

BEFORE THE OFFICE OF TAX APPEALS

STATE OF CALIFORNIA

In the Matter of the Appeal of:)
MS FOODS, LLC,) OTA No. 21129372
Appellant.)
_____)

CERTIFIED COPY

TRANSCRIPT OF PROCEEDINGS

Cerritos, California

Wednesday, March 15, 2023

Reported by:

MARCENA M. MUNGUIA,
CSR No. 10420

Job No.:
41027 OTA(B)

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15 TRANSCRIPT OF PROCEEDINGS, taken at
16 12900 Park Plaza Drive, Suite 300, Cerritos,
17 California, commencing at 1:03 p.m. and
18 concluding at 2:00 p.m. on Wednesday,
19 March 15, 2023, reported by MARCENA M. MUNGUIA,
20 CSR No. 10420, a Certified Shorthand Reporter
21 in and for the State of California.

1 APPEARANCES:

2
3 Panel Lead: ALJ ANDREW KWEE

4
5 Panel Members: ALJ EDDY LAM
6 ALJ ANDREW WONG

7
8 For the Appellant: MAHMOOD SAIFIE

9
10 For the Respondent: DEPARTMENT OF TAX AND
11 FEE ADMINISTRATION:
12 RANDY SUAZO
13 Hearing Representative
14 CARY HUXSOLL
15 Tax Counsel
16 JASON PARKER
17 Hearing Representative
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I N D E X

E X H I B I T S

(Appellant's Exhibit 1 was received at page 10)

(Appellant's Exhibit 2 was received at page 15)

(Respondent's Exhibits A-H were received at page 9)

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By Mr. Saifie 38

By Mr. Suazo 45

1 Cerritos, California, Wednesday, March 15, 2023

2 1:03 p.m.

3
4
5 JUDGE KWEE: We're opening the record in the appeal
6 of MS Foods, LLC. This matter is being held before the
7 Office of Tax Appeals. The OTA case is number 21129372.

8 Today's date is Wednesday, March 15th, 2023, and
9 the time is approximately 1:03 p.m.

10 This hearing is being conducted live in
11 Cerritos, California, and we are also live streaming on
12 OTA's public YouTube channel.

13 Today's hearing is being conducted by a panel of
14 three Administrative Law Judges. My name is Andrew Kwee
15 and I'll be the lead Administrative Law Judge. Judge
16 Eddie Lam to my right and Andrew Wong to my left are the
17 other members of this panel. All three of us will be
18 meeting after the hearing today and we will produce a
19 written result and the written decision as equal
20 participants.

21 Although I will be conducting this hearing, any
22 judge in this panel may interrupt at any time to ensure
23 that we have all the information necessary to decide this
24 appeal.

25 With that said, for the record, I'd ask that the

1 parties please identify themselves, and I'll start with
2 the representatives for CDTFA.

3 MR. SUAZO: Randy Suazo, Hearing Representative,
4 CDTFA.

5 MR. PARKER: Jason Parker, Chief of Headquarters
6 Operations Bureau with CDTFA.

7 MR. HUXSOLL: Cary Huxsoll from CDTFA's Legal
8 Division.

9 JUDGE KWEE: Okay. Thank you.

10 And I'll turn it over to the representative for
11 MS Foods.

12 MR. SAIFIE: Mike Saifie, representing MS Foods.

13 JUDGE KWEE: Okay. Thank you.

14 So we did have notice of panel change.
15 Judge Wong was substituting in for Judge Cho. I believe
16 we discussed that at the prehearing conference and my
17 understanding was there was no objections to that panel
18 substitution. Is that correct for CDTFA?

19 MR. SUAZO: That is correct.

20 JUDGE KWEE: Okay. And for Mr. Saifie?

21 MR. SAIFIE: Yes. That's okay.

22 JUDGE KWEE: Okay. Great. Thank you.

23 As far as the witnesses that we have for today,
24 CDTFA does not have and does not plan to call any
25 witnesses. For MS Foods, there's going to be one witness

1 and that was Mr. Saifie, the LLC member for MS Foods,
2 LLC. Is that correct for CDTFA, no witnesses?

3 MR. SUAZO: That is correct.

4 JUDGE KWEE: Okay. And Mr. Saifie, is that correct
5 for Appellant? You're the only witness today?

6 MR. SAIFIE: That's correct, your Honor.

7 JUDGE KWEE: Okay. Great.

8 As far as the exhibits, we did have some
9 exhibits that were distributed after the prehearing
10 conference and in addition, I believe I received
11 exhibits, and it appears to be a briefing, from
12 Appellant, a couple of minutes ago right before we
13 started.

14 So I'm going to start with the exhibits that we
15 had identified at the prehearing conference and which
16 were attached to the minutes and orders.

17 So for CDTFA, CDTFA timely submitted Exhibits A
18 through H.

19 CDTFA, do you have any additional exhibits or is
20 that the entirety of what we have for you?

21 MR. SUAZO: That's all we have at this point.

22 JUDGE KWEE: Okay. And Mr. Saifie, since you hadn't
23 had a chance to review those exhibits at the time of the
24 prehearing conference, I'd just turn back to you. Were
25 you able to review those exhibits and do you have a copy

1 of those exhibits?

2 MR. SAIFIE: No, your Honor. I don't have the
3 copies. They might have been e-mailed to me.

4 JUDGE KWEE: Okay. So after what we had -- after the
5 prehearing conference that we held, I should have sent a
6 copy of the exhibit binders, which was Exhibit 1 for
7 Appellant and Exhibits A through H for CDTFA, along with
8 the minutes and orders summarizing the deadlines. Did
9 you not receive that e-mail from OTA?

10 MR. SAIFIE: Your Honor, I really can't recall.

11 JUDGE KWEE: Okay.

12 MR. SAIFIE: I -- I'd just have to go back to my
13 e-mail spam folder if -- in case it went to Yahoo spam.

14 JUDGE KWEE: Okay. So I -- let me -- let me check to
15 see if we can get those exhibits printed out, printed out
16 for you. Is that something that you would -- you would
17 like to have right now, or if so, I can call a brief
18 recess to have them printed for you.

19 MR. SAIFIE: Your Honor, I think we are pretty much
20 on the same page. We had a prehearing twice, so I think
21 we are on the same page. I don't see anything different
22 in what has been presented to me.

