

1 Plaintiff's Counsel: Ms. Benson
2 The Witness: Martin Strong
3 Defense Counsel No. 1: Mr. Lewis
4 Defense Counsel No. 2: Ms. Korso

5

6 **WARMUP**

7

8 Q BY MS. BENSON: We are on the record for the
9 deposition of Martin Strong. Here in the room are his
10 counsel, Mr. Lewis, and Mr. Strong's nephew.

11 Before / we get started, I would just like to ask
12 you if you have ever been deposed before.

13 A No.

14 Q Have you ever participated in a trial? /

15 A No.

16 Q Or any court proceedings at all?

17 A Yes.

18 Q What kind of proceedings in court?

19 A That was a temple matter.

20 Q For a lawsuit?

21 A No, ma'am.

22 Q Do / you have any questions about how we will
23 proceed today?

24 A No.

25 Q Would you please state your name for the record.

1 A Martin Strong.

2 Q I am going // to start with some general questions.
3 Please tell me your schooling. Where did you go to
4 school?

5 A Florida.

6 Q And about how many years of education / have you
7 completed?

8 A High school.

9 Q And please tell me a little bit about your work
10 history.

11 MR. LEWIS: Do you want him to say the present
12 backwards /// for five or ten years?

13 MS. KORSO: You certainly don't want him to begin
14 when he graduated from high school, do you, Counsel?

15 MS. BENSON: Point well-taken.

16 Q Where / have you worked over the preceding 10 years?

17 A Self-employed Mountain Mike's Pizza and
18 self-employed owning a business.

19 Q And has most of your work (*1) history been in
20 running a restaurant or food service?

21 A Yes.

22 Q Do you have any other work history than that, or has
23 it been just restaurant / related?

24 A No.

25 Q Have you ever bought a car from a dealership?

1 A Absolutely.

2 Q Do you have a cell phone, a wireless phone?

3 A Yeah.

4 Q Have you ever / purchased an appliance, a big
5 appliance, on credit like a washing machine or a stove?

6 A Recently? No.

7 Q Have you ever bought a home?

8 A Yeah.

9 Q Have / you ever sold a home?

10 A Yeah.

11 Q About how many times?

12 A Twice.

13 Q Have you been involved in many business deals in
14 your lifetime?

15 MY LEWIS: Objection. Vague and // ambiguous when
16 you say "many."

17 MS. KORSO: I will join in that objection. It is
18 very vague.

19 Q BY MS. BENSON: Have you been involved in any
20 business deals in your / lifetime? For instance, have
21 you ever sold a business?

22 A Yeah.

23 Q Yes?

24 A Yes.

25 Q About how many contracts would you say that you have

1 entered into? How /// many times have you been involved
2 in the sale of a business?

3 MR. LEWIS: I am going to object. Vague and
4 ambiguous.

5 MS. KORSO: It is also overbroad.

6 Q BY MS. BENSON: How / many business transactions
7 have you been involved with over the last ten years?

8 A What I can say is maybe five, maybe six. I think
9 this (*2) is the sixth one.

10 Q And were those mostly verbal agreements, or were
11 they written?

12 A Written agreements.

13 Q And do you know Aaron Judge?

14 A Yeah.

15 Q And are / you related to him at all?

16 A No.

17 Q Are you aware of the lawsuit that has been filed?

18 A Yeah.

19 Q Please tell me what your understanding of / the
20 lawsuit is.

21 A I do not understand.

22 Q I am trying to determine if you know what Mr. Judge
23 is claiming. He has sued you, and / I just want to know
24 what your understanding of that is.

25 A Okay.

1 Q Why do you think Mr. Judge filed a lawsuit against
2 you?

3 A I got // a letter from you. He says I owe him
4 money. I do not owe him anything.

5 Q Did you review the complaint?

6 A Yeah.

7 Q Did you understand / the allegations in the
8 complaint?

9 A Yeah.

10 Q How did you meet Mr. Judge?

11 A Through, you know, temple services.

12 MS. KORSO: I am so sorry to interrupt. What
13 was /// the question?

14 MS. BENSON: How did he meet Mr. Judge?

15 MS. KORSO: Thank you. Please proceed.

16 MR. LEWIS: Did he already answer the question?

17 THE WITNESS: I met him through the temple.

18 Q BY MS. BENSON: And / when did you decide to enter
19 into business with him?

20 A In 2007.

21 Q And was that a long time after you had met him? (*3)

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23 **END OF WARMUP**

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EXAM

Q BY MS. BENSON: When did you subsequently meet?

