

DEFENDANT INFORMATION RELATIVE TO A CRIMINAL ACTION - IN U.S. DISTRICT COURT

BY: COMPLAINT INFORMATION INDICTMENT
 SUPERSEDING

OFFENSE CHARGED

18 U.S.C. § 1349 – Conspiracy; 18 U.S.C. § 1001(a)(3) – False Writings to a Government Agency; 18 U.S.C. § 1512(c)(2) – Obstruction; 18 U.S.C. § 1519 – Destruction, Alteration, or Falsification of Records; 18 U.S.C. § 2 – Aiding and Abetting; 18 U.S.C. §§ 981(a)(1)(C), 982 & 28 U.S.C. § 2461(c) – Criminal Forfeiture

Petty
 Minor
 Misdemeanor
 Felony

PENALTY: See attached

Name of District Court, and/or Judge/Magistrate Location

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

UNDER SEAL
UNDER SEAL

DEFENDANT - U.S.

Donald MacCord

DISTRICT COURT NUMBER

CR17 0592 WHA
DEFENDANT

PROCEEDING

Name of Complainant Agency, or Person (& Title, if any)

Federal Bureau of Investigation; SEC-OIG

person is awaiting trial in another Federal or State Court, give name of court

this person/proceeding is transferred from another district per (circle one) FRCrp 20, 21, or 40. Show District

this is a reprosecution of charges previously dismissed which were dismissed on motion of:
 U.S. ATTORNEY DEFENSE } SHOW DOCKET NO.

this prosecution relates to a pending case involving this same defendant } MAGISTRATE CASE NO.

prior proceedings or appearance(s) before U.S. Magistrate regarding this defendant were recorded under }

Name and Office of Person Furnishing Information on this form BRIAN STRETCH

U.S. Attorney Other U.S. Agency

Name of Assistant U.S. Attorney (if assigned) Benjamin Kingsley

IS NOT IN CUSTODY

Has not been arrested, pending outcome of this proceeding.
1) If not detained give date any prior summons was served on above charges

FILED

2) Is a Fugitive

NOV 28 2017

3) Is on Bail or Release from (show District) SUSAN Y. SOONG
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

IS IN CUSTODY

4) On this charge

5) On another conviction } Federal State

6) Awaiting trial on other charges
If answer to (6) is "Yes", show name of institution

Has detainer been filed? Yes } If "Yes" give date filed
 No

DATE OF ARREST Month/Day/Year

Or... if Arresting Agency & Warrant were not
DATE TRANSFERRED TO U.S. CUSTODY Month/Day/Year

This report amends AO 257 previously submitted

ADDITIONAL INFORMATION OR COMMENTS

PROCESS:

SUMMONS NO PROCESS* WARRANT Bail Amount: no bail

If Summons, complete following:
 Arraignment Initial Appearance

* Where defendant previously apprehended on complaint, no new summons or warrant needed, since Magistrate has scheduled arraignment

Defendant Address: _____ Date/Time: _____ Before Judge: _____

Comments:

PENALTY SHEET ATTACHMENT

Count One:

CR17-0592

WHA

18 U.S.C. § 1349 – Conspiracy to Commit Wire Fraud

Maximum penalties: 20 years of imprisonment (18 U.S.C. §§ 1343, 1349)
\$250,000 fine (18 U.S.C. § 3571(b)(3))
3 years of supervised release (18 U.S.C. § 3583(b)(2))
\$100 special assessment (18 U.S.C. § 3013)

UNDERSEAL

Counts Two and Three:

FILED

18 U.S.C. § 1001(a)(3) – False Writings to a Government Agency

NOV 28 2017

Maximum penalties: 5 years of imprisonment (18 U.S.C. § 1001)
\$250,000 fine (18 U.S.C. § 3571(b)(3))
3 years of supervised release (18 U.S.C. § 3583(b)(2))
\$100 special assessment (18 U.S.C. § 3013)

SUSAN Y. SOONG
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

Counts Four through Six:

18 U.S.C. § 1512(c)(2) – Obstruction of Official Proceedings

Maximum penalties: 20 years of imprisonment (18 U.S.C. § 1512(c))
\$250,000 fine (18 U.S.C. § 3571(b)(3))
3 years of supervised release (18 U.S.C. § 3583(b)(2))
\$100 special assessment (18 U.S.C. § 3013)

