoma (“Investor 2”) advised Commission staff, in substance, that he received an unsolicited call on or about January 27, 2020 from an individual purporting to be affiliated with an entity called “Investor’s Quarterly.” Investor 2 further advised Commission staff, in substance, that: IQ told Investor 2 that Odyssey was a great investment opportunity and that Investor 2 needed to invest quickly; Investor 2 was not familiar with Odyssey, and had never invested in a microcap stock; on January 27, 2020, he received an email from IQ that stated in part: “We believe the shares of ODYY will double in value prior to the end of the calendar year;” Investor 2 used retirement savings to purchase Odyssey stock on four separate dates; and IQ asked Investor 2 to confirm how many shares he purchased, and at what price; and when Investor 2 later tried to contact IQ with concerns about Odyssey’s declining stock price, IQ did not respond.

15. I have reviewed brokerage records for an account held by Investor 2. These records reflect that from January 28 through February 18, 2020, Investor 2 purchased Odyssey stock on four dates, totaling 6,000 shares at prices ranging from \$2.02 to \$2.19 per share. These records further reflect that Investor 2 sold all of his shares on May 26, 2020, sustaining a loss of approximately \$7,217.

16. I have reviewed publicly available market data for Odyssey stock and brokerage records for Intermarket, Investor 1 and Investor 2. The table below reflects, for specific dates, Odyssey shares which were purchased and sold by Intermarket, Investor 1 and Investor 2 as well as the total trading volume the closing price of Odyssey’s stock each day.

Date	Shares Purchased (Sold) by Investor 1	Shares Purchased (Sold) by Investor 2	Shares Purchased (Sold) by Abujudeh (Intermarket)	Total Market Volume	Closing Price
1/28/2020	-	408	(213)	621	\$ 2.02
1/30/2020	8,000	-	(8,250)	8,262	\$ 2.04
1/31/2020	20,000	-	(21,850)	22,350	\$ 2.00
2/3/2020	5,000	2,040	(9,340)	9,350	\$ 2.00
2/4/2020	10,000	-	(12,400)	13,000	\$ 2.01
2/5/2020	4,000	-	(4,000)	4,000	\$ 2.01
2/6/2020	4,500	-	(4,100)	4,600	\$ 2.08
2/7/2020	5,000	-	(10,000)	10,142	\$ 2.10
2/10/2020	-	2,350	(2,815)	2,905	\$ 2.11
2/11/2020	5,000	-	(9,100)	9,470	\$ 2.14
2/18/2020	100	1,202	(4,777)	5,877	\$ 2.19
2/19/2020	100	-	(700)	700	\$ 2.23
2/20/2020	100	-	(100)	280	\$ 2.27
3/5/2020	(1,350)	-	-	1,700	\$ 2.29
3/10/2020	(11,165)	-	15,000	17,140	\$ 2.00
3/11/2020	(300)	-	-	300	\$ 2.00
4/1/2020	(48,985)	-	42,560	70,448	\$ 1.22

17. I have reviewed summaries and preliminary transcripts of recorded telephone conversations, and encrypted text messages from January 29 through March 11, 2020.

18. I have reviewed summaries and preliminary transcripts of recorded telephone conversations, and in some cases copies of these recorded telephone conversations obtained by a cooperating witness (“CW”) who was working undercover on behalf of the Federal Bureau of Investigation (“FBI”). I am aware of the identity of the CW and am familiar with some of the CW’s activities working on behalf of FBI relating to matters described herein based in part on discussions with the FBI. I have familiarized myself with the voices of the participants and believe that that attributions in the summaries and preliminary transcripts below are accurate based on how the parties introduced themselves in the calls, and what names they respond to. These calls reflect, in relevant part, the following:

- a. February 11, 2020 call with Abujudeh, Person 2 and the CW, relevant portions of which are summarized as follows:

