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GUY HOUSTON

**FILED**  
ALAMEDA COUNTY

MAY 02 2005

ARTHUR SIMS, Exec. Off./Clerk  
By *Garvin R. Ridge*

IN THE SUPERIOR COURT OF THE STATE OF CALIFORNIA  
IN AND FOR THE COUNTY OF ALAMEDA, EASTERN DIVISION  
  
UNLIMITED JURISDICTION

GERALD E. STEFANSKI, SAMUEL )  
STORY, JOANN STORY and CAROL )  
TOMASA, )  
 )  
Plaintiffs, )  
 )  
vs. )  
 )  
GUY HOUSTON, FRED HOUSTON, )  
THE INVESTMENT PARTNERSHIP, )  
a California Limited Partnership; and )  
DOES 1 through 100, inclusive, )  
 )  
Defendants. )

No: VG04-178285  
  
DEFENDANT GUY HOUSTON'S  
ANSWER TO FIRST AMENDED  
FIRST AMENDED

COMES NOW defendant GUY HOUSTON, and for his answer to the first  
amended complaint on file herein, admits, denies and alleges as follows:

GENERAL DENIAL

As an answer by defendant GUY HOUSTON (hereinafter sometimes referred to  
as "HOUSTON") to the first amended FIRST AMENDED of plaintiffs GERALD E.

BY FAX

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ACTION THEREOF, defendant alleges on information and belief that plaintiffs lack standing to bring the various causes of action set forth in its amended complaint, which, by virtue of said lack of standing, are therefore barred as a matter of law.

AS A FOURTEENTH SEPARATE AND AFFIRMATIVE DEFENSE TO PLAINTIFFS' FIRST AMENDED COMPLAINT, AND TO EACH ALLEGED CAUSE OF ACTION THEREOF, defendant alleges on information and belief that plaintiffs' first amended complaint, and each alleged cause of action thereof fails to state facts sufficient to support a cause of action for joint and several liability of defendants GUY S. HOUSTON and any other defendant named in plaintiffs' first amended complaint.

AS A FIFTEENTH SEPARATE AND AFFIRMATIVE DEFENSE TO PLAINTIFFS' FIRST AMENDED COMPLAINT, AND TO EACH ALLEGED CAUSE OF ACTION THEREOF, is absolutely barred by virtue of plaintiffs' knowing and voluntary waiver of any further obligations or liabilities of this answering defendant, if any there were.

AS A SIXTEENTH SEPARATE AND AFFIRMATIVE DEFENSE TO PLAINTIFFS' FIRST AMENDED COMPLAINT, AND TO EACH ALLEGED CAUSE OF ACTION THEREOF, defendant alleges that the purported "investments" made by plaintiffs as described in their first amended complaint were not "securities" as described in the applicable provisions of the *California Corporations Code*.

AS A SEVENTEENTH SEPARATE AND AFFIRMATIVE DEFENSE TO PLAINTIFFS' FIRST AMENDED COMPLAINT, AND TO EACH ALLEGED CAUSE OF ACTION THEREOF, defendant alleges that he had no knowledge of, and neither aided nor abetted, any alleged improper sale of "securities" to plaintiffs (which this answering defendant