

No. 2014-40964

ERIC TORRES, ADAM SINN,	§	IN THE DISTRICT COURT
XS CAPITAL INVESTMENTS, L.P.,	§	
AND ASPIRE COMMODITIES, L.P.	§	
	§	OF HARRIS COUNTY, TEXAS
VS.	§	
	§	
CRAIG TAYLOR, AND ATLAS	§	
COMMODITIES, L.L.C.	§	157 TH JUDICIAL DISTRICT

**Original Answer and Affirmative Defenses
To Defendants’ Counterclaim**

Plaintiffs Eric Torres (“Torres”), Adam Sinn (“Sinn”), XS Capital Investments, L.P., (“XS Capital”), and Aspire Commodities, L.P. (“Aspire”) file this Original Answer and Affirmative Defenses to the Counterclaim filed by Defendants Craig Taylor (“Taylor”) and Atlas Commodities, L.L.C. (“Atlas”).

GENERAL DENIAL

Torres, Sinn, XS Capital, and Aspire generally deny each and every allegation, claim, and cause-of-action asserted against them, and demand that Taylor and Atlas produce strict proof for each and every allegation, claim, and cause of action. This is a general denial under Rule 92 of the Texas Rules of Civil Procedure.

Torres, Sinn, XS Capital, and Aspire expressly reserve their rights to serve amended pleadings in accordance with the Texas Rules of Civil Procedure.

AFFIRMATIVE DEFENSES

The claims brought by Taylor and Atlas fail to state a claim upon which relief may be granted.

The claims brought by Taylor and Atlas are barred by anticipatory breach.

1. The claims brought by Taylor and Atlas are barred for lack of damage.

Torres, Sinn, XS Capital, and Aspire expressly reserve their rights to plead additional affirmative defenses to which they may be legally or equitably entitled based on discovery or further proceedings.

Prayer for Relief

Torres, Sinn, XS Capital, and Aspire request that (a) Taylor and Atlas take nothing on their claims; (b) the Court enter judgment against them, dismissing their claims with prejudice; (c) award Torres, Sinn, XS Capital, and Aspire their reasonable attorneys' fees and costs in defending against Taylor and Atlas's claims; (d) and grant Torres, Sinn, XS Capital, and Aspire all further relief to which they are justly entitled.

Respectfully submitted,

SUSMAN GODFREY L.L.P.

By: /s/ Chanler A. Langham

Chanler A. Langham
State Bar No. 24053314
clangham@susmangodfrey.com
Alexander L. Kaplan
State Bar No. 24046185
akaplan@susmangodfrey.com
1000 Louisiana Street, Suite 5100
Houston, TX 77002-5096
Telephone: (713) 651-9366
Facsimile: (713) 654-6666

*Attorneys for Adam Sinn,
XS Capital Investments, L.P. and
Aspire Commodities, L.P.*

CERTIFICATE OF SERVICE

This is to certify that on this the 15th day of September, 2014, a true and correct copy of the above and foregoing instrument was properly forwarded to the following counsel of record in accordance with Rule 21 of the Texas Rules of Civil Procedure as indicated below:

Geoffrey A. Berg
gberg@bfjblaw.com
Kathryn E. Nelson
knelson@bfjblaw.com
BERG FELDMAN JOHNSON BELL, LLP
4203 Montrose Boulevard, Suite 150
Houston, Texas 77006

Attorneys for Craig Taylor and Atlas Commodities, LLC

/s/ Chanler A. Langham _____
Chanler A. Langham