23 JUDGE KWEE: Okay. Yeah. And just to clarify, I
24 believe the exhibits that CDTFA had, I mean, that we
25 discussed at the prehearing conference, those were just

1 the documents that had been provided during the briefing
2 period. So then you would have received those also
3 during that -- that time period. But I can ask that
4 those documents be forwarded to you again after the
5 hearing today, if you want to have a copy for your
6 records.

7 As far as what -- the exhibits that we do have,
8 did you anticipate having any objections to admitting
9 those documents into evidence for CDTFA?

10 MR. SAIFIE: No, your Honor. I think last time when
11 I was in the prehearing, my understanding is after this
12 hearing, I guess we want to go to offer in compromise and
13 settle this today. That's my understanding of this
14 appeal.

15 JUDGE KWEE: Okay. So let me get to that in a
16 minute. I would like to go through the exhibits, but I
17 will discuss that aspect shortly. But as far as
18 procedurally getting through this preliminary aspect, I'd
19 like to go through admitting the evidence before
20 discussing any aspects about the case.

21 MR. SAIFIE: Okay. Got it.

22 JUDGE KWEE: Okay. So without objection for CDTFA's
23 Exhibits A through H, then I will admit CDTFA Exhibits A
24 through H into evidence.

25 (Respondent's Exhibits A through H were received

1 in evidence by the Administrative Law Judge.)

2 JUDGE KWEE: And now I'd like to turn to Appellant's
3 exhibits. Appellant, Mr. Saifie, we did admit Exhibit 1,
4 which was a copy of some photos and two e-mails. It was
5 seven photos and two e-mails. We discussed and
6 distributed those after the prehearing conference, so
7 those were timely submitted, seven photos, two e-mails.

8 And CDTFA, did you have any objections to
9 Appellant Exhibit 1 consisting of the seven photos and
10 two e-mails?

11 MR. SUAZO: No objection.

12 JUDGE KWEE: Okay. So I will admit Appellant's
13 Exhibit Number 1 into evidence without objection.

14 (Appellant's Exhibit 1 was received
15 in evidence by the Administrative Law Judge.)

16 JUDGE KWEE: At this point, I'd like to turn to the
17 documents that were submitted today, which I will
18 collectively refer to as Exhibit 2.

19 So Mr. Saifie, I have some various documents
20 here.

21 And CDTFA, did you -- were you able to receive a
22 copy of Exhibit 2?

23 MR. SUAZO: Yes. We received it in the green room.

24 JUDGE KWEE: Okay. So those documents, it looks like
25 they are some statements and the police reports and some

1 bill -- billing notices, and there's also it looks to be
2 a summary of Appellant's position on this appeal.

3 Appellant, did you -- did you have a -- was
4 there a reason that you weren't able to submit these
5 exhibits within that 15-day time frame that we had
6 discussed during the prehearing conference?

7 MR. SAIFIE: Your Honor, I spoke to Nia -- I believe
8 that's her name -- and our discussion was I can bring
9 them on the hearing day because they were -- I just had
10 to do some research, and she said yes, just bring them on
11 the day of the hearing and bring six copies with it. So
12 I just brought six copies each.

13 JUDGE KWEE: Okay. And CDTFA, would you have
14 objections to admitting Appellant's Exhibit Number 2?

15 MR. HUXSOLL: We object based on the fact that it was
16 not timely submitted. And also, documents within
17 Exhibit 2, we object based on relevance because they
18 appear to be bank statements from 2023 and also a notice
19 of a demand from CDTFA for a subsequent audit period.

20 JUDGE KWEE: Okay. I -- and I do see that, and that
21 sort of brings us to the question about the offer in
22 compromise, settlement and bankruptcy. So why don't I at
23 this time pause and just go back to what you were
24 discussing a minute ago about the bankruptcy, offer in
25 compromise, and settlement, because we did discuss that

1 during the prehearing conference and my understanding was
2 that all the parties were on the same page that OTA
3 doesn't have jurisdiction to discuss settlement, OIC or
4 even bankruptcy or the risks of litigation, and because I
5 do see some of these documents that they are statements
6 dated in 2023 and it looks like they're -- they're bills,
7 that some of these might be getting at the ability to pay
8 or settlement.

9 So I just -- I guess I'd turn to Mr. Saifie.
10 Did you not understand that OTA can't address settlement
11 and bankruptcy and offer in compromises during this
12 hearing? That's outside our jurisdiction. That's
13 something that you would have to go through CDTFA to
14 handle.

15 MR. SAIFIE: I believe when I spoke to Mr. Randy, and
16 I believe their -- but Randy most probably can tell me
17 that. I believe this is the first time I heard the offer
18 of compromise going through, but yes, that was my
19 understanding, that this is a hearing where I will be
20 able to settle this as an offer in compromise and that's
21 why I didn't even appeal the second audit, because I just
22 want to lump sum everything into today's and just try to
23 get out without, you know, going through the attorneys
24 and finding a bankruptcy attorney and just settle this
25 today. But that was my understanding.

1 JUDGE KWEE: Okay. So I think there was a
2 misunderstanding there because the authority to settle or
3 to do an offer in compromise is exclusively within the
4 jurisdiction of CDTFA, so that process would have to be
5 initiated and completed through CDTFA's respective
6 departments. I believe that they would have a separate
7 department that handles settlement than the one that is
8 here today.

9 So today during this hearing, OTA, we cannot
10 settle the case, we cannot direct CDTFA to settle the
11 case, or we cannot accept a compromise on the liability.
12 Our role today is really limited to determining whether
13 the correct liability has been determined by CDTFA and
14 whether you or MS Foods, LLC has established, you know,
15 an exemption or exclusion or a basis for adjustment to
16 the liability that has been asserted by CDTFA.

17 We cannot consider the risks of bankruptcy, the
18 ability of you or MS Foods, LLC to pay what is asserted
19 by CDTFA and we can't consider external factors like the
20 risks of litigation in determining what the amount of
21 that liability is and what adjustments are warranted.

22 So what we are able to focus on today is only
23 really whether or not that liability was correctly
24 calculated and whether adjustments are warranted.

25 This is your hearing and during your

1 presentation, you will be able to discuss what you want.
2 You have your 20 minutes and you will be able to speak
3 during your 20 minutes; but I just clarify that in
4 helping OTA decide this appeal, the only items that we
5 can consider are whether or not adjustments are
6 warranted, whether liability is correctly calculated.
7 So it would help you with your presentation to focus on
8 the items over which OTA does have jurisdiction.