- i. Abujudeh discussed his control over Odyssey’s float, stating “there’s nothing out of our control. There are probably 100,000 shares max;”
- ii. The CW told Abujudeh that he ran a stock promotion call room in Medellin, Colombia that could generate up to \$3.5 million per month in stock purchases, depending on the penny stock;
- iii. Abujudeh and an associate identified herein as “Person 2” agreed with the CW that the CW’s commission payments for sales generated by the call room would be routed through a third party that did not own Odyssey shares;
- iv. Abujudeh and Person 2 agreed that they would sign what the CW described as a “something like a retainer agreement for marketing services or something stupid like that;”
- v. Abujudeh and Person 2 confirmed they had a close relationship with Odyssey management and that Abujudeh had advance notice of press releases from the company;
- vi. Person 2 complained that the prior phone room they had hired was claiming credit for generating sales on Odyssey stock that they had not solicited; and
- vii. Additional excerpts from the conversation include:

Person 2	I mean our guy, our guy takes claim for 'em, but he's -- we found -- you know, listen, maybe we know somebody to put a bid up --
CW	Yeah, yeah.
Person 2	-- and he would call and say “The phone room has a sale - hit the bid.”
CW	Yeah, I got you.
Person 2	But we know it's not his sale . . .
	* * *
Abujudeh	We're offered at 2.14 right now.
CW	Okay, perfect, perfect. So you know the deal then. So that's -- we'll kind of just set like a daily parameter. Maybe we'll do -- start with 50,000 [shares] at [\$]2.15 and then we'll do 50,000 at [\$]2.16 and 50,000 at [\$]2.17. You know?
Abujudeh	Exactly.
CW	. . . It'll be easy, man.

- b. February 25, 2020 call between Person 2 and the CW, relevant portions of which are summarized as follows:

- i. The commission rate which would be paid to the CW’s call room;
 - ii. The CW discussed with Person 2 putting through a limited number of trades in order to “make sure the wires go, make sure the payments are smooth” before moving forward; and
 - iii. Person 2 stated “We had a Canadian attorney deposit, and the broker firm required a half a million dollars cash in the account. He put the half a million in the account and he’s on the account, but he’s charging – between him and the brokerage fee, he’s charging 20 percent.” Person 2 further explained that his group “needed somebody offshore.”
- c. February 26, 2020 call between Abujudeh, Person 2 and the CW, relevant portions of which are summarized as follows:
- i. Person 2 and Abujudeh discussed their frustration with IQ and having recently fired them, and they offered the Odyssey promotional campaign to the CW;
 - ii. Person 2 discussed that Abujudeh built Odyssey landing pages, and Abujudeh agreed that he would provide content to the CW;
 - iii. Abujudeh, and Person 2 agreed to pay the CW 35% of Odyssey stock purchases from Abujudeh that the CW’s phone room would generate;
 - iv. The CW and Abujudeh discussed the importance of consolidating control over the float, otherwise, third parties with Odyssey shares could sell into Abujudeh’s promotion. Abujudeh indicated that there were only approximately 100,000 Odyssey shares in the float that he did not control;
 - v. The CW and Abujudeh discussed putting through some trades to make sure their plan would work;
 - vi. Abujudeh discussed the success he has had with email and display ad campaigns on other deals he had run as well as his plan to launch an email and pay-per-click campaign to promote Odyssey stock; and
 - vii. Additional excerpts from the conversation include:

Person 2	I’m here with Charlie [Abujudeh]. And basically, long story short, ODYY is available if you can start quick. Just fired the other phone room that was on it. And Charlie’s built landing pages. Everything’s ready to go
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CW	So real quick question, though. So there was – was there another phone room that’s working this deal? . . .
Person 2	Yeah. There was a group on ODYY. You know, they were just kind of making excuses so . . . I don’t think they have money for leads and all that. . . . Charlie needs – after screwing around with these guys for 30 days, he just needs something quick that’s going to get going and it’s just caused problems, all these delays. So let me put you on the phone with him. He has all landing pages, all everything, all kinds of stuff built.
Abujudeh	Not landing pages for him. Landing pages we were going to drive [inaudible].
Person 2	It would help him understand, maybe just content.
Abujudeh	Well, I can send him the content.
Person 2	He can send you lots of content that’s ready to go. Yeah, talk to Charlie.
	* * *
CW	I’ve been doing this for a very long time, obviously. And the one thing that kills a deal is when there are shares that we don’t control. When there are people that actively have stock that are selling into what we’re trying to do, it usually – it kills us, man. So do you – How many shares do you think the other room maybe put through, or what do you think is out of our control?
Abujudeh	There’s probably . . . 80,000 out of control.
CW	It’s not horrible. . . . Do you know about what they paid for it?
Abujudeh	Oh, over two bucks. . . . And there was originally 20,000 in the float, which is normal. I mean –
CW	Yeah so you were saying – I mean, in total there might be about 100K against us.
Abujudeh	Exactly. . . .
	* * *
CW	Well, I think where we’re at is, I guess the only way to really tell if it’s going to work is, we just got to start kind of putting through some trades, you know. Start seeing what happens.
Abujudeh	Okay. Yeah, um. Can you start tomorrow morning, because, because I’ve been behind the eight ball, and these guys have jerked us around. It's not your fault –
CW	Yeah.
Abujudeh	– for more than six weeks now.
CW	What happened, man? What did they say, they were going to like, get ready? Were they doing a call room, or were they trying to do like e-mails and shit?
Abujudeh	Yeah.
CW	Huh.
Abujudeh	No, I’ve got a phone room, and it’s just been excuse after excuse, to where [Person 2] wanted to give them two more days.