Count Seven:

18 U.S.C. § 1519 – Destruction, Alteration, or Falsification of Records in Federal Investigations

Maximum penalties: 20 years of imprisonment (18 U.S.C. § 1519)
\$250,000 fine (18 U.S.C. § 3571(b)(3))
3 years of supervised release (18 U.S.C. § 3583(b)(2))
\$100 special assessment (18 U.S.C. § 3013)

DEFENDANT INFORMATION RELATIVE TO A CRIMINAL ACTION - IN U.S. DISTRICT COURT

BY: COMPLAINT INFORMATION INDICTMENT
 SUPERSEDING

OFFENSE CHARGED

18 U.S.C. § 1349 – Conspiracy; 18 U.S.C. § 1001(a)(3) – False Writings to a Government Agency; 18 U.S.C. § 1512(c)(2) – Obstruction; 18 U.S.C. § 1519 – Destruction, Alteration, or Falsification of Records; 18 U.S.C. § 2 – Aiding and Abetting; 18 U.S.C. §§ 981(a)(1)(C), 982 & 28 U.S.C. § 2461(c) – Criminal Forfeiture

Petty
 Minor
 Misdemeanor
 Felony

PENALTY: See attached

Name of District Court, and/or Judge/Magistrate Location

NORTHERN DISTRICT OF CALIFORNIA
FILED
SAN FRANCISCO DIVISION

NOV 28 2017

DEFENDANT - U.S.

SUSAN Y. SOONG
Shannon Doyle CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
DISTRICT COURT NUMBER

WHA

CR17-0592

PROCEEDING

Name of Complainant Agency, or Person (& Title, if any)

Federal Bureau of Investigation; SEC-OIG

person is awaiting trial in another Federal or State Court, give name of court

this person/proceeding is transferred from another district per (circle one) FRCrp 20, 21, or 40. Show District

this is a re prosecution of charges previously dismissed which were dismissed on motion of:
 U.S. ATTORNEY DEFENSE } SHOW DOCKET NO.

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U.S. Attorney Other U.S. Agency

Name of Assistant U.S. Attorney (if assigned) Benjamin Kingsley

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1) If not detained give date any prior summons was served on above charges

2) Is a Fugitive

3) Is on Bail or Release from (show District)

UNDERSEAL

IS IN CUSTODY

4) On this charge

5) On another conviction } Federal State

6) Awaiting trial on other charges
If answer to (6) is "Yes", show name of institution

Has detainer been filed? Yes No } If "Yes" give date filed

DATE OF ARREST **▶** Month/Day/Year

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Date/Time: _____ Before Judge: _____

Comments:

PENALTY SHEET ATTACHMENT

CR17 0592 WHA

Count One:

18 U.S.C. § 1349 – Conspiracy to Commit Wire Fraud

Maximum penalties: 20 years of imprisonment (18 U.S.C. §§ 1343, 1349)
\$250,000 fine (18 U.S.C. § 3571(b)(3))
3 years of supervised release (18 U.S.C. § 3583(b)(2))
\$100 special assessment (18 U.S.C. § 3013)

Count Six:

18 U.S.C. § 1512(c)(2) – Obstruction of Official Proceedings

Maximum penalties: 20 years of imprisonment (18 U.S.C. § 1512(c))
\$250,000 fine (18 U.S.C. § 3571(b)(3))
3 years of supervised release (18 U.S.C. § 3583(b)(2))
\$100 special assessment (18 U.S.C. § 3013)

UNDERSEAL

FILED

NOV 28 2017

**SUSAN Y. SOONG
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

United States District Court

FOR THE
NORTHERN DISTRICT OF CALIFORNIA

FILED

VENUE: SAN FRANCISCO

NOV 28 2017

UNITED STATES OF AMERICA,

SUSAN Y. SOONG
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

V.

WHA

CR17-0592

DONALD MACCORD and SHANNON DOYLE

UNDERSEAL

DEFENDANT(S).