9 With that said, I did mention some aspects
10 relating to CDTFA's jurisdiction, so I would turn to
11 CDTFA to see if they have any concerns or objections or
12 if there's anything that they felt was not correctly
13 stated there.

14 MR. HUXSOLL: I do not believe so. We don't have any
15 further clarification of what you just stated.

16 JUDGE KWEE: Okay. Thank you.

17 So with that said, I'll turn back to the
18 Exhibit 2 and, you know, I realize the exhibit -- some of
19 these documents, they appear not to be fully relevant
20 because it appears they're going to be getting at the
21 ability to pay or settlement. But what I can do, I
22 could -- I could admit these exhibits for what they're
23 worth and OTA will consider them to the extent they are
24 relevant; and to the extent they're not relevant, we
25 wouldn't consider them, just in the interest of time

1 since we have them, and it would save time going through
2 page by page to determine which document is relevant and
3 which one isn't; if CDTFA has no objections, we'd
4 allow -- to allowing OTA to determine during the course
5 of deciding this appeal which is the appropriate weight
6 to give the documents.

7 MR. HUXSOLL: No, no objection.

8 JUDGE KWEE: Okay. So I will admit Appellant's
9 Exhibit Number 2 subject to this caveat that I just
10 mentioned, that they would be given the weight they are
11 worth, without objection from CDTFA.

12 (Appellant's Exhibit 2 was received

13 in evidence by the Administrative Law Judge.)

14 JUDGE KWEE: So Appellant, Mr. Saifie, did you -- did
15 you understand what I was trying to convey to you or did
16 you have any questions about that?

17 MR. SAIFIE: Yes, your Honor. I now have a better
18 understanding.

19 So just a quick question for clarification:
20 Should we postpone this meeting and then I go back and go
21 and offer in compliance and work with CDTFA and then come
22 back to this meeting --

23 JUDGE KWEE: So --

24 MR. SAIFIE: -- or this hearing? I'm sorry.

25 JUDGE KWEE: So I can't say whether or not CDTFA

1 would consider an OIC or a settlement either now or after
2 the liability has been determined by OTA.

3 That would be a determination that you would
4 have to make. Since we are here today and this was a
5 scheduled hearing and this is the -- this would be the
6 second postponement -- this was previously scheduled for
7 December -- I'm not sure at this point that we would want
8 to defer the hearing to pursue settlement or OIC and I
9 thought CDTFA had indicated that they might not -- excuse
10 me, CDTFA. Did you have a position on what CDTFA -- on
11 Appellant's request?

12 MR. PARKER: Yeah. So this was covered at the second
13 PHC. I know it was in the second PHC minutes and orders
14 discussing both the settlement and OIC. Obviously, OIC
15 is for a final liability. This case is not a final
16 liability, so it's not subject to consideration for OIC
17 at this point.

18 Settlement is -- you know, settlement and the
19 offer in compromise section are different sections than
20 the hearing representative group here today and the
21 taxpayer, the Appellant, has been in settlement twice
22 before and a settlement was not reached both times.

23 So we -- in -- it's our position that this case
24 should continue.

25 JUDGE KWEE: Okay. So -- so just to quickly

1 summarize it, it sounds like CDTFA wouldn't be willing to
2 pursue settlement because settlement has not been
3 successful in the past and that this case is not
4 currently ripe for OIC from CDTFA's perspective because
5 the liability is not yet final. Is that a correct
6 summary of your position?

7 MR. PARKER: Yes. That's correct.

8 JUDGE KWEE: Okay. So Mr. Saifie, did you -- did you
9 understand CDTFA's position or have a -- do you still
10 have a position on whether you're requesting settlement
11 or if you'd like to proceed today?

12 MR. SAIFIE: Definitely, your Honor. The whole
13 purpose was here to request a settlement and work with
14 CDTFA and settle it today. I understand their
15 perspective, too, and I definitely don't want to postpone
16 it, too, and that's why, you know, I guess we're all
17 here. But I just don't understand what CDTFA said, that
18 this is not even though -- we are here, but this is not
19 the final judgment? This is not a final verdict on what
20 I owe? Is that -- is that my clear understanding?

21 JUDGE KWEE: So my understanding is what CDTFA was
22 saying is that they only OIC, offer in compromise, a case
23 after the liability is final.

24 So because you are here today, OTA has not
25 issued a decision on this case, so this case is still in

1 a nonfinal status. It would have to be after we issue a
2 decision and that liability thereafter becomes final is
3 my understanding of when CDTFA would consider an OIC.

4 Is that a correct summary, Mr. Huxsoll?

5 MR. HUXSOLL: That's my understanding of the offers
6 in compromise program, that you have to have a final
7 liability. And because this is currently under appeal,
8 it's not a final liability, so it can't be considered for
9 offers in compromise.

10 JUDGE KWEE: Okay. Thank you.

11 So with that said, I don't believe OTA would be
12 able to postpone the case for purposes of settlement
13 since CDTFA indicated that settlement wouldn't proceed
14 and it doesn't appear like it would be a good cause to
15 defer for or postpone for OIC because they also wouldn't
16 consider OIC at this time.

17 So with that said, did you have any remaining
18 concerns or objections about proceeding today?

19 MR. SAIFIE: No, your Honor. I think it's pretty
20 clear that after moving from this hearing, the next step
21 will be offer in compromise --

22 JUDGE KWEE: Okay.

23 MR. SAIFIE: -- once it's settled, the liability
24 amount, I guess.

25 JUDGE KWEE: Okay.

1 MR. SAIFIE: And Cary and Randy, you can correct me
2 if I'm wrong.

3 JUDGE KWEE: Okay. So I believe we have CDTFA's
4 Exhibits A through H and Appellant's Exhibits 1 and 2
5 admitted as evidence, both without objections but subject
6 to limitations for Exhibit 2 for Appellant.

7 And we also discussed at the prehearing
8 conference that there was a related audit, but that audit
9 is not the subject to this appeal, so that's not
10 something we can discuss here because there was no appeal
11 at that audit pending before OTA. So the only issue
12 would be the case that was currently appealed and that
13 would be what would be considered when we issue our
14 decision, just that one liability period for April '18 to
15 June 30th, '19. The later audit period is not before OTA
16 today. So that was one other limitation I just clarified
17 about the scope of this hearing today.

18 As far as the issues, we did discuss those
19 issues during the prehearing conference, the tax, the
20 negligence penalty, and the 40 percent penalty, so I
21 won't restate those issues now.