	We give them two more days. And then during these two days, I had my guys build out landing pages. To where we usually run a PPC with email support campaign.
	* * *
CW	. . . We've never done it not at 50 percent. Because think about this, brother. If I'm doing – if I get 30 – let's say to get that 10 grand, if I have to put through 20 grand to get 10, I'm only making 17 percent, you know what I'm saying?
Abujudeh	Of course.
CW	Yeah. So that's just my biggest concern right now. And I guess we don't know how clean it is until we start really just going at it. So I think the solution is, maybe today's what, Wednesday? Why don't we maybe just start fresh like Monday, and we'll just start putting through a couple thousand shares at a time just to get the ball rolling.
Abujudeh	All right. No chance of starting tomorrow?
	* * *
CW	Yeah. So now that I know we have a deal, I can maybe –
Abujudeh	The sooner you can start the better, because I was going to turn the lights on with the PPC and the e-mails tomorrow and the next day. I mean – my partners are so upset with me for this –
CW	Well, the only thing is, to be honest with you, we don't want them running simultaneously, you know what I'm saying?
Abujudeh	Um-um. No, no, absolutely not.
CW	Yeah.
Abujudeh	I'm saying – I'm saying that we've been jerked around for so long, where I was just going to turn on the lights full-blast tomorrow. Well, not full blast. You can never start full blast, you know that.

- d. March 5, 2020 call including Person 2 and the CW, relevant portions of which are summarized below:
 - i. The importance of the CW coordinating orders directly with Abujudeh and the plan to get a few investors to buy Odyssey.
- e. March 6, 2020 call between Abujudeh and the CW, relevant portions of which are summarized below:
 - i. The price at which Abujudeh should offer so that the CW could “get a few of our investors in”;
 - ii. That the CW would have a few investors purchase Odyssey stock, so that they could “make sure we catch everything today if possible”;

- iii. Noting that there was an outstanding offer from another party to sell shares at \$2.29, the CW said “Let’s go \$2.28. Let’s just start fresh a penny lower than these guys.” Abujudeh agreed saying he’d tell his men;
- iv. That the CW had caused three “investors” to buy 4,000 shares of Odyssey from Abujudeh which would have the effect of “building the pot;” and
- v. Additional excerpts from the conversation include:

CW	. . . Well, hey, brother. I want to – yesterday, I’m sure you probably saw that – they looked like NITE was offering like 5600 shares at like 2.29.
Abujudeh	Yes.
CW	Yeah, man. And so obviously I assumed that was not us.
Abujudeh	No, that definitely wasn't us. And I think what it was is, those idiots got somebody to buy it. And of course, we paid them on it. And now, that person wants out.
CW	Oh, of course, yeah. Man, yeah. That's – that’s the difference between – you know, you can't help it, it’ll happen eventually. You know, people will try to do that. But I’m pretty damn good at keeping it a tight, you know, wrap on my clients, man. So once we get in there, we’ll keep it tight. We pitch – some people pitch real shitty. We pitch for, you know, six months out. So these guys understand is that it’s going to be a process. There might be some ups, there might be some downs, but we’re in it for the big haul, you know.