INDICTMENT

- 18 U.S.C. § 1349 - Conspiracy to Commit Wire Fraud;
- 18 U.S.C. § 1001(a)(3) - False Writings to a Government Agency;
- 18 U.S.C. § 1512(c)(2) - Obstruction of Official Proceedings;
- 18 U.S.C. § 1519 - Destruction, Alteration, or Falsification of Records in Federal Investigations;
- 18 U.S.C. § 2 - Aiding and Abetting;
- 18 U.S.C. §§ 981(a)(1)(C), 982 & 28 U.S.C. § 2461(c) - Criminal Forfeiture

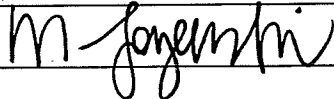
A true bill.



Foreman

Filed in open court this 28th day of

November 2017



Clerk

NO BAIL WARRANT

for each def.

Bail, \$ _____



United States Magistrate Judge

1 BRIAN J. STRETCH (CABN 163973)
United States Attorney

FILED

NOV 28 2017

SUSAN Y. SOONG
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

UNDERSEAL

WHA

8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA

10 SAN FRANCISCO DIVISION

CR17-0592

11 UNITED STATES OF AMERICA,

12 Plaintiff,

13 v.

14 DONALD MACCORD and
SHANNON DOYLE,

15 Defendants.

VIOLATIONS: 18 U.S.C. § 1349 – Conspiracy to
Commit Wire Fraud; 18 U.S.C. § 1001(a)(3) – False
Writings to a Government Agency; 18 U.S.C.
§ 1512(c)(2) – Obstruction of Official Proceedings; 18
U.S.C. § 1519 – Destruction, Alteration, or
Falsification of Records in Federal Investigations; 18
U.S.C. § 2 – Aiding and Abetting; 18 U.S.C.
§§ 981(a)(1)(C), 982 & 28 U.S.C. § 2461(c) –
Criminal Forfeiture

SAN FRANCISCO VENUE

20 INDICTMENT

21 The Grand Jury charges:

22 Introductory Allegations

23 At all times relevant to this Indictment:

24 1. Defendant Donald MACCORD resided, variously, in the State of Washington, the State
25 of California, and Washington, D.C.

26 2. Defendant Shannon DOYLE resided, variously, in the State of Washington and the State
27 of Maryland.

28 3. Bank of America and EagleBank were financial institutions, as that term is defined in

INDICTMENT

1 Title 31, United States Code, Section 5312, the deposits of which were insured by the Federal Deposit
2 Insurance Corporation.

3 4. Digi Outdoor Media, Inc. (“Digi”), was a Nevada corporation with operations in the State
4 of Washington and Washington, D.C. Digi was in the business of obtaining leases for and installing
5 indoor and outdoor digital advertising signs, primarily in the Washington, D.C., area. Digi maintained
6 various bank accounts, including accounts at Bank of America and EagleBank. For most of the relevant
7 time period, MACCORD was the CEO of Digi and DOYLE was the CFO, and MACCORD and
8 DOYLE controlled the Digi bank accounts. In August 2014, Digi merged with a company called
9 “Placer Creek Mining Company” (“Placer Creek”). The prior shareholders and noteholders of both Digi
10 and Placer Creek became shareholders and noteholders of the new Digi entity.

11 5. Digi’s business model was based on it entering into lease agreements, with landlords or
12 property owners in the Washington, D.C., area, that permitted Digi to build and install digital advertising
13 signs on real property. Its business model also required that local governments, including the
14 government of Washington, D.C., either actively approve or, at the very least, not prevent or interfere
15 with the installation of the signs. With leases and no restrictions imposed by local governments, Digi
16 could install signs and sell advertising space on the signs, generating revenue for the business. Without
17 leases or with restrictions imposed by local governments, Digi would not be able to generate revenue.

18 6. Signworks, LLC (“Signworks”), was a State of Washington corporation purportedly in
19 the business of constructing outdoor signage. Signworks was controlled by DOYLE. Signworks
20 maintained a Bank of America account ending in -8983. DOYLE had sole signature authority on that
21 account.

22 7. The United States Securities and Exchange Commission (“SEC”) was an independent
23 agency of the United States. The SEC regulated the securities industry and enforced various federal
24 securities laws. The SEC’s Division of Enforcement, among other things, possessed authority under
25 federal law to investigate possible violations of federal securities laws and regulations and brought
26 administrative and civil actions to enforce those laws and regulations. The San Francisco Regional
27 Office (“SFRO”) of the SEC was located in San Francisco, California. On or about May 14, 2015, the
28 SEC issued a formal order directing the investigation of Digi by attorneys of the SFRO.