22 I would ask the parties to confirm though that
23 the issues we discussed during the prehearing conference
24 are the only issues that are -- OTA is being asked to
25 resolve today.

1 CDTFA, is that a correct understanding for you?

2 MR. SUAZO: Yes, that's correct. Those are the only
3 issues.

4 JUDGE KWEE: Okay. And Mr. Saifie, were those three
5 issues, the issues that we discussed at the prehearing
6 conference, the issues that you understand an appeal --
7 on appeal before OTA today?

8 MR. SAIFIE: Your Honor, can you repeat those three
9 issues?

10 JUDGE KWEE: Okay. So the issues -- so I'll just
11 restate them since I think you had an issue receiving the
12 minutes and orders.

13 The first issue was whether Appellant
14 established a basis for adjustments to the measure of
15 unreported taxable sales; the second issue was whether
16 Appellant was negligent, and the third issue was whether
17 CDTFA properly imposed a 40 percent penalty pursuant to
18 Section 6597, and whether Appellant established the basis
19 for relief of that penalty is a sub issue.

20 MR. SAIFIE: I understand, your Honor.

21 JUDGE KWEE: Okay. Okay. Great. So those will be
22 the issues that we discuss today and that will be the
23 focus for the hearing.

24 As far as the time estimates, I had allocated 20
25 minutes for Appellant's presentation and testimony and 20

1 minutes for CDTFA's presentation. Each party was being
2 allocated five minutes on rebuttal and then we would
3 conclude.

4 Mr. Saifie, I believe you had asked -- inquired
5 about the time estimates, so I'd just confirm is that --
6 is the 20 minutes adequate for you?

7 MR. SAIFIE: It should be, your Honor.

8 JUDGE KWEE: Okay. Perfect. And if you need to go
9 over a couple minutes, that's fine, too. This is
10 primarily for calendaring purposes. As long as we're
11 generally within that time frame, we're good.

12 For CDTFA, is the 20 minutes fine for you?

13 MR. SUAZO: That should be fine.

14 JUDGE KWEE: Okay. Great.

15 With that said, I believe we're ready to get
16 started. Are there any final questions before I turn it
17 over to Appellant's representative for his opening
18 presentation? Again, that's allocated at 20 minutes.

19 JUDGE WONG: Could I ask, Mr. Saifie, for you to
20 speak louder into your mic? I'm having a little trouble
21 hearing you. I'm having trouble hearing some of your
22 responses.

23 MR. SAIFIE: Sure. Is it better, your Honor?

24 JUDGE WONG: Yes. Thank you.

25 JUDGE KWEE: Okay. Are there any other questions or

1 comments before we get started today, before we turn it
2 over to Mr. Saifie?

3 Okay. Mr. Saifie, you have 20 minutes. You may
4 proceed.

5 MR. SAIFIE: Thank you, CDTFA and honorable judges,
6 for this hearing.

7 I just want to start with Exhibit 2, which was
8 collectively done, and the first page is GL commit
9 report, but this exhibit is also part of the CDTFA
10 exhibit. It is the GL commit report, sales report of the
11 sales tax liability for the period showing from April --
12 April 12 to August 30th, which is the tax liability.

13 CDTFA -- my thing was CDTFA acknowledged and
14 never disputed this is a legit report from point-of-sales
15 system we were able to produce and so my contention was
16 that if this is what it is, then this tax liability
17 should be based on this, not something a presumption or
18 going into the third or fourth round and getting the data
19 from a franchisee which was inputted incorrectly and we
20 are still working with the franchisee and they have put
21 me in a default.

22 So if this evidence was accepted by CDTFA, why
23 they went in and I opened up our POS system, they
24 retrieved all the data, all our DBA files, reinflated
25 it --

1 JUDGE KWEE: Mr. Saifie, I'd just ask you if it's
2 possible, could you please slow down a little --

3 MR. SAIFIE: Okay.

4 JUDGE KWEE: -- bit because we have a stenographer
5 who has to transcribe what you're saying and it makes it
6 difficult for her --

7 MR. SAIFIE: My apologies, your Honor.

8 JUDGE KWEE: -- when you speak a little faster.

9 MR. SAIFIE: So -- so I would like this evidence to
10 be weighted. If they never had any issue, they never
11 rejected it, I would like our honorable judges to
12 consider this, that this exhibit shows the tax liability,
13 not the amount which they have come up on their own
14 without going into the POS system.

15 And also, there was varied other evidences.
16 When they retrieved the data from our POS system, all
17 their numbers matched with this report; however, they
18 went and got some data from a franchisee site which was
19 reported to the third party, franchisee's reporting
20 system, which we also found out was reported in error by
21 the previous general manager because she didn't know what
22 she was doing and I didn't know what we're supposed to
23 do, because those numbers was -- collectively were
24 reported from all the Hooters.

25 This particular location, I bought as an

1 individual location rather than, you know, part of five,
2 and the previous owner, Hoots Wings, sold all his
3 West Covina and divested to different franchisees. I
4 just got this one location.

5 So whenever those franchisee numbers were
6 reported to HOA, they were reported collectively of five
7 Hooters. They were not just mine and CDTFA used those
8 numbers rather than using a report which was provided to
9 them from the point-of-sale system. Also, they have the
10 accurate data which matched with these sales numbers when
11 they came in and I opened the computers to them.

12 That's one thing.

13 The second thing is at the prehearing, I was
14 asked to bring -- again, this is -- this is collectively
15 Exhibit 2 -- a police report where it shows it's dated
16 January 8, 2021. It's an embezzlement report of my
17 general manager and a couple of bartenders. They were
18 involved in stealing money and doing the incorrect
19 reporting.

20 I myself as a public employee, so I just didn't
21 have enough time to go in the daytime and I would just --
22 went there after work or when we -- when I was off. So,
23 again, yes, I was negligent of not keeping an eye on my
24 employee, but there was always -- as an employer and
25 employee, there's a trusted relationship. So Nicole Erin

1 Hart or --

2 JUDGE WONG: Could you please not mention their
3 names? We don't need to know their names.

4 MR. SAIFIE: Okay. Got it, your Honor.

5 JUDGE WONG: Thank you.

6 MR. SAIFIE: Okay. So they were involved and this
7 police report was made with their names on it and I
8 believe in my prehearing they said that they will
9 consider if I produce the report that, you know, I was
10 the victim by the employees and victim of embezzlement
11 where it put undue pressure on me to properly pay.