A Two or three months later.

Q Okay. And so is it correct that you began talking?

A I knew him for a / while. We were not very close; however, I knew he ran a restaurant kind of thing.

Q So he was running a restaurant when you met / him?

A Yeah. He was running a restaurant there in another location.

Q Which town?

A Blythe.

Q Do you know if that restaurant is still open?

A No.

Q So / how often did you talk with Mr. Judge about the opening or the formation of a business?

MR. LEWIS: And you mean before the business was opened? //

MS. BENSON: Yes. Before the business was started.

MS. KORSO: Thank you for clarifying that, Counsel.

MR. LEWIS: Sir, you can go ahead and answer the question.

THE WITNESS: What was the question? /

Q BY MS. BENSON: How many times did you speak with Mr. Judge about opening a business?

A About three or four times.

1 Q Did you have regular meetings, or was /// it an
2 informal discussion?

3 A Just normal talk.

4 Q Okay. What was the substance of those discussions?

5 A He came to me to open a business. He had / a spot.

6 Q Was there a specific proposal that he made to you?

7 A Yeah. He saw the property. He wanted to open up a
8 restaurant there. (*1) He had a family restaurant
9 business.

10 MS. KORSO: He's in the restaurant food business?

11 THE WITNESS: Yes. And he saw the location, and he
12 said, "Good spot for a / restaurant."

13 MS. KORSO: Thank you, sir.

14 Q BY MS. BENSON: Did he make a specific proposal
15 about buying the business?

16 A We both discussed it.

17 Q Okay. And what were the terms that / you discussed?

18 A He saw it twice. Inside the place everything was
19 ready to turn on. We discussed the amount of money, and
20 he consented to / it.

21 Q All right. What was the amount of money?

22 A Close to \$950,000.

23 Q \$950,000?

24 A Right. Yeah.

25 Q And that // would be the first amount of money

1 required to begin the business?

2 A We discussed what everything in the place is worth,
3 and we came to / a price.

4 MR. LEWIS: Objection. Nonresponsive.

5 MS. KORSO: I will join in that.

6 MR. LEWIS: You may answer the question, sir.

7 THE WITNESS: It was worth about that because
8 everything was there.

9 Q BY MS. BENSON: Do /// you mean the site of the
10 restaurant was ready to go?

11 A Exactly. Nothing had to be done to it in order to
12 prepare it to / become a restaurant.

13 Q All right. Can you give me an approximate time of
14 when these discussions took place, sir?

15 A I think in 2007. (*2)

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17 **(End of lead-in - continue without stopping)**

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START TYPING

Q BY MS. BENSON: Was it the middle of 2007?

A Early.

Q Was it spring?

A Well, somewhere around May or June.

Q Did you decide to form a corporation? /

A Yes.

MR. LEWIS: I object. Vague.

MS. KORSO: It also lacks foundation.

MR. LEWIS: You could rephrase it.

Q BY MS. BENSON: Is it true that the business was
designed to be a family restaurant? /

A Yes.

Q And how did you arrive at that decision?

A With him.

Q Did you decide together?

A Yes, at the same time.

Q Neither of you mentioned it / first?

A Would you repeat the question, please.

Q Did one of you suggest the idea of the business
first?

A That was his idea.

Q His idea.

A Yes, // ma'am.

Q Once you decided to form a business, did you have

1 any discussions on who would put what into that business?

2 A We never discussed that / separately. We always
3 discussed together.

4 Q Let me try it another way. How did you plan to own
5 the business?

6 A I don't understand.

7 Q Did you plan /// on both of you being shareholders?

8 A Yeah, we did.

9 Q Well, did you discuss a percentage or a portion of
10 ownership of the business?

11 A Yes.

12 Q And / what was your understanding of what the
13 percentage of ownership would be?

14 A We agreed on the amount of 40/60.

15 Q But what was the first **(*1)** thought?

16 MR. LEWIS: Objection. Vague.

17 MS. KORSO: First thought about what?

18 THE WITNESS: I am confused now.

19 Q BY MS. BENSON: Well, my question is about the
20 proportion of ownership, whether you would be equal /
21 owners or 60/40, 70/30.