1 8. EDGAR was an electronic filing system maintained by the SEC for companies to file
2 registration statements, 10-Ks, 10-Qs, and 8-Ks (collectively, "public filings"). Public filings submitted
3 to EDGAR were available to anyone with access to the Internet and remained available indefinitely.

4 9. The Financial Industry Regulatory Authority ("FINRA") was a non-governmental
5 organization that regulated member brokerage firms and exchange markets.

6 10. Spencer Edwards, Inc. ("Spencer Edwards"), was an investment advisor firm registered
7 as a broker-dealer with the SEC and FINRA. Beginning in or about late 2013, Digi retained Spencer
8 Edwards to raise funds for Digi via a so-called "private placement offering" to investors.

9 11. Branded Cities Network, LLC ("Branded Cities"), was an advertising business. Between
10 in or about July 2014 to in or about March 2015, Digi entered into a series of letters of intent and
11 agreements with Branded Cities regarding indoor and outdoor digital advertising signs to be placed on
12 buildings in the Washington, D.C., area.

13 12. Hartley Moore Accountancy Corp. ("Hartley Moore") was a public accounting firm.
14 Digi retained Hartley Moore to audit Digi's financial statements covering 2012 to 2014.

15 13. Dropbox, Inc. ("Dropbox"), was a company headquartered in San Francisco, California,
16 that offered, among other things, cloud storage and file synchronization. Through Dropbox, users could
17 remotely share digital folders and files.

18 The Conspiracy and Scheme to Defraud

19 14. Beginning at a date unknown to the grand jury, but no later than December 2013, and
20 continuing through a date unknown to the grand jury, but to at least April 2017, MACCORD and
21 DOYLE knowingly devised, intended to devise, and carried out a conspiracy and scheme and artifice to
22 defraud as to a material matter, and to obtain money and property by means of materially false and
23 fraudulent pretenses, representations, and promises, and by omissions and concealment of material facts
24 with a duty to disclose.

25 As part of the conspiracy and scheme to defraud:

26 15. MACCORD and DOYLE raised money for Digi. They did this in several ways,
27 including by soliciting investments in Digi, borrowing money from Placer Creek, and merging with
28 Placer Creek. MACCORD and DOYLE solicited investments both directly and through other entities

1 and individuals, including Spencer Edwards. Investors received both shares and convertible promissory
2 notes in Digi. Money raised by MACCORD and DOYLE, directly or indirectly, from each source, was
3 deposited in Digi's bank accounts, including its Bank of America account ending in -3962.

4 16. In order to induce investors to invest money, MACCORD and DOYLE made various
5 misrepresentations to potential investors. These included misrepresentations about the number of leases
6 into which Digi had formally entered or had negotiated with landlords and was prepared to enter,
7 misrepresentations about the number of sites "committed" for sign installation, and misrepresentations
8 that it had secured or would secure the ability to install signs at or around the entrances and exits of D.C.
9 Metrorail stations. They also included misrepresentations about how long it would take for digital
10 advertising signs to become operational at lease locations, whether regulatory hurdles for the project had
11 been overcome, and how long it would take for the investment principal to be returned and for investors
12 to see profits from their investment. Furthermore, MACCORD and DOYLE included
13 misrepresentations that Digi funds, including those from investors, would be used to pay for
14 construction, installation, and maintenance of signs. MACCORD and DOYLE omitted to tell investors
15 that a substantial portion of their funds would be used for MACCORD's and DOYLE's personal benefit.
16 As a result of these and other misrepresentations and omissions, investors invested with Digi.

17 17. MACCORD and DOYLE represented to investors, shareholders, and others that Digi
18 planned to go public to give liquidity to shareholders. To further this plan to go public and continue to
19 entice investors, on February 13, 2015, MACCORD and DOYLE caused Digi to file an S-1 registration
20 statement ("S-1") with the SEC on the EDGAR system. The S-1 registered for sale the shares of many
21 individuals who had invested with Digi, including those who had invested through the Spencer Edwards
22 offering. If allowed to go effective, the S-1 would permit the registered shareholders to sell their shares
23 on a public marketplace. MACCORD and DOYLE caused the S-1 to include various
24 misrepresentations, including overstating the number of leases into which Digi had entered at that time
25 and the number of sign locations for which Digi had the right to install signs, and omitting to disclose as
26 "related party transactions" under 17 C.F.R. § 229.404, despite a duty to do so, the payments from Digi
27 to Signworks described in Paragraph 21 below. They did so to make Digi shares more attractive to
28 potential buyers, to conceal the true number of leases into which Digi had entered, and to conceal the

1 conversion of investor funds, via Signworks, for personal use.