12 So those are the two main ones; right?

13 The third ones and the rest of them and then
14 what I have produced, exhibits earlier via e-mail, those
15 pictures, they are the clear indication. There was
16 something recently -- because of course as a
17 nonbusinessman or trying to become a business owner, the
18 major issue was sales did go through through our POS
19 system recently, but we never were able to collect the
20 money.

21 So about a month ago, I did the audit, and it's
22 called Fraud Century Report, where we had a sale of 6- or
23 7,000 and only \$1,000 came in and the rest, \$5,000 went
24 offline. So apparently there was a glitch including CBS,
25 who provided support. They're working on it today to fix

1 that glitch because many of our sales went through our
2 point-of-sale system and it shows a credit card ran, but
3 it was offline, but I have authorizations from 2019
4 sitting in the system, showing that they were never
5 converted to sales. They were just preauth.

6 So definitely there was another negligence or
7 issue with the POS system which we weren't aware. So a
8 lot of sales, they might show in our POS system, but we
9 were never able to collect in terms of dollars, neither
10 sales tax dollars or the cost for the food, and that's
11 put undue pressure on us. So I would like CDTFA also to
12 please consider that as waiving the negligence fee and
13 negligence penalty.

14 And once again, I'm here to resolve the matter
15 as fast and as quick as I can.

16 And the rest of the exhibits and collectively,
17 they are -- and since, of course, COVID hit and I was
18 trying to hold on it.

19 There is a couple of lawsuits. The two girls
20 came back and they filed a lawsuit on me. It's an
21 ongoing lawsuit, cost us so far \$250,000, putting us to
22 literally at the brink of bankruptcy. They filed a
23 lawsuit against me and I'm still trying to resolve that
24 frivolous lawsuit, and that's causing another issue.

25 That led to my -- my evidence that yes, the

1 sales were there, but the money never came into our
2 account. If you see one of the exhibits collectively was
3 produced from Pro Equity, that's our rent due for
4 \$495,000, almost half a million dollars, and it is not
5 collectively rent for the last few months. It is the
6 rent because we have -- I have been behind since 2018.

7 And last story, which is maybe a success story
8 is -- and I'll conclude with that -- that this Hooters
9 was shutting down for so many issues and I only end up
10 getting it. I said, Well, let me go and I can turn
11 around and save all the jobs and pay the payroll taxes
12 and not only, you know, have employees and contribute
13 myself to be a good citizen and having employees, but
14 this has been nothing but a nightmare.

15 And I would like my -- CDTFA to consider all
16 these evidences, remove the penalty because I was
17 negligent, yes, but negligent because, you know, I
18 trusted my employees who did the embezzlements and the
19 point-of-sale system which -- which recording the sales
20 but pulling all those credit cards offline God knows for
21 how long, and they're still resolving that issue as of
22 today; and that you can see that the rent has been past
23 due, which will simply put the evidence in apples to
24 apples that no, this issue has been -- the money issue
25 has been there from day one and now we are just trying to

1 find out why, and that's where I want to settle this
2 offer in compromise, being negligent because of all these
3 issues I had with employees and general manager who was
4 terminated.

5 I did try to file charges against her, too, but
6 this -- I spoke to the district attorney of Riverside
7 County and he said, "Just move on and don't file any
8 charges" and that's where I am, and against those
9 employees also, which I was able to -- with evidence,
10 able to find that they were stealing it as a ring, you
11 know, general manager along with two senior bartenders.

12 Thank you, your Honor.

13 JUDGE KWEE: Okay. Thank you.

14 I just had a question or two, to make sure I was
15 understanding what you were saying.

16 So the general ledger report that you submitted
17 today, that was page two of your packet after the Pro
18 Equity statement? Is -- if my understanding was correct,
19 you were saying that the audit included sales from five
20 Hooters locations, four of which were not at your Hooters
21 locations? So then this was to show that the correct
22 amount of the sales for your location? Was that what you
23 were saying?

24 MR. SAIFIE: Right, your Honor. So when I received
25 the audit package when I spoke to Maria Lefar (phonetic),

1 the CDTFA person, she said that they got the sales report
2 number from Hooters franchisee, some third-party agency,
3 and I asked her, "Who are they, because I don't know."
4 She said, "Well, somebody was reporting it," but those
5 were reporting it for the Hoots Wings numbers
6 collectively for five different Hooters, not a single
7 location.

8 This location was shut down in February. I only
9 acquired it in April and just reopened it. So of course
10 sales were slow for those years. So this report shows
11 the correct sales tax. CDTFA never came back, never
12 disputed it. They were able to find the numbers. They
13 called DBA files. They even told me their forensic guy
14 came in. He said, Yep, these numbers matched with
15 your -- this location, but the numbers we got from the
16 third party are way different. And I only realized,
17 well, they are collectively reported to five different
18 Hooters locations. They are not just my particular
19 location.

20 David Chang -- sorry for mentioning the name.
21 There were like four different individuals who ended up
22 buying these five different Hooters and I was able to get
23 this one, part of the liquidating sales.

24 JUDGE KWEE: Okay. And my other question is you were
25 talking about the sales that didn't go through because

1 they were preauthorization charges.

2 So if -- my understanding is people would go
3 order a meal and then there would be a preauthorization
4 charge, but your business didn't ultimately charge them
5 for the food and that was what you're asking for an
6 adjustment for, and that was your Exhibit 1, the photos?

7 MR. SAIFIE: Right, your Honor. If you see the Fraud
8 Century Report, that was recently brought to my attention
9 because I'm just having a severe problem paying the bills
10 and what we found out, there were -- a lot of sales went
11 offline. Every time there's an Internet connectivity
12 issue -- there is no Internet in that plaza and when we
13 tried to acquire Frontier or the Spectrum, they said I
14 have to pay \$650,000 to bring a line into a business.
15 It's different than commercial versus residential. Since
16 a commercial location, I have to bear the costs to bring
17 the Internet. So we always have this -- what do you
18 call it -- hotspot Internet at that location, or it was a
19 DSL modem.

20 So a lot of times sales went in. They went in
21 as an offline preauth. They give you sort of like a fake
22 authorization number so the customer kind of knew yeah,
23 this is -- this is the authorization, but they were never
24 converted into the sale.

25 For -- and many of the credit cards are

1 declining. I tried to go back. I said, Well, I'm going
2 to try to go back and collect this morning. They started
3 declining it because they were just going offline also,
4 giving a sort of -- I don't know the right word -- it's
5 fake or some dubious authorization number starting with a
6 4 so it looks like it's a sale, but it's never a sale.