22 A We never did anything like that.

23 Q Please explain.

24 A He came to see the place, and he said, "Great
25 place." / Afterwards, we met and agreed.

1 Q I thought I heard you say that you had initially
2 agreed to something and that later you two had agreed /
3 to change it because Mr. Judge did not have the money.

4 MR. LEWIS: Objection.

5 MS. KORSO: Misstates the testimony.

6 MR. LEWIS: Lack of foundation.

7 Q BY MS. BENSON: Well, how much was he supposed to //
8 put into the business?

9 A Half the amount.

10 Q \$475,000?

11 A Correct, ma'am.

12 Q And you were going to put in half as well?

13 A Correct. /

14 Q Who did the paperwork for the incorporation of the
15 business?

16 A I do not understand.

17 Q Well, someone had to file something with the State
18 to start /// the corporation.

19 A The accountant did that.

20 Q Your accountant?

21 A Yeah.

22 Q What is his name?

23 A Ace Bookkeeping.

24 MS. KORSO: I think that is the name that is on /
25 the tax returns.

1 MR LEWIS: Yes. Right.

2 Q BY MS. BENSON: All right. Did either of you see
3 those documents prior to them being filed?

4 A I don't know.

5 Q Did the corporation **(*2)** run any other business
6 other than this one?

7 A No, ma'am.

8 Q Did the corporation only run the restaurant?

9 A Yes, ma'am.

10 Q And did you have any role / in running the business
11 on a daily basis?

12 A What do you mean?

13 Q Were you employed in the business?

14 A I used to go there every day. /

15 Q And what was your job there? What did you do?

16 A Just to look after things.

17 Q Oversight? Management?

18 A Yeah.

19 Q Did Mr. Judge have employment at the / business?

20 A Rarely.

21 Q What did he do at the business?

22 A Just overseeing the cooks.

23 Q Did he do any cooking or serving?

24 A No.

25 Q All right.

1 A Only the // first few days. No serving. No
2 cooking.

3 Q How often was he present?

4 A Well, the first week he came three or four days.
5 Subsequently, he came, / like, maybe once a week.

6 MR. LEWIS: Counsel, may I inquire briefly? I think
7 I can clear this up.

8 MS. BENSON: Sure.

9 EXAMINATION

10 Q BY MR. LEWIS: Were you considered an employee of
11 the /// business?

12 A I don't remember what you call it.

13 Q Did you receive a W-2 from the business?

14 A No.

15 Q Were you on the payroll?

16 A No.

17 Q Was / Mr. Judge considered an employee of the
18 business?

19 A We never thought of that. He never said that.

20 Q Did the business ever give a W-2 (***3**) to Mr. Judge
21 for income?

22 A Please repeat that again.

23 Q Are you aware if Mr. Judge was paid for working?

24 A No.

25 Q You don't know?

1 A We did / not receive any pay. We ran the business.
2 Q Why didn't you get paid?
3 A Because the two of us were owners.
4 Q And as the owner, is / it correct that you would not
5 get a paycheck like a regular employee?
6 A We said we would never get paid.
7 Q Okay.
8 A Not to my knowledge / anyway.
9 MR. LEWIS: I think that clears that up.
10 MS. KORSO: I have some questions, but I will wait
11 for my turn.
12 MR. LEWIS: You may finish your questioning,
13 Counsel.
14 FURTHER EXAMINATION
15 Q BY MS. BENSON: When // did the business start
16 operating?
17 A I think 2008 sometime.
18 Q How was business?
19 A It was slow.
20 Q Was the business profitable right away?
21 A No.
22 Q Did / it make money?
23 A No.
24 Q You are saying the business operated at a loss for
25 the entire time that you owned it; is that correct?