2 18. MACCORD and DOYLE sought a joint venture with Branded Cities in which Branded
3 Cities would provide capital to Digi to construct both indoor and outdoor signs in the Washington, D.C.,
4 area, and would represent Digi in selling advertising space on signs once constructed. In order to induce
5 Branded Cities to enter into such an agreement, MACCORD falsely represented that Digi had entered
6 into leases providing it with the right to install 125 signs on different buildings and property in the
7 Washington, D.C., area. In July 2014, in response to requests from Branded Cities to show actual
8 signed lease agreements that supported MACCORD's representations about the number of leases,
9 MACCORD shared what appeared to be authentic, executed leases via Dropbox. Of the purportedly
10 authentic, executed leases provided to Branded Cities, almost all were false and included forged
11 signatures of counterparties. Based on these representations and others, Digi and Branded Cities entered
12 into separate agreements covering indoor and outdoor signs.

13 19. MACCORD and DOYLE caused Digi to retain Spencer Edwards in late 2013 to raise
14 funds from investors. The fundraising by Spencer Edwards continued into 2014. MACCORD and
15 DOYLE misrepresented the number of executed leases to Spencer Edwards. In July 2014, as part of its
16 regulatory oversight role, FINRA contacted Spencer Edwards regarding its work for Digi. In September
17 2014, FINRA requested executed leases to support claims Digi had made about the number of executed
18 leases. As a result, a representative of Spencer Edwards asked MACCORD for executed leases.
19 MACCORD informed that representative that he would provide leases. In September 2014 and October
20 2014, MACCORD shared what appeared to be authentic, executed leases via Dropbox. Of the
21 purportedly authentic, executed leases provided to Spencer Edwards, almost all were false and included
22 forged signatures of counterparties. Spencer Edwards then provided at least three false leases to
23 FINRA.

24 20. MACCORD and DOYLE caused Digi to retain Hartley Moore in 2014 to audit Digi's
25 financial records in preparation for the S-1 and following a comment letter from the SEC on the S-1. In
26 May 2015, a representative of Hartley Moore asked MACCORD for copies of executed leases. In
27 response, MACCORD shared with Hartley Moore via Dropbox a small number of executed leases.
28 MACCORD further allowed a representative of Hartley Moore to view hard copies of additional

1 purportedly authentic, executed leases in Digi's attorney's office, but would not permit any leases to be
2 removed from the office. Of the leases shared at the attorney's office, almost all were false and included
3 forged signatures of counterparties. As part of his concealment of his ongoing fraud, when Hartley
4 Moore requested permission to contact landlords and verify the leases, MACCORD instructed Hartley
5 Moore to stop working on the audit.

6 21. MACCORD and DOYLE, as officers of Digi, fraudulently transferred funds from Digi's
7 bank accounts to Signworks' bank accounts. MACCORD and DOYLE had control of the bank accounts
8 of Digi and the ability to initiate payments on invoices for work done by Digi's vendors. MACCORD
9 and DOYLE created false invoices from Signworks to Digi, purportedly billing Digi for Signworks'
10 work installing signs. Some of these invoices were for work purportedly done on properties for which
11 Digi had never entered into genuine lease agreements. DOYLE then paid these false invoices using Digi
12 funds that included investor funds. DOYLE made the payments from Digi's bank accounts to
13 Signworks' Bank of America account ending in -8983. The payments to Signworks from Digi began in
14 approximately November 2013 and continued until approximately March 2017.

15 22. Once Digi's funds were in Signworks' bank account, MACCORD and DOYLE
16 misappropriated a large percentage of the money for their own uses. In so doing, MACCORD and
17 DOYLE converted Digi funds into their own personal funds.