- f. Excerpts from a preliminary transcript of March 9, 2020 call between CW and Person 2 include:

Person 2	Good, good, good. Yeah, I just wanted to give you just a little bit more background is ODYY is obviously a clean deal, nice business, bulletin board, great deal. And our group has all the free trading, which is great. But on the corporate side of it, it is – it’s not our deal. Some deals are our deals, which are a better.
CW	Ah, I got you.
Person 2	So, we’re – and the relationship with corporate there is a little bit strained because of false promises of different IR groups before you.
CW	Yeah.
Person 2	So, there’s a little – there’s a little pressure built up from getting lied to: “Put out a press release, there’ll be volume.” . . . We had a couple jokers we had to go through that really – and we lost

	<p>money. They scammed us. It's that whole bunch of shit. I don't want to get into it, but so anyway, it's clean. The free trading is clean. The trading is clean. You know, we're getting wires, you know, with Charlie, you know, as you saw Friday, clean, all great. But on the corporate end of it, they're a little bit, you know, at their limit. Everybody wants to see some volume . . . and it will kind of lighten up a little bit.</p>
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g. March 10, 2020 calls between Abujudeh and the CW, relevant portions of which are summarized below:

- i. Abujudeh expected the CW to generate purchases of 100,000 shares in the first week the call room operated, and approximately 500,000 shares per week thereafter; and
- ii. Additional excerpts from the conversation include:

Abujudeh	<p>I just don't want to keep driving it down because I know These other guys that we had, all I did was put up some bids on bid support and the stock started trading on its own. And they, of course, took credit for it. . . .</p>
	* * *
CW	<p>I've always learned – like that's why I was kind of hoping to get this first week underway. I know it kind of didn't work out perfectly but – because the first week – I'm just being honest with you. Don't get me wrong. I've had good weeks. We've had first weeks of 180 grand if we're pulling new investors and getting them excited. But normally, like first week, it doesn't matter about whether it's 300 grand or 100 grand, it matters that we get 20 investors, 30, 40 investors, how many we get in to look at the stock. Then it goes up 12 or 13 percent. They start believing the story. They start seeing the picture and then the big money starts to come on top of that. So usually by week two –</p>
Abujudeh	<p>Oh. It's the same investors that start pouring it in?</p>
CW	<p>Oh, yeah. That's how it works, man. So, you know, they start with a thousand shares and then – you know, they think it's going to – they have price targets or reason to believe it might go to 5 or 6 and they buy a thousand shares at 2. And then it's at 2.20 and they feel like, "Holy shit. This thing is really working. I need to get 5,000 more shares." And then it's at 2.50 and they're saying, "Oh my god. I'm about to miss out." Then they go up to 10, 20, 30,000 shares.</p>
Abujudeh	<p>Oh, okay.</p>

CW	Yeah. That is like the whole business model. That's what I do, personally. So right now my room will just get people in for 1,000 or 2,000 shares and then, you know, kind of as like the director of investor relations, I'll kind of educate them on what the stock is really doing. You know, what we think the real potential is and that's when we start to turn small investors into big investors.
Abujudeh	I got you.
CW	And that's why they're all in control. You're not going to see people flipping out and dumping because they're talking to a voice. They understand it's going to take six months. You know, they're looking for certain things to happen. You know, it's not like hey, 5,000 shares, if you're not up 10 percent in three days, dump it. You know?
Abujudeh	Yeah.

- h. Excerpt of preliminary transcript of March 11, 2020 call between Person 2 and the CW:

Person 2	Yeah. ODYY has been going on for – shit, we've been involved for two months and he probably – he's had it for four months probably.
CW	Yeah.
Person 2	And he's had it for four months, and the problem is he's got a company that's expecting a million bucks four months ago. And they're calling him every day: "Where's my million bucks?" He's got pressure, pressure, pressure and the problem is he puts that pressure on me and he puts that pressure on you. So I try to find solutions for him. Right? So, if you're not going – \$100,000 a day, he calls me: "Why is [the CW] not doing \$100,000 a day? You said he was a great guy and could do miracles and all this stuff?" I'm like, "What the fuck?" You know what I mean?

