

4. Defendant admits the allegations of paragraph 4.

Appointment of Receiver

5. Defendant is without knowledge or information sufficient to form a belief as to the truth of the averments in paragraph 5.

6. Defendant is without knowledge or information sufficient to form a belief as to the truth of the averments in paragraph 6.

Background Facts

7. Defendant is without knowledge or information sufficient to form a belief as to the truth of the averments in paragraph 7.

8. Defendant admits that he is an individual but denies that he does business as Financial Risk Specialist. Financial Risk Specialist is a Delaware corporation. Defendant denies that he is one of Leitner's associates and that he benefitted from the Megafund investment program. Defendant is without knowledge or information sufficient to form a belief as to the truth of the averments in the second sentence of paragraph 8. Defendant admits that Financial Risk Specialist, a Delaware corporation received money from Joseph E. Ashmore but denies that it received \$167,316.00 from Joseph E. Ashmore and further denies the remainder of the allegations in the third sentence of paragraph 8. Defendant is without knowledge or information sufficient to form a belief as to the truth of the averments in the last sentence of paragraph 8.

9. Defendant is without knowledge or information sufficient to form a belief as to the truth of the averments in the first sentence of paragraph 9. Defendant denies the remainder of the allegations of paragraph 9.

COUNT ONE
Constructive Trust & Disgorgement

10. Defendant incorporates herein and realleges in full its answers to Paragraphs 1 through 9 of Plaintiff's Original Complaint.

11. Defendant admits that Plaintiff purports to seek the relief requested in paragraph 11 but denies that it is entitled to the relief it seeks.

12. Defendant admits that Plaintiff purports to seek the relief requested in paragraph 12 but denies that it is entitled to the relief it seeks.

COUNT TWO
Fraudulent Transfer

13. Defendant incorporates herein and realleges in full its answers to Paragraphs 1 through 12 of Plaintiff's Original Complaint.

14. Defendant admits that Plaintiff purports to seek the relief requested in paragraph 14 but denies that it is entitled to the relief it seeks.

COUNT THREE
Fees, Expenses, Costs and Interest

15. Defendant incorporates herein and realleges in full its answers to Paragraphs 1 through 14 of Plaintiff's Original Complaint.

16. Defendant admits that Plaintiff purports to seek the relief requested in paragraph 16 but denies that it is entitled to the relief it seeks.

17. Defendant admits that Plaintiff purports to seek the relief listed in his prayer for relief but denies that he is entitled to the relief he seeks.

WHEREFORE PREMISE CONSIDERED, Defendant respectfully prays that the Court grant judgment in his favor denying all claims asserted by Plaintiff, awarding costs and attorney's fees to Defendant, and awarding such other and further relief, both at law and in equity, to which he may show himself to be justly entitled.

Respectfully submitted,

VEON & ENGLAND, L.L.P.

By: _____


Austin H. England
Texas State Bar No. 06619750

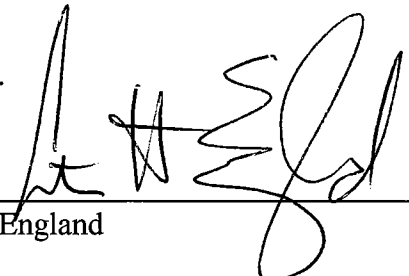
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ATTORNEYS FOR ALLAN CLARK

CERTIFICATE OF SERVICE

This is to certify that a true and correct copy of the above and foregoing instrument has this day been served upon all counsel of record, via Fax on this the 31st day of July, 2006, as follows:

Brent J. Rodine, Esq.
Quilling, Selander, Cummiskey & Lownds, P.C.
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Dallas, Texas 75201-4240



Austin H. England