

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
CASE NO. 20-CIV-21964-CMA**

SECURITIES AND EXCHANGE
COMMISSION,
Plaintiff,

v.

TCA FUND MANAGEMENT GROUP CORP.,
et al.,
Defendants.

RECEIVER'S MOTION TO APPROVE COUNSEL IN CANADA

COMES NOW, Jonathan E. Perlman, Esq., Court-Appointed Receiver (“Receiver”) of the Receivership Entities,¹ by and through undersigned counsel hereby files this Motion to Approve Counsel in Canada to Recover Receivership Property (“Motion”) and accordingly states as follows:

1. On May 11, 2020, the Securities and Exchange Commission (“SEC”) filed its Complaint for Injunctive Relief against TCA Fund Management Group, Corp. (“FMGC”), TCA Global Credit Fund GP, LTD. (“GP”), (“Receivership Defendants”), and TCA Global Credit Fund, LP (“Feeder LP”), TCA Global Credit Fund, LTD. (“Feeder Ltd.”), and TCA Global Credit Master Fund, LP (“Master Fund”) (“Relief Defendants”) (collectively, “Defendants”). [ECF No. 1].
2. The SEC also filed an Expedited Motion for Appointment of Receiver. [ECF No. 3].
3. On the same day, the Court granted the motion and appointed Jonathan E. Perlman,

¹ All terms not specifically defined herein have the meaning ascribed to them in the SEC’s Motion for Appointment of Receiver [ECF No. 3] and the Court’s Appointment Order [ECF No. 5], and the Court’s First Expansion Order [ECF No. 16].

Esq., of the law firm Genovese Joblove & Battista, P.A. (“GJB”), as permanent Receiver over the Receivership Entities [ECF No. 5] (“Appointment Order”).

4. Pursuant to the Appointment Order, the Receiver is empowered to, among other things, “engage and employ persons in Receiver’s discretion to assist Receiver in carrying out Receiver’s duties and responsibilities...” *Id.* at § II ¶ 5.F. Specifically, the Receiver may solicit persons and entities (“Retained Personnel”) to assist the Receiver in carrying out his duties under the Appointment Order. *Id.* at § XIV ¶¶ 52–53.

5. At the commencement of the Receivership there were two active bankruptcy proceedings and one civil litigation case before courts in Quebec, Canada which involved Master Fund. At that time, TCA’s interests were being represented by Borden Ladner Gervais, LLP (“BLG”).

6. Acting under the express authority of the Appointment Order, the Receiver has been in communication with BLG and believed that it is in the best interests of the Receivership Estate to continue with BLG’s representation of Master Fund and advance the interests of the Estate in the Canadian courts through the conclusion of these matters. The civil case has a trial scheduled to commence next week in which Jacques Darche and Cristina Birks of BLG will represent the Receiver (in the shoes of the borrower) seeking to recover \$300,000 in receivables owed from a third party.

7. After weeks of negotiation, BLG and the Receiver have agreed to the following terms: a \$10,000 retainer, an overall discount on BLG’s hourly rates of 10%, and the payment of approximately \$7,000 in prior invoices. A copy of the proposed engagement letter is attached as Exhibit A.

8. In the Receiver’s best judgment, BLG is highly experienced in their respective

fields and would best be able to assist the Receiver in carrying out his duties in respect of the Canadian proceedings.

9. Accordingly, the Receiver seeks confirmation of approval to enter into the attached engagement and retain Cristina Birks and Jacques Darche of the law firm Borden Ladner Gervais, LLP.

WHEREFORE, Receiver, Jonathan E. Perlman, by and through his undersigned counsel respectfully requests that this Honorable Court grant the Motion and approve the Receiver's solicited professionals for engagement on this matter. A proposed order for the Court's consideration is attached as Exhibit B.

S.D. Fla. L.R. 7.1(A)(3) CERTIFICATE OF CONFERENCE

I, Irina Sadovnic, Esq., hereby certify that counsel for the Receiver conferred with counsel for the SEC on December 3, 2020, via phone regarding the requested relief and they authorized the Receiver to represent that the SEC does not oppose the relief sought.

GENOVESE JOBLOVE & BATTISTA, P.A.
Attorneys for Jonathan E. Perlman, Receiver
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By: /s/ Irina R. Sadovnic
Irina R. Sadovnic, Esq., FBN 124502
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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a copy of the foregoing was served via CM/ECF Notification and/or U.S. Mail to all parties and notification of such filing to all CM/ECF participants in this case on the 3rd day of December, 2020.

By: /s/ Irina R. Sadovnic
Irina R. Sadovnic, Esq.

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**[PROPOSED] ORDER GRANTING RECEIVER, JONATHAN E. PERLMAN'S,
MOTION TO APPROVE LEGAL COUNSEL IN CANADA**

THIS CAUSE, having come before the Court upon Jonathan E. Perlman, as Court-Appointed Receiver's ("Receiver") Motion to Approve Legal Counsel in Canada ("Motion") [ECF No. __]. The Court having considered the Motion and being duly advised in the premises, it is ORDERED AND ADJUDGED that:

The Motion is GRANTED. The Receiver is authorized to engage the services of the specified professional services entities described in the Motion at the stated hourly rates and terms in the proposed engagement letter.

DONE AND ORDERED, in chambers at Miami, Florida, this __ day of December, 2020.

CECILIA M. ALTONAGA
UNITED STATES DISTRICT JUDGE
DISTRICT COURT FOR THE SOUTHERN
DISTRICT OF FLORIDA