

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

CASE NO.: 15-cv-62323-JAL

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

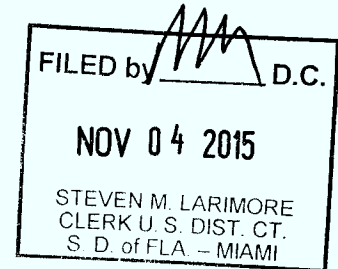
v.

EB5 ASSET MANAGER, LLC,  
and LIN ZHONG A/K/A LILY ZHONG,

Defendants, and

U.S. EB-5 INVESTMENTS LLC,  
OAKLAND OFFICE HOLDINGS LLC,  
B.X WOK CONSTRUCTION LLC,  
US INVESTMENT LLC d/b/a US INVESTMENT FL LLC,  
TOP SUN ENERGY LLC,  
OCEAN BLVD. FAMILY LIMITED PARTNERSHIP, LTD.,  
B.X PROPERTY MANAGEMENT LLC,  
US1 REAL ESTATE DEVELOPMENTS, LLC, and  
INVESTOR ASSET PROTECTION, LLC,

Relief Defendants.



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**SECURITIES AND EXCHANGE COMMISSION'S EMERGENCY MOTION  
FOR ASSET FREEZE AND OTHER RELIEF**

The Securities and Exchange Commission ("Commission") moves for an order:

- a. freezing the assets of Defendants EB5 Asset Manager, LLC and Lily Zhong and Relief Defendants U.S. EB-5 Investments LLC ("EB-5 Investments"), Oakland Office Holdings LLC, B.X Wok Construction LLC, US Investment LLC, Top Sun Energy LLC, Ocean Blvd. Family Limited Partnership, Ltd., B.X Property Management LLC, US1 Real Estate Developments, LLC, and Investor Asset Protection, LLC.
- b. requiring Defendants and Relief Defendants to provide a sworn accounting;

- c. requiring Defendants and Relief Defendants to repatriate assets held outside the United States;
- d. restraining Defendants and Relief Defendants from destroying records; and
- e. permitting expedited discovery.<sup>1</sup>

In support of this Motion, the Commission relies on the accompanying Exhibits and Memorandum of Law. The Commission is proceeding on an emergency basis to freeze assets pending a hearing to be held on whether the Court should continue the asset freeze during the pendency of this case. Proceeding on an emergency basis pursuant to General Rule 7.1(e) is appropriate because the Commission can demonstrate a legitimate concern about dissipation of assets, which is all it need show at this stage. *See FTC v. IAB Marketing Associates, LP*, 972 F. Supp. 2d 1307, 1313 n.3 (S.D. Fla. 2103) (“There does not need to be evidence that assets will likely be dissipated in order to impose an asset freeze.”).

For the reasons detailed in the Memorandum of Law, a concern about dissipation of assets is valid. The likely disgorgement award of \$8.5 million far exceeds the value of the EB-5 Investments’ accounts (about \$20,000 as of late August 2015). Defendant Zhong admits she is in the process of refinancing real estate assets and further encumbering them. Moreover, Relief Defendant EB-5 Investments’ bank accounts shrunk from about \$1 million to about \$20,000 in the last few months – while Zhong knew about this investigation. Absent a freeze, Zhong would have the opportunity to continue to use investor funds for living expenses and to defend this litigation. This is not an idle concern: Zhong has used EB-5 Investments’ accounts to pay for personal expenditures including cars, homes, trading expenses, legal expenses, and to fund other

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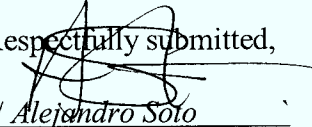
<sup>1</sup>In a separate motion, the Commission is seeking appointment of a receiver over all of the entities named as defendants and relief defendants.

business ventures. Therefore, the Court should enter an interim order freezing all of the Defendants' and Relief Defendants' assets pending a hearing, and then a further order continuing the asset freeze pending determination of the Commission's claim for disgorgement.

While Local Rule 7.1(a)(3) excepts motions for injunctive relief from the pre-filing conference requirement, the Commission filed its complaint on November 3, 2015, and the undersigned emailed a copy of the complaint to attorney David Chase, who represented Zhong during the Commissions' investigation, in an effort to resolve or reduce the issues raised in the Emergency Motion for Asset Freeze and Other Relief. Mr. Chase advised he was out of town and unsure whether he would be retained to represent any of the Defendants or Relief Defendants in this case.

November 4, 2015

Respectfully submitted,

By:   
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