1 A Pretty /// much.

2 Q Okay. How many people worked at the restaurant not
3 counting you or Mr. Judge?

4 MR. LEWIS: At what period of time?

5 MS. BENSON: Well, it started in / 2008.

6 MR. LEWIS: Do you want to know how many employees
7 there were when he opened?

8 MS. KORSO: It is vague as to time.

9 Q BY MS. BENSON: How many employees (***4**) worked there
10 when you initially opened?

11 A Well, there were three in the kitchen and two in the
12 front. Five employees in total.

13 Q And were there / five employees throughout the whole
14 time that you owned this business, or did you add more at
15 some point?

16 A It really depends. Basically, he hired / those, you
17 know. He talked to them on the telephone to decide who
18 was working.

19 Q Do you know if there were more employees later?

20 A During / business hours on the weekend, we have
21 somebody else; so six.

22 Q One extra person?

23 A Yes. Six were there on the weekend.

24 Q Does anyone else other // than you and Mr. Judge
25 have any ownership rights in the restaurant?

1 A No.

2 Q You and he ran the business without any other
3 owners; is that / correct?

4 A Yes.

5 Q At some point, you decided that you should sell the
6 business; correct?

7 MR. LEWIS: When you say "you," are you meaning him
8 exclusively or he /// and Mr. Judge?

9 MS. KORSO: Objection. Vague and ambiguous.

10 Q BY MS. BENSON: Just you, sir. Do you understand?

11 A It was his idea to sell the business.

12 Q Okay. Is it your / testimony that Mr. Judge came to
13 you with the idea to sell the business?

14 A Yeah.

15 Q And were you eventually convinced that that was a
16 good (*5) idea?

17 A No, it was not a good idea.

18 Q But did you eventually agree to sell, sir?

19 A I just gave up because of the way he / came to the
20 restaurant to operate the business.

21 Q What do you mean?

22 A I didn't know what to do. I said, "Do whatever you
23 want to / do." Those were the words.

24 Q Is it correct that you agreed to the sale?

25 A I agreed to everything on the sale.

1 Q Okay. Do you believe / that your agreement was
2 obtained under duress?

3 A I do not understand what you mean.

4 Q Okay. Did he force you to agree?

5 A No. It was friendly. //

6 Q Okay. I see.

7 A I asked him to come regularly to run the business
8 just like he promised because I don't know much about
9 restaurant cooking. / He suggested to me, "Let's sell the
10 restaurant."

11 Q Okay. And how did you respond?

12 A I said, "Fine. Let's sell it."

13 Q How long did the decision /// take?

14 MR. LEWIS: Objection. Vague.

15 MS. KORSO: I agree the question is vague.

16 Q BY MS. BENSON: How much time was there from the
17 time when Mr. Judge initially approached you about
18 selling / to the time when you decided that it would be a
19 beneficial idea to sell?

20 A I don't believe it was long. He was not
21 showing (*6) up regularly, and we started losing things.

22 Q Was it a couple of weeks?

23 A I am not sure.

24 Q Was it months?

25 A I can't exactly remember. The / only thing that I

1 remember, however, is that he said he wanted to sell.

2 MS. BENSON: Counsel, do either of you have any
3 questions?

4 MS. KORSO: Yes, I do. /

5 MS. BENSON: Please proceed while I check my notes.

6 EXAMINATION

7 Q BY MS. KORSO: Did Mr. Judge have a buyer that was
8 interested?

9 A He had a couple buyers. He is in the / restaurant
10 industry. He had one buyer, but then he didn't want to
11 buy it. Sales were slow.