19. I have reviewed text messages and encrypted application messages which include:

- a. A January 30, 2020 message from Person 2 to another cooperating witness working at the direction off the FBI in connection with their investigation, stating, "Oddy. \$2.00 stock, fully reporting, and a great business. 2.5 million shares, then another 2 million after that;"

- b. On March 9, 2020, Abujudeh and the CW communicated by encrypted text messages, excerpts of which include:

CW	Give me a call to discuss strategy. I see the 225 is back
Abujudeh	We're at 2.24
CW	Yep I see it, going after it now
Abujudeh	K
CW	Small trade, can we just verify it was captured? and then we have some more coming right behind it
Abujudeh	1k shares sold
CW	Excellent. More coming now hopefully.
Abujudeh	K

- c. A March 10, 2020 message from Abujudeh to the CW in which Abujudeh and the CW discussed, in sum and substance, how to deal with a third party offering Odyssey stock, coordinating trades, and sending the CW a \$2,300 commission wire. Abujudeh wrote, “[CW] wire will go tomorrow. If you're able to commit to 40k shares per day minimum let me know when you can start please... Anything less than 40k shares not\$won't work.”

20. I have reviewed brokerage records for an account held by Intermarket and blue sheet data for Odyssey trades. The table below reflects trades that Abujudeh coordinated with the CW acting at the direction of the FBI.

Date	Abujudeh Sales (Intermarket)	FBI Account Purchases	Price Per Share	Total Market Volume
March 6, 2020	(4,000)	4,000	\$ 2.28	4,000
March 9, 2020	(3,072)	3,000	\$ 2.24	3,172

21. I have reviewed bank records for a personal account held by Abujudeh. These records reflect a \$3,192 payment on March 6, 2020, from Abujudeh's account to an account that I know from the FBI is under the control of the FBI. These records further reflect a \$2,300 payment on March 10, 2020, from a bank account in the name of Abujudeh to an account controlled by the FBI.

22. I have reviewed bank records for an account held by Intermarket. These records reflect that Abujudeh wrote a check dated July 8, 2020, drawn from the Intermarket account for \$200,000 to Company A. The check memo field stated “consulting services.”

These records further reflect a July 21, 2020 wire for \$100,000 sent from the Intermarket account to the Company A account, and a September 4, 2020 wire for \$50,000 sent from the Intermarket account to the Company A account. The September 4th payment included “marketing” in the wire details.

23. I have reviewed bank records for an account held by Company A. These records reflect that within one day of depositing the funds Intermarket identified in the preceding paragraph, Company A transferred half the amount of money received from Intermarket, to a company controlled by another Odyssey shareholder.

24. I have reviewed bank records for Company A, transfer agent records for Company A, and public documents submitted by Odyssey to OTC Markets, and documents produced by Odyssey. These records reflect that:

- a. In July 2020, Company A owned more than 10% of Odyssey’s outstanding shares.
- b. According to public filings made by Odyssey submitted to the Commission, Company A is owned by an individual with the same last name as Person 1.
- c. In July 2020, Person 1 acting on behalf of Company A, instructed a transfer agent to divide Company A’s holdings of stock between two entities and to send the new stock certificates to him at his home address, providing his personal telephone number and email to the transfer agent for follow up.
- d. Person 1 also has signing authority for Company A’s bank account.
- e. Person 1 was in contact with the Odyssey CEO by email about Odyssey matters during 2019 and 2020.

25. I participated in an interview with the CEO of Odyssey, who advised Commission staff, in sum and substance, that Person 1 was involved in certain business matters on behalf of Odyssey, was a founder of the company, was involved in the hiring of the CEO, and controlled Company A.

26. I have reviewed bank account records for an account held by Intermarket. These records reflect that:

- a. Between June 5 and July 6, 2020, Intermarket made four wire payments totaling \$430,000 to a Florida company (“Florida Promoter 1”) and included “Marketing ODYY” in the wire details; and
- b. Between August 26 and September 28, 2020, Intermarket made three wire payments totaling \$314,100 to a Kansas company for “CPMD.”