7 When the system would come back online, I was
8 never told that I have to go back until recently I found
9 out from shift 4, and that issue happened with the
10 Heartland.

11 And this audit period with the Heartland credit
12 card company merchant processor, I tried to contact them
13 about preauth and they said, "No, it's been too long."
14 They cannot provide me no data or preauth, but I do have
15 some data from shift 4 for last year since we changed the
16 merchant.

17 JUDGE KWEE: Great. Thank you for clarifying.

18 And when we do turn it over to CDTFA, I'd ask if
19 CDTFA could address those two issues that were brought
20 up, the one about the preauthorization charges and the
21 second one about including sales from four other Hooters
22 locations, which I believe are Exhibits 1 and 2
23 respectively for Appellant.

24 But before I turn it over to CDTFA, I'll start
25 with Judge Lam. Did you have any questions for

1 Appellant?

2 JUDGE LAM: This is Judge Lam speaking. I don't have
3 any questions.

4 JUDGE KWEE: Okay. Judge Wong, did you have any
5 questions for Appellant?

6 JUDGE WONG: No questions. Thank you.

7 JUDGE KWEE: Okay. Then I will turn it over to
8 Mr. Suazo. You have 20 minutes for your opening
9 presentation. Thank you.

10 MR. SUAZO: Thanks.

11 The Appellant operates a Hooters restaurant
12 franchise in Riverside, California. The restaurant has a
13 full bar. The audit period is from April 12, 2018
14 through June 30th, 2019, which encompasses five quarters.

15 Records reviewed include general ledger reports,
16 franchisor-provided sales reports, point-of-sale reports,
17 and 1099 credit card sales information for 2019.

18 Audited sales of 879,000 are on an actual basis
19 for the period from April 12, 2018 through
20 September 30th, 2018. The sales are based on sales
21 information obtained from the franchisor, Exhibit D, page
22 35.

23 Appellant's recorded sales for their POS system
24 were utilized to determine audited taxable sales of
25 \$893,970, again, on an actual basis for the period from

1 January 2019 through June 30th, 2019, Exhibit E, page 62.

2 Because no documentation was provided for the
3 fourth quarter of 2018, an average daily sales amount was
4 calculated based on the four quarters established audited
5 sales. The average daily sales amount was then
6 multiplied by the number of days in the quarter to
7 compute \$458,000 for the fourth quarter of 2018,
8 Exhibit D, page 34.

9 Audited taxable sales of 2.2 million were
10 compared to reported taxable sales of \$91,000 and the
11 resulting difference of \$2.140 million was assessed as
12 unreported taxable sales, Exhibit E, page 29.

13 Appellant claims that the \$78,556 in sales tax
14 indicated on the GL commit report, Exhibit E, page 57,
15 also second page of Exhibit 2, is all sales that is owed.
16 The GL commit report data range states from April 12th,
17 2018 through June 30th of 2019. However, based on the
18 data download for the period from December 31st, 2018
19 through July 26, 2019, the dates from April 18, 2018
20 through December 30th, 2019 are not included in the
21 stated sales tax amount.

22 Review of the data download, Exhibit E, pages 69
23 and 70, shows that the \$78,556 is sales tax collected
24 from December 31st, 2018 and is -- excuse me -- with \$909
25 and sales tax collected for December 31st, 2018, one day

1 only, and \$77,648, which is \$38,950 for the first quarter
2 of '19, 2019, and \$38,698 for the second quarter of 2019
3 in sales tax collected for the period from January 1st,
4 2019 through June 30th, 2019. Therefore, the sales tax
5 amount shown in GL commit report, Exhibit E, page 57,
6 does not account for the entire audit period.

7 Analysis of the 1099-K report for the first and
8 second quarter of 2019 revealed that roughly 72 percent
9 of sales were paid using credit card. Based on the type
10 of restaurant that the Appellant operates, the credit
11 card percentage appears to be reasonable, Exhibit H, page
12 711.

13 The records reviewed by the Department for the
14 second and third quarters of 2018 and the first and
15 second quarters of 2019 disclosed that the Appellant
16 collected sales tax reimbursement on its taxable sales.
17 The percentage of unremitted sales tax reimbursement
18 collected for each quarter was over 90 percent. The
19 unreported sales tax reimbursement collected averaged
20 well over \$1,000 per month, Exhibit E, page 43, and
21 Exhibit G, page 708.

22 Based on the review, all the necessary elements
23 to impose the penalty pursuant to Section 6597 were met.
24 Therefore, the penalty for failure to timely remit sales
25 tax reimbursement collected was applied to the following

1 periods: second and third quarters of 2018 and first and
2 second quarters of 2019, Exhibit E, page 41 to 43. The
3 penalty was not applied to the fourth quarter of 2018;
4 however, a negligent penalty was added to that quarter.

5 While this was the Appellant's first audit, it
6 was -- it was still proper to impose a negligence
7 penalty, as Appellant could not have held a good-faith
8 and reasonable belief that his recordkeeping and
9 reporting practices were in substantial compliance with
10 sales and use tax law.

11 This concludes our presentation. I'm available
12 to answer any questions you may have.

13 One of the questions that you had about the four
14 others being included in the 2018 period, if you look at
15 the average sales on a quarterly basis on page 52, which
16 I believe is D -- no, E-52, the sales prior to -- well,
17 where we got the franchise information is 443,000 and
18 490,000. The amounts when we had the data download,
19 which he's not disputing at this point, is 448- and 445-.

20 So they're pretty similar. This appears to be
21 one Hooters only. If it was going to be five, it would
22 be in the million-dollar range, probably around 2
23 million. So this is for -- only for this Hooters
24 location when the franchisee information was obtained.

25 JUDGE KWEE: Okay. Does that conclude your

1 presentation, Mr. Suazo?

2 MR. SUAZO: And the preauthorization portion, if you
3 could sort of let me know what you're actually asking on
4 that portion.

5 JUDGE KWEE: I was referring to his opening
6 presentation, Mr. Saifie's opening presentation. I think
7 he had indicated that Exhibit 1 was provided to show that
8 there were some sales that were preauthorized charges
9 that were picked up in the audit but that were --
10 ultimately, they didn't collect that money because the
11 preauthorizations didn't convert over to billed charges
12 to their credit card. I believe that was what was
13 discussed.