12 MS. BENSON: Simply answer his question.

13 THE WITNESS: I need you to // ask me again.

14 Q BY MS. KORSO: Did Mr. Judge have a buyer in mind?

15 A Because he was in the restaurant business, he
16 brought somebody to show them. They / didn't agree on a
17 price.

18 Q How many potential buyers looked at the business?

19 A As far as I know, he just only showed one guy,
20 Michael. /// I don't know who he talked to more.

21 Q And is Michael related to you or Mr. Judge?

22 A Mr. Judge.

23 Q How are they related?

24 A I don't / know. I guess they are from the same
25 culture.

1 Q Had you ever done business with Michael before?

2 A No.

3 Q Had you had any business or personal (*7) contacts
4 with him prior to this sale?

5 A Michael, no.

6 Q Were you friends?

7 A I just met him at the temple only two weeks earlier
8 that I / remember.

9 Q All right. The only reason you knew him was because
10 he was an employee at the restaurant; is that correct?

11 A Yes, that is right. /

12 Q What was the sale price?

13 A We decided on \$800,000.

14 Q Who decided?

15 A We both did. They talked. He called me and said
16 that / amount was what it was worth. I said, "Okay."

17 Q Are you aware how the sale price was determined?

18 A There was a buyer he brought.

19 MR. LEWIS: Objection. // Nonresponsive.

20 MS. BENSON: Please just answer the question, sir.
21 Do you remember the question?

22 THE WITNESS: Not really, no.

23 Q BY MS. KORSO: Do you know how they figured out what
24 the amount / should be?

25 A Yes. The sale of the restaurant was an amount so we

1 would break even.

2 Q Was it based partly on the value of the ///
3 equipment that was sitting in the restaurant?

4 A There was nothing sitting there when we sold.

5 Q Was Michael managing the restaurant?

6 A Yes, he was.

7 Q Was he / also employed and cooking there or just the
8 manager?

9 A Basically, he was a cook too. He managed the place
10 with other people.

11 Q Did you discuss (*8) the terms of the agreement
12 during the negotiations?

13 A Yes.

14 Q Did the price change during the discussions?

15 A No.

16 Q Did the price stay pretty constant?

17 A Yes. It / stayed the same.

18 Q It's your testimony it was the same price the entire
19 time; is that right?

20 MS. BENSON: Objection. Asked and answered.

21 MR. LEWIS: Not that particular question. / The
22 witness can answer it.

23 MS. KORSO: That's okay. I will continue on.

24 MS. BENSON: Thank you, Counsel.

25 Q BY MS. KORSO: Now, you said someone had asked for

1 more. Was it Michael / who asked for more?

2 A No, no, no. Mr. Judge decided on a price and asked
3 for the original price.

4 Q But Michael just didn't have the // money; is that
5 correct?

6 A He said it was not worth that much.

7 Q Did you eventually write down the terms of the
8 agreement?

9 A No.

10 Q It was / never reduced into a written format?

11 A No.

12 Q What happened?

13 A It was a handshake at that time.

14 Q Okay. And following the handshake, did you ever
15 write /// it anywhere?

16 A No. Well, the gentleman who wrote that -- I know he
17 was a Mexican person who wrote the contract.

18 Q Who?

19 A His friend.

20 MR. LEWIS: Relevancy.

21 MS. BENSON: Just / stick to the question, and we
22 will be done much more quickly.

23 Q BY MS. KORSO: Mr. Judge's friend had somebody write
24 something?

25 A Yes, he did.

1 Q What exactly was (*9) written down?

2 A That was the agreement.

3 Q Are you saying that what was written down is not the
4 agreement?

5 MR. LEWIS: He said "was."

6 MS. KORSO: I'm sorry. I must / have misheard the
7 witness.

8 THE WITNESS: That was the agreement. I don't know
9 what you call it.

10 Q BY MS. KORSO: Did you discuss the financing of the
11 purchase?

12 A All three / of us were present there.

13 Q And what terms did you agree to?

14 A We really wanted to ask him for as much as possible.
15 We needed / it upfront. He yelled, "I have no money."

16 Q Then what happened subsequently?

17 A We realized we had to accept it.

18 Q Did he give you any down // payment in the
19 beginning?

20 A Not a penny.

21 Q The entire amount was supposed to be paid in
22 installments over time; is that right?

23 A Yes, that is / correct.

24 Q Do you know if interest was calculated on that?

25 A There was no interest.

1 Q We talked earlier about the fact that there is a
2 corporation /// that runs a business with a similar name.

3 Do you recall that?

4 A Yes.

5 Q Did you sell the corporation, or did you sell the
6 restaurant only? /

7 A At that time, we sold it all.

8 Q Do you know the difference, though? Because the
9 corporation owned the restaurant.

10 A Yes, I understand what you mean. (*10)

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12 **END OF DICTATION**

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