18 23. MACCORD and DOYLE concealed and hid their acts from investors, other Digi board
19 members, Digi shareholders, various business partners, and regulatory agencies (including local
20 regulators in the Washington, D.C., area, the SEC, and FINRA). Specifically, MACCORD and DOYLE
21 omitted to inform the shareholders of Digi, for which they served as fiduciaries, that they had
22 fraudulently initiated payments to an entity that they controlled and they misappropriated those funds for
23 themselves. They further concealed and hid, and caused to be concealed and hidden, the acts done and
24 the purpose of the acts done in furtherance of the scheme. MACCORD and DOYLE did so, in part, to
25 maintain their ability to continue to raise money from new investors, continue to fraudulently extract
26 money from Digi via Signworks, continue to attempt to register Digi's shares for sale on public
27 securities exchanges, and continue to benefit from their roles as CEO and CFO, respectively, of Digi.
28 Omissions and concealment included, but were not limited to:

- 1 (a) creating falsified lease documents and forging signatures on these lease documents, and
2 then providing these falsified and forged documents to Branded Cities, Spencer Edwards,
3 FINRA (indirectly, through Spencer Edwards), Hartley Moore, and the SEC;
- 4 (b) deleting files from Dropbox folders shared with third parties, including Branded Cities
5 and Spencer Edwards, after discovering that the SEC was investigating Digi;
- 6 (c) initiating bank transactions from the accounts of Digi to Signworks as if they were
7 authorized by MACCORD's and DOYLE's positions as officers, thus misrepresenting to the
8 originating and receiving banks that these were authorized and lawful transactions, when they
9 were in fact not;
- 10 (d) failing to inform the shareholders and other board members that they had fraudulently
11 obtained and converted Digi funds, by, among other things, transferring funds to Signworks;
- 12 (e) in the S-1, falsely stating the actual number of leases into which Digi had entered and the
13 actual number of locations onto which Digi was authorized to install signs, and failing to
14 disclose, despite a duty to do so, the related party transactions with Signworks;
- 15 (f) concealing their diversion of funds for personal benefit through Signworks, and creating
16 falsified invoices from Signworks to Digi for non-existent leases and non-existent work to create
17 the false appearance that the payments to Signworks were legitimate;
- 18 (g) concealing their control of Signworks by falsely informing others, including the SEC in
19 sworn testimony, that Z.H. or C.S. controlled or owned Signworks, that L.W. was involved in
20 creating the false invoices, and that C.S. approved the invoices and payments to MACCORD;
- 21 (h) in the case of DOYLE, diverting money from Signworks into other entities that DOYLE
22 controlled, to conceal the destination of the funds; and
- 23 (i) testifying falsely, evasively, and non-responsively to the SEC about the scheme, with the
24 intent to conceal and hide it, permit its continued operation, and prevent it from being uncovered,
25 including: in MACCORD's case, in San Francisco, California, in a proceeding of the SEC
26 SFRO, on February 29, 2016, and May 4, 2016, after which MACCORD and DOYLE continued
27 to divert and use Digi funds through Signworks, and in the case of both MACCORD and
28 DOYLE, in Seattle, Washington, in a proceeding of the SEC SFRO, on April 24, 2017.

1 COUNT ONE: (18 U.S.C. § 1349 – Conspiracy to Commit Wire Fraud)

2 24. Paragraphs 1 through 23 of this Indictment are re-alleged and incorporated as if fully set
3 forth here.

4 25. Beginning no later than December 2013, and continuing through at least April 2017, in
5 the Northern District of California and elsewhere, the defendants,

6 DONALD MACCORD and
7 SHANNON DOYLE,

8 did knowingly conspire to devise and intend to devise a scheme and artifice to defraud as to a material
9 matter, and to obtain money and property by means of materially false and fraudulent pretenses,
10 representations, and promises, and by omissions and concealment of material facts with a duty to
11 disclose, and, for the purpose of executing such scheme and artifice to defraud, to transmit and cause the
12 transmission of wire communications in interstate commerce, in violation of Title 18, United States
13 Code, Section 1343.

14 All in violation of Title 18, United States Code, Section 1349.

15 COUNT TWO: (18 U.S.C. §§ 1001(a)(3) and 2 – False Writings to a Government Agency and
16 Aiding and Abetting)

17 26. Paragraphs 1 through 23 of this Indictment are re-alleged and incorporated as if fully set
18 forth here.