27. I have reviewed records provided to the Commission staff by Florida Promoter 1 and participated in an interview with one of its employees and am aware of another interview. The employee stated in substance that Florida Promoter 1 offered stock promotion services and acted as a broker for stock promotion services. Abujudeh hired Florida Promoter 1 to promote various stocks over the course of several years. According to the employee, Abujudeh typically paid Florida Promoter 1 a lump sum dedicated to a particular campaign, as he did with regard to Odyssey. Florida Promoter 1 identified Quantum as the paying party in its disclaimers at Abujudeh’s direction. Abujudeh controlled the timing, duration, cost, and type of media for each campaign. Abujudeh approved all of Florida Promoter 1’s expenditures—including the hiring of subcontractors and other promoters to conduct portions of Abujudeh’s promotional campaigns. Company records reflect that Florida Promoter 1 hired a New York company (“New York Promoter”)

for “Marketing Awareness Services for Odyssey Group Intl Inc[.]” Emails between Florida Promoter 1 and Abujudeh show a February 14, 2020 email from a copy writer stating, “Hi Charlie, I’ve attached your landing page [for Odyssey]. Please have all of the content checked for accuracy and let me know if you would like anything changed. Once I have your approval I’ll get started on emails.” According to the employee, email addresses on their lists that did not open emails were routinely deleted from the lists so only addresses that regularly opened list emails remained on the list. The employee further stated that clients like Abujudeh would subscribe to his lists so that they would know whether or not the promotional emails they were hired to distribute went out as anticipated.

28. I have reviewed records provided to the Commission by Quantum Capital Funding LLC, an Arizona company. Those records indicate that Abujudeh was at one point the sole member of Quantum Capital Funding LLC. Abujudeh’s ex-wife, who does not share a last name with him, is, and has been the sole member of Quantum Capital Funding LLC since August 2014.

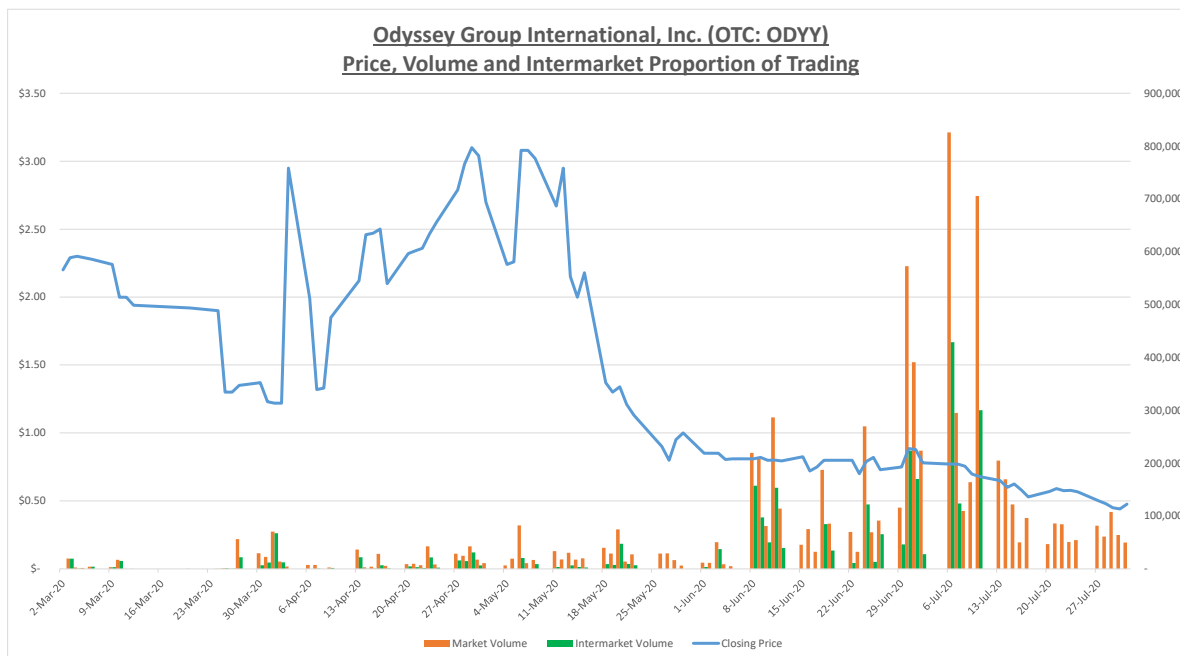
29. I have reviewed records provided to the Commission by the New York Promoter and participated in an interview with one of its employees. According to the employee, Abujudeh hired the New York Promoter to run several digital campaigns promoting various microcap stock, including Odyssey, Scepter, and CannaPharmaRX. Records reflect that Abujudeh was a subscriber, at various times, of several of their lists used to distribute promotional emails for these companies, including TheWolfofPennyStocks.com to which he was subscribed from November 16, 2015 to at least July 16, 2021.