14 MR. SUAZO: If you're looking at those
15 preauthorization charges, they take place in February of
16 2023. The audit period is well past that, so I'm not
17 really sure if that occurred in 20- -- the audit period
18 because we have no evidence to show that.

19 MR. PARKER: Also, Judge Kwee, I'd just like to add
20 that the data file that we downloaded is the sales file,
21 which is the completed sales. Preauthorization, you
22 know, noncompleted sales in a point-of-sale system aren't
23 part of the completed sales. That's why they need -- all
24 tickets need to be closed out so everything can
25 reconcile.

1 So the file that we used that makes up those
2 first and second quarter of 2019 are the completed sales
3 and he even agrees that that amount matches the POSitouch
4 report that is part of Exhibit 2, which we indicated
5 matches up with the data file, the data download that we
6 downloaded. So the preauthorization has nothing to do
7 with the completed sales that are in our -- in, from his
8 records, the data file that we downloaded.

9 JUDGE KWEE: Okay. Thank you.

10 Does that conclude your opening presentation,
11 Mr. Suazo?

12 MR. SUAZO: Yes.

13 JUDGE KWEE: Thank you.

14 I will turn it over to Judge Lam. Judge Lam,
15 did you have any questions for CDTFA?

16 JUDGE LAM: This is Judge Lam speaking. I don't have
17 any questions.

18 JUDGE KWEE: Okay. Thank you.

19 Judge Wong, did you have any questions for
20 CDTFA?

21 JUDGE WONG: No questions. Thank you.

22 JUDGE KWEE: All right. So at this point, we're
23 ready to move on to the closing remarks and I'll turn it
24 over to Mr. Saifie. Mr. Saifie, you have five minutes
25 for your closing remarks.

1 MR. SAIFIE: Thank you, your Honor, and thank you,
2 CDTFA.

3 So it seems like, your Honor, that CDTFA does
4 agree that they downloaded it and there were no
5 discrepancy according to them with the report I provided
6 with 78,000 and what they have received.

7 And so, again, my contention is if why there's a
8 big variance. Of course they are the expert. I'm not a
9 tax expert. I'm just the guy who wants to own a
10 restaurant. Do I ever had a person -- that's never had a
11 person, an accountant or outside accountant or myself.
12 It's just me and I trusted G.M. to make sales reports,
13 enter the data and also pay the sales tax. That was just
14 naive of me and then of course that's the reason I'm
15 here.

16 So since they're accepting, it seems like
17 they're accepting that there is no dispute on the data
18 downloads and the reports I provided, I would like to --
19 and that means there is a dispute of their numbers from a
20 download they have received from a franchisee versus what
21 they have received from the -- our POS system by their
22 forensic auditor, the database files, and the report
23 provided. They do match; however, they're saying that
24 the third-party report they have received is reporting
25 something different and I still don't know where they got

1 their data from and who was the source for that data.

2 The second thing is just to clarify the sales
3 issue of the credit card, yes, on the POS system it will
4 show a complete sale, so the customer will never walk out
5 because he thinks that his sales, we get their credit
6 card signature; right?

7 But our credit card system is way different.
8 This is the problem which I found recently. It doesn't
9 mean that it didn't exist before. If it existed today,
10 what are the justification it didn't -- it wasn't there
11 before? It could. It could not have.

12 So I just -- so that -- for benefit of doubt, I
13 want CDTFA to consider that yes, customers came in. We
14 presented the slip. It went in. But our credit card
15 settlement batch processing is totally different. It's a
16 third party. It's not part of our POS system. So the
17 sale will show on a POS system, yeah, customer came in,
18 Mike Saifie, he collected it, he got the receipt and he's
19 out the door, but he most probably will look and it will
20 show a preauthorization charge on his credit card for
21 three or four days and then it just falls off after five
22 days or after six days because it was -- just never got
23 converted into a sale by our credit card processing
24 company or the batch processing, which is a totally
25 third-party independent system. So that's created

1 another ambiguity and that created another issue for me.

2 And, again, I want CDTFA to consider the police
3 report on this negligence. You know, yes, the report was
4 made untimely that -- against -- against -- and then I
5 can even provide most probably if I go back to district
6 D.A. when I tried to file charges and tried to recover
7 and they said no, there's no reason for it. It's just
8 too much. It will not be viable to go and collect -- and
9 try to collect, because I just followed their advice at
10 that point.

11 JUDGE KWEE: Okay. Thank you. Does that conclude
12 your final remarks?

13 MR. SAIFIE: That does conclude with this, that when
14 CDTFA rep went into his exhibits and went into different
15 periods of December '18 and 38,000 and 2019 audit period
16 and he mentioned all these numbers. Your Honor, they do
17 tie. It seems like they're agreeing that they do tie
18 with the report, the tax amount reported here, and the
19 only variance is my net sales in the report shows 899,722
20 and I believe CDTFA mentions 749-. I wrote somewhere
21 here. It was less.

22 So even though if you look at this report, I'm
23 showing you that I have made more sales compared to what
24 they were saying when they downloaded the data from my
25 computers, so --

1 JUDGE KWEE: Okay. Thank you.

2 So Judge Lam, did you have any questions for
3 Appellant?

4 JUDGE LAM: This is Judge Lam speaking. I don't have
5 any questions. Thank you.

6 JUDGE KWEE: Judge Wong, did you have any questions
7 for Appellant?

8 JUDGE WONG: Yeah. I just wanted to clarify.

9 So you're saying there's two sources of your
10 sales. One's your third-party credit card processor and
11 then a report that goes to the franchise -- the Hooters
12 franchisor; is that right?

13 MR. SAIFIE: Yes, your Honor. So the report they
14 collected it, it was part of the Hoots Wing prior owner
15 reporting system. I never used it, I never had that
16 access, and they were collectively reporting based on
17 each individual location and somehow it got reported to
18 the third-party franchisee system. That's what CDTFA
19 got, collected the data. I don't have the access to it.
20 I until this day never provided the data to that
21 third-party resource and I don't know who the -- who that
22 company is.

23 JUDGE WONG: Yeah. I'm kind of more focused on the
24 preauthorization aspect of your argument where you said
25 that credit card sales preauthorized, but then they fell

1 off.

2 MR. SAIFIE: Yes, your Honor. So the way it works,
3 when you go in, even including the hotel, they take
4 preauthorization and that preauthorization is not
5 converted into a sale. Then after three or four days, it
6 just falls off.

7 So, for example, if I'm dining in, if I do see a
8 preauthorization for \$78, but if it's not converted every
9 night as a batch processing into a sale, that will fall
10 off after three days because preauthorizations are
11 temporary on the credit card. And that's what we have
12 discovered in our recent, recent audit.

13 JUDGE WONG: So it would report a sale to the
14 franchisor but not to the credit card? So were these
15 actual sales that went through or no?

16 MR. SAIFIE: So -- so these actual sales happened on
17 a POS system, point-of-sale system.

18 JUDGE WONG: So they were actual sales. They
19 didn't --

20 MR. SAIFIE: They were actual sales.

21 JUDGE WONG: They were completed.

22 MR. SAIFIE: Right. They were completed in the
23 point-of-sale system, but our credit card system is
24 totally separate. In most of the franchisees' locations,
25 it's totally separate. The glitch was those

1 preauthorizations never got converted by our merchant
2 services into a sale. So the data that got uploaded from
3 the POS system is one, but the credit card system is
4 totally separate.

5 JUDGE WONG: But it sounds like the credit card
6 system would be undercounting sales if it's -- if the
7 reports to the franchisor are more thorough. So it would
8 seem that the franchisor's record would be more complete
9 than the third-party credit card processor, which the
10 preauthorizations would fall off. No?

11 MR. SAIFIE: So the reports which franchisor or now
12 they have their own system they collect by themselves, we
13 never report. As far as I know, they collect. They will
14 collect the point-of-sale system, yes, your Honor; but
15 they will not know and they cannot guarantee. They will
16 not know that we were able to collect all the amount on
17 that sales.

18 For example, the pictures provided, one of them,
19 Exhibit 1, shows that we had about \$8,000 in sales and I
20 believe we only collected \$1,000 and that's become my
21 flash point in recent audit. I said, Wow, what happened?
22 It was a UFC -- it was Sunday Super Bowl. We had a great
23 sale, but we only collected \$1,000 into the bank account.

24 As far as franchisor, they think, oh, yeah, that
25 Hooters in Riverside had a great sales of 6- or \$7,000,

1 but in reality, we were not able to collect on all the
2 sales. It just went offline and we had that issue. And
3 we are dealing with CBS. They have opened the case right
4 now.

5 JUDGE WONG: But the sales were made; right?
6 Regardless of whether you collected or not, the sales
7 were made?

8 MR. SAIFIE: The sales were made. The food went out.
9 I lost in food, I lost in labor cost, and the customer
10 got the food and they walked out without -- technically
11 without paying it, so they got everything for free. I
12 was never able to finalize -- make the final charge on
13 their credit card.

14 JUDGE WONG: Okay. Got it. Thank you. No further
15 questions.

16 JUDGE KWEE: Okay. Mr. Saifie, since you had
17 provided testimony about the background facts that
18 occurred during the audit period, I'd like to swear you
19 in. I believe I had omitted the swearing-in aspect at
20 the start of your presentation.

21 So if you would raise your right hand now, I
22 will do so.

23 Mr. Saifie, do you swear or affirm that the
24 testimony you provided today is the truth, the whole
25 truth, and nothing but the truth?

1 MR. SAIFIE: Yes, your Honor.

2 JUDGE KWEE: Okay. Thank you.

3 And at this point, I'll turn it over to CDTFA
4 for your concluding remarks before we finish with the
5 hearing today.

6 MR. SUAZO: I just want to reiterate that the
7 franchise tax -- the franchise information was for the
8 first two quarters of the audit period, and so there was
9 no duplication or the data download does not include the
10 franchise period. The data download is for the last --
11 the last two quarters, not the first two quarters, but
12 only the last two quarters of the audit period.

13 They did reconcile with Mr. Saifie's report.
14 Once you base it -- once you break it down on a quarterly
15 amount, and if you look at page -- if you look at -- if
16 you look at the report, you'll see that that will
17 reconcile based on a quarterly basis, as I had stated in
18 the presentation.

19 So just to get that out of the way -- bless
20 you -- and the period that we did not have records for
21 where we didn't have either franchise records or we
22 didn't have the data download, we did an estimate based
23 on daily sales to come out to what the amounts are.

24 Also, if you look at the -- on Exhibit H, the
25 payments per credit card pretty much tie in sort of close

1 to what you would expect from his sales in the 2019
2 period. Again, it's around 70 percent credit card, about
3 20-some percent in cash, which is pretty reasonable for
4 this type of operation.

5 JUDGE KWEE: Okay. With that said, I believe we are
6 ready to conclude.

7 Judge Wong, did you have anything further before
8 we conclude today?

9 JUDGE WONG: No further questions. Thank you.

10 JUDGE KWEE: Okay. Judge Lam, did you have anything
11 further before we conclude today?

12 JUDGE LAM: No further questions. Thank you.

13 JUDGE KWEE: Okay. Then this case is -- we're ready
14 to conclude with this hearing today.

15 This case is submitted on Wednesday, March 15th,
16 2023. The record is now closed and this also concludes
17 the hearings that we have scheduled for today. The OTA
18 judges in this appeal will meet after today's hearing and
19 discuss this case and we'll issue a written opinion
20 within 100 days of today's date. Thank you, everyone,
21 for coming in.

22 MR. SAIFIE: Thank you, your Honor. Thank you,
23 CDTFA.

24 (Proceedings concluded at 2:00 p.m.)
25

1 REPORTER'S CERTIFICATION

2
3 I, the undersigned, a Certified Shorthand
4 Reporter of the State of California, do hereby certify:

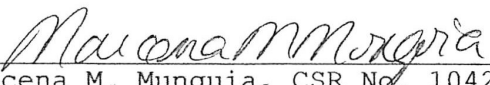
5 That the foregoing proceedings were taken before
6 me at the time and place herein set forth; that any
7 witnesses in the foregoing proceedings, prior to
8 testifying, were duly sworn; that a record of the
9 proceedings was made by me using machine shorthand, which
10 was thereafter transcribed under my direction; that the
11 foregoing transcript is a true record of the testimony
12 given.

13 Further, that if the foregoing pertains to the
14 original transcript of a deposition in a federal case,
15 before completion of the proceedings, review of the
16 transcript was not requested.

17 I further certify I am neither financially
18 interested in the action nor a relative or employee of any
19 attorney or party to this action.

20 IN WITNESS WHEREOF, I have this date subscribed
21 my name.

22 Dated: March 27, 2023

23 
24 Marcena M. Munguia, CSR No. 10420
25 Certified Shorthand Reporter
For The State Of California

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