19 27. In or about June 2015, in the Northern District of California and elsewhere, the
20 defendant,

21 DONALD MACCORD,

22 did willfully and knowingly make and use a material false, fictitious, and fraudulent document knowing
23 the same to contain a material false, fictitious, and fraudulent statement and entry, in a matter within the
24 jurisdiction of the executive branch of the Government of the United States, by producing to the SEC a
25 document purporting to be an executed lease agreement between Digi and “Hines Global REIT 55 M
26 Street LLC” for digital signs on 55 M Street, SE, Washington, D.C., with attachments, which contained
27 materially false, fictitious, and fraudulent statements and entries, including that: (a) the lease had been
28

1 agreed to by the lessor; (b) the lessor had authority to lease all of the spaces displayed in the exhibits;
2 and (c) these lease had been signed by M.S.

3 All in violation of Title 18, United States Code, Sections 1001(a)(3) and 2.

4 COUNT THREE: (18 U.S.C. §§ 1001(a)(3) and 2 – False Writings to a Government Agency and
5 Aiding and Abetting)

6 28. Paragraphs 1 through 23 of this Indictment are re-alleged and incorporated as if fully set
7 forth here.

8 29. In or about June 2015, in the Northern District of California and elsewhere, the
9 defendant,

10 DONALD MACCORD,

11 did willfully and knowingly make and use a material false, fictitious, and fraudulent document knowing
12 the same to contain a material false, fictitious, and fraudulent statement and entry, in a matter within the
13 jurisdiction of the executive branch of the Government of the United States, by producing to the SEC a
14 document purporting to be an executed lease agreement between Digi and “1001 Connecticut
15 LLC/[C.G.]” for digital signs on 1001 Connecticut Avenue, NW, Washington, D.C., with attachments,
16 which contained materially false, fictitious, and fraudulent statements and entries, including that: (a) the
17 lease had been agreed to by the lessor; (b) the lessor had authority to lease all of the spaces displayed in
18 the exhibits; and (c) the lease had been signed by C.G.

19 All in violation of Title 18, United States Code, Sections 1001(a)(3) and 2.

20 COUNT FOUR: (18 U.S.C. § 1512(c)(2) – Obstruction of Official Proceedings)

21 30. Paragraphs 1 through 23 of this Indictment are re-alleged and incorporated as if fully set
22 forth here.

23 31. On or about February 29, 2016, in the Northern District of California and elsewhere, the
24 defendant,

25 DONALD MACCORD,

26 willfully and knowingly corruptly influenced, obstructed, and impeded, and aided and abetted others to
27 corruptly influence, obstruct, and impede, the due and proper administration of the law under which an
28 official proceeding was being had and contemplated before a department and agency of the United

1 States, namely, the SEC and its investigation into Digi, in violation of Title 18, United States Code,
2 Section 1512(c)(2).

3 COUNT FIVE: (18 U.S.C. § 1512(c)(2) – Obstruction of Official Proceedings)

4 32. Paragraphs 1 through 23 of this Indictment are re-alleged and incorporated as if fully set
5 forth here.

6 33. On or about May 4, 2016, in the Northern District of California and elsewhere, the
7 defendant,

8 DONALD MACCORD,

9 willfully and knowingly corruptly influenced, obstructed, and impeded, and aided and abetted others to
10 corruptly influence, obstruct, and impede, the due and proper administration of the law under which an
11 official proceeding was being had and contemplated before a department and agency of the United
12 States, namely, the SEC and its investigation into Digi, in violation of Title 18, United States Code,
13 Section 1512(c)(2).

14 COUNT SIX: (18 U.S.C. §§ 1512(c)(2) and 2 – Obstruction of Official Proceedings)

15 34. Paragraphs 1 through 23 of this Indictment are re-alleged and incorporated as if fully set
16 forth here.

17 35. On or about April 24, 2017, in the Northern District of California and elsewhere, the
18 defendants,

19 DONALD MACCORD and
SHANNON DOYLE,

20 willfully and knowingly corruptly influenced, obstructed, and impeded, and aided and abetted others to
21 corruptly influence, obstruct, and impede, the due and proper administration of the law under which an
22 official proceeding was being had and contemplated before a department and agency of the United
23 States, namely, the SEC and its investigation into Digi, in violation of Title 18, United States Code,
24 Section 1512(c)(2).