30. I have reviewed records provided to the Commission by another Florida company (“Florida Promoter 2”) and participated in an interview with one of its employees. In relevant part the employee stated in substance, that he ran email lists which Abujudeh used for various promotions of microcap stocks, and that Abujudeh received, and regularly opened those emails from May 2016 through March 2021. The employee stated in or around March 2019 Abujudeh began going to banks to deposit money directly into Florida Promoter 2’s account for various digital promotion campaigns. Abujudeh would then contact the employee by encrypted text message and provide the name of a third party which the employee then inserted as the paying party in email disclaimers for various promotional campaigns, including Scepter.

31. I have reviewed over 40 promotional emails sent to distribution lists from March 26 to July 6, 2020 which promoted Odyssey stock and/or embed links to at least one website which promoted Odyssey stock. Attached hereto as Exhibits A through E are true and accurate copies of examples of those emails and the website as it existed on June 16, 2021 prior to being taken down.

32. Below is a chart, based on public market data and records I reviewed for a brokerage account held by Intermarket, that reflects for the period March 2, 2020, through July 31, 2020, Odyssey’s share price, trading volume, and Intermarket’s proportion of

Odyssey’s trading volume.



33. In total, between January 2020 and July 2020, brokerage records reflect Intermarket sold its 2,500,000 shares of Odyssey for approximately \$2.6 million as reflected by the table below:

Month	Net Quantity Purchased (Sold)	Net Proceeds (Cost)
January-20	(31,363)	\$ 63,573
February-20	(60,569)	\$ 125,394
March-20	(20,079)	\$ 45,519
April-20	(72,643)	\$ 280,582
May-20	(125,611)	\$ 239,036
June-20	(1,139,405)	\$ 958,114
July-20	(1,050,330)	\$ 838,947
Grand Total	(2,500,000)	\$ 2,551,164

34. As of June 2020, transfer agent records reflect that Odyssey had approximately 87 million shares outstanding, 1% of which is approximately 870,000 shares. Between April 13 and July 10, 2020 brokerage records reflect that Intermarket sold more than 2.4 million shares of Odyssey stock.

Scepter

35. I have reviewed transfer agent records and brokerage and bank records for accounts in the name of Intermarket. These records reflect that:

- a. Intermarket acquired 100,000,000 Scepter shares in October 2018 pursuant to a settlement agreement with another Scepter shareholder;
- b. Scepter's transfer agent issued the 100,000,000 million Scepter shares without restrictive legends to Intermarket on August 12, 2019, and Intermarket deposited these shares into a brokerage account in its name on or about August 15, 2019;
- c. At the time of this deposit, Intermarket's shares constituted approximately 91 percent of all Scepter shares that were deposited with brokerages and were available for trading on public markets;
- d. Transfer agent records further reflect Intermarket acquired an additional 176,881,720 Scepter shares issued without restrictive legends during 2020. Intermarket transferred 76,881,720 of these shares to a Canadian lawyer in November and December 2020; and,
- e. Bank records show Intermarket received wire payments from the Canadian lawyer's law firm totaling over \$6.7 million between January and April 2021. Additional bank records show the Canadian lawyer's firm paid another approximately \$849,000 to CZA, Inc. ("CZA"), another company controlled by Abujudeh during this same time period.

36. I have reviewed promotional emails sent to distribution lists from February to August, 2020 which promote Scepter and/or embed links to at least one website which promotes Scepter. Attached hereto as Exhibits F through H are true and accurate copies of

those emails and the website as it existed on June 16, 2021 prior to being taken down. The native version of Exhibit H bears a disclaimer on the bottom, written in white letters on a white background, rendering it unreadable without further manipulation. On page 8 of Exhibit H, that “disclaimer” is the white box to the left of the black box.

37. I have reviewed the summary and a preliminary transcript of a recorded telephone conversation between Abujudeh and the CW on March 10, 2020 in which Abujudeh said in relevant part in sum and substance that he spent \$45,000 to promote Scepter and had a net profit of about \$140,000 at that time.

38. In total, between August 2019 and September 2020, brokerage records reflect Intermarket sold over 150,000,000 shares of Scepter for approximately \$3.2 million as reflected by the table below. This summary does not include any trading that may have been done by the Canadian lawyer on Abujudeh’s behalf:

Month	Net Quantity Purchased (Sold)	Net Proceeds (Cost)
August-19	(10,000)	\$ 200
February-20	2,046,508	\$ (50,071)
March-20	(3,816,375)	\$ 210,276
April-20	(8,849,405)	\$ 504,613
May-20	(9,251,622)	\$ 318,524
June-20	(41,867,737)	\$ 932,294
July-20	(29,920,056)	\$ 481,173
August-20	(56,918,093)	\$ 804,548
September-20	(2,300,168)	\$ 22,631
Grand Total	(150,886,948)	\$ 3,224,188

39. As of June 2020, transfer agent records reflect that Scepter had approximately 2.1 billion shares outstanding, 1% of which is approximately 21 million shares. Between April 7, and July 30, 2020 brokerage records reflect that Intermarket sold more than 63 million shares of Scepter stock.

CannaPharmaRx

40. I have reviewed transfer agent records and brokerage and bank records for accounts in the name of Intermarket. These records reflect that:

- a. Intermarket acquired 3,125,000 CannaPharmaRx shares from a Canadian company on or before May 18, 2020;
- b. Intermarket paid the seller \$50,000 on April 24, 2020;
- c. Intermarket's CannaPharmaRx shares were issued on May 18, 2020 without restrictive legends;
- d. Intermarket then deposited the 3,125,000 CannaPharmaRx shares into its brokerage account on or about May 19, 2020; and
- e. At the time of the deposit, Intermarket's shares constituted approximately 81 percent of all CannaPharmaRx shares that were deposited with brokerages and were available for trading on public markets.

41. I have reviewed promotional emails sent to distribution lists from August to September, 2020 which promote CannaPharmaRx and/or embed links to at least one website which promotes CannaPharmaRx. Attached hereto as Exhibits I through J are true and accurate copies of an example of those emails and the website as it existed on June 16, 2021 prior to being taken down.

42. In total, between May 2020 and September 2020, brokerage records reflect Intermarket sold over 3.1 million shares of CannaPharmaRx for approximately \$3.3 million as reflected by the table below.

Month	Net Quantity Purchased (Sold)	Net Proceeds (Cost)
May-20	(28,217)	\$ 40,179
June-20	3,401	\$ 3,066
July-20	(13,286)	\$ 71,883
August-20	(742,537)	\$ 1,280,729
September-20	(2,344,061)	\$ 1,909,427
Grand Total	(3,124,700)	3,305,284

43. As of September 2020, transfer agent records reflect that CannaPharmaRx had approximately 42 million shares outstanding, 1% of which is approximately 420,000 shares. Between August 3, and September 29, 2020 brokerage records reflect that Intermarket sold more than 3 million shares of CannaPharmaRx stock.

44. I have reviewed bank and brokerage records for accounts in the name of Intermarket and CZA. These records reflect that:

- a. Since May 2017, Abujudeh has received at least 80 wire payments totaling over \$17.4 million from an Ontario law firm's trust account;
- b. Abujudeh applied for a brokerage account in the name of Intermarket at Cayman Islands registered broker ("Cayman Islands Firm") in or about October 2020; and
- c. From March 2 through May 3, 2021, Cayman Islands Firm has wired four payments to Intermarket totaling over \$8.8 million. Each of the wires from Cayman Islands Firm referenced "funds from stock sales" and identified the "UBO," or ultimate beneficial owner, as Abujudeh.

45. I reviewed bank records for Intermarket which reflected in April 2021, Intermarket made at least seven payments to various third parties by check totaling approximately \$1.5 million where six different microcap issuers' stock symbols were included on the memo line of the checks. Six of the seven checks reference "SPA," stock

purchase agreement, in the memo line of the check along with the stock symbol. The remaining check was payable to an accounting and auditing firm that is frequently used by microcap issuers.

46. I have searched Commission filings, and I have not identified an effective registration statement applicable to the sales by Intermarket of Odyssey, Scepter, or CannaPharmaRx shares summarized in Paragraphs 33, 38, and 42 above.

47. I learned today that Abujudeh was arrested and charged on a federal criminal complaint issued in the Eastern District of New York relating to certain conduct described herein.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on July 22, 2021, in Boston, Massachusetts.


Trevor T. Donelan