25 COUNT SEVEN: (18 U.S.C. § 1519 – Destruction, Alteration, or Falsification of Records in
26 Federal Investigations)

27 36. Paragraphs 1 through 23 of this Indictment are re-alleged and incorporated as if fully set
28 forth here.

1 37. On or about May 15, 2015, in the Northern District of California and elsewhere, the
2 defendant,

3 DONALD MACCORD,

4 knowingly altered, destroyed, mutilated, concealed, covered up, falsified, and made a false entry in a
5 record, document, and tangible object with the intent to impede, obstruct, and influence an investigation
6 and the proper administration of a matter, and in contemplation of and relation to such a matter and case,
7 within the jurisdiction of a department and agency of the United States, namely, the SEC and its
8 investigation into Digi.

9 38. Specifically, on or about May 14, 2015, Digi received a subpoena for documents from the
10 SEC. On or about May 15, 2015, MACCORD deleted false and forged leases from a Dropbox folder to
11 which Spencer Edwards had access.

12 All in violation of Title 18, United States Code, Section 1519.

13 FORFEITURE ALLEGATION: (18 U.S.C. §§ 981(a)(1)(C), 982(a), & 28 U.S.C. § 2461(c) –
14 Criminal Forfeiture)

15 39. All of the allegations contained in this Indictment are re-alleged and by this reference
16 fully incorporated herein for the purpose of alleging forfeiture pursuant to the provisions of Title 18,
17 United States Code, Sections 981(a)(1)(C) and 982(a), and Title 28, United States Code, Section
18 2461(c).

19 40. Upon a conviction for the offenses alleged in Counts One and Four through Six of this
20 Indictment, the defendants,

21 DONALD MACCORD and
22 SHANNON DOYLE,

23 shall forfeit to the United States pursuant to 18 U.S.C. §§ 981(a)(1)(C), 982(a)(2), and 28 U.S.C.
24 § 2461(c) all property constituting, and derived from, proceeds the defendants obtained directly and
25 indirectly as the result of those violations, including but not limited to a forfeiture money judgment.

26 41. If any of the aforementioned property, as a result of any act or omission of the
27 defendants –

28 a. cannot be located upon the exercise of due diligence;

b. has been transferred or sold to, or deposited with, a third person;


- c. has been placed beyond the jurisdiction of the Court;
- d. has been substantially diminished in value; or
- e. has been commingled with other property that cannot be divided without difficulty;

any and all interest the defendants have in other property shall be vested in the United States and forfeited to the United States pursuant to 21 U.S.C. § 853(p), as incorporated by 18 U.S.C. § 982(b)(1).

All in violation of Title 18, United States Code, Sections 981(a)(1)(C) and 982(a); Title 28, United States Code, Section 2461(c); and Rule 32.2 of the Federal Rules of Criminal Procedure.

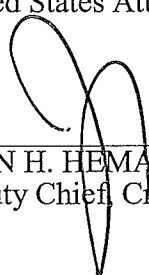
DATED: 11/28/17

A TRUE BILL




FOREPERSON

BRIAN J. STRETCH
United States Attorney



JOHN H. HEMANN
Deputy Chief, Criminal Division

(Approved as to form: 
AUSA KINGSLEY

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

UNDERSEAL

CRIMINAL COVER SHEET

Instructions: Effective November 1, 2016, this Criminal Cover Sheet must be completed and submitted, along with the Defendant Information Form, for each new criminal case.

WHA

CASE NAME:

CASE NUMBER:

USA v. Donald MacCord and Shannon Doyle

CR

Is This Case Under Seal?

Yes

No

CR17

0592

Total Number of Defendants:

1

2-7

8 or more

Does this case involve ONLY charges under 8 U.S.C. § 1325 and/or 1326?

Yes

No

FILED

Venue (Per Crim. L.R. 18-1):

SF

OAK

SJ

NOV 28 2017

Is this a potential high-cost case?

Yes

No

Is any defendant charged with a death-penalty-eligible crime?

Yes

No

SUSAN Y. SOONG
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

Is this a RICO Act gang case?

Yes

No

Assigned AUSA

(Lead Attorney): Benjamin Kingley

Date Submitted: 11/27/2017

Comments: