

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO**

Civil Action No. 1:24-cv-00823-CNS-CYC

CINDY McCORMICK;
RONALD McCORMICK; and,
TRUPP LAND MANAGEMENT LLC,

Plaintiffs,

v.

HRM RESOURCES, LLC,
HRM RESOURCES II, LLC,
HRM RESOURCES III, LLC,
HRM RESOURCES IV, LLC,
L. ROGER HUTSON,
TERRY PAPE,
PAINTED PEGASUS PETROLEUM, LLC, and
JOHN HOFFMAN,

Defendants.

**DEFENDANTS HRM RESOURCES, LLC, HRM RESOURCES II, LLC, HRM
RESOURCES III, LLC, HRM RESOURCES IV, LLC, L. ROGER HUTSON, AND
TERRY PAPE’S ANSWER TO PLAINTIFFS’ AMENDED CLASS ACTION
COMPLAINT AND JURY DEMAND**

Defendants HRM Resources, LLC (“HRM I”), HRM Resources II, LLC (“HRM II”), HRM Resources III, LLC (“HRM III”), HRM Resources IV, LLC (“HRM IV,” and along with HRM I, HRM II, and HRM III, collectively the “HRM Entities”), L. Roger Hutson, and Terry Pape (along with the HRM Entities, the “HRM Defendants”), through undersigned counsel, hereby answer Plaintiffs’ Amended Class Action Complaint and Jury Demand (ECF #220) (“FAC”)¹ filed May 8, 2026, as follows. To the extent that the Paragraphs in the FAC are grouped under headings or subheadings, the HRM Defendants respond generally that the headings and subheadings do not constitute factual averments, and

¹ All capitalized terms not otherwise defined in this Answer have the same definitions as in the FAC.

thus the headings are not included herein. To the extent that a response is deemed necessary, the HRM Defendants deny each and every heading and subheading in the FAC. Further, except as explicitly admitted herein, the HRM Defendants deny each and every allegation of the FAC, including, without limitation, any headings, subheadings, footnotes, graphics, pictures, and/or the prayer for relief.

1. The HRM Defendants deny the allegations contained in Paragraph 1 of the FAC.

2. The allegations contained in Paragraph 2 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants admit that Colorado's Uniform Fraudulent Transfer Act ("CUFTA"), C.R.S. Section 38-8-101 *et seq*, speaks for itself and deny any allegations in Paragraph 2 inconsistent with the statute.

3. The allegations contained in Paragraph 3 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants admit that CUFTA, including C.R.S. § 38-8-108, speaks for itself and deny any allegations in Paragraph 3 inconsistent with the statute.

4. The allegations contained in Paragraph 4 of the FAC are vague and constitute legal conclusions to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny the allegations contained in Paragraph 4 of the FAC.

5. The allegations contained in Paragraph 5 of the FAC are vague and not particularly directed to the HRM Defendants. Thus, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 5 of the FAC and, therefore, deny the same.

6. The HRM Defendants admit that the picture below Paragraph 6 of the FAC appears to be taken from HRM IV's website. The HRM Defendants further state that the allegations in Paragraph 6 of the FAC purport to characterize statements made in that website, and refer the Court to that website for a true, correct, and complete statement of its contents. The HRM Defendants deny any allegations in Paragraph 6 inconsistent with HRM IV's website, deny that "HRM" is a single entity, and state that HRM I, HRM II, and HRM III are now dissolved.

7. The allegations contained in Paragraph 7 of the FAC are vague and not particularly directed to the HRM Defendants. To the extent the allegations contained in Paragraph 7 of the FAC are directed to the HRM Defendants, the HRM Defendants deny them. The HRM Defendants are without sufficient knowledge or information to admit or

deny the allegations contained in Paragraph 7 of the FAC regarding third parties and, therefore, deny the same.

8. The HRM Defendants deny the allegations contained in Paragraph 8 of the FAC.

9. The HRM Defendants deny the allegations contained in Paragraph 9 of the FAC.

10. The HRM Defendants admit that HRM II sold and transferred in an arm's length transaction approximately 200 oil and gas wells to Painted Pegasus Petroleum, LLC ("Painted Pegasus") in 2018. The HRM Defendants deny the remaining allegations contained in Paragraph 10 of the FAC.

11. The HRM Defendants admit that the quoted material in Paragraph 11 of the FAC appears on HRM IV's website. The HRM Defendants deny the remaining allegations contained in Paragraph 11 of the FAC.

12. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations with respect to what Plaintiffs seek to do with this civil action and, therefore, deny the same. The HRM Defendants deny the remaining allegations contained in Paragraph 12 of the FAC.

13. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 13 of the FAC and, therefore, deny the same.

14. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 14 of the FAC and, therefore, deny the same.

15. The HRM Defendants admit that HRM IV is a Delaware LLC with a principal place of business in Denver, Colorado, and that HRM I, HRM II, and HRM III are dissolved but were Delaware LLCs with principal places of business in Denver, Colorado. The HRM Defendants deny the remaining allegations contained in Paragraph 15 of the FAC.

16. The HRM Defendants deny the allegations contained in Paragraph 16 of the FAC because, among the HRM Entities, only HRM II transferred to Painted Pegasus any wells at issue in this case.

17. The HRM Defendants deny the allegations contained in Paragraph 17 of the FAC.

18. The HRM Defendants admit that HRM I was formed in 2008 and dissolved in 2018; HRM II was formed in 2011 and dissolved in 2019; HRM III was formed in 2017 and dissolved in 2023; and HRM IV was formed in 2022. The HRM Defendants deny the remaining allegations contained in Paragraph 18 of the FAC.

19. The HRM Defendants admit that certain of the HRM Entities have transferred certain assets, including wells, from one HRM Entity to another, and state that HRM I, HRM II, and HRM III are now dissolved. The HRM Defendants deny the remaining allegations contained in Paragraph 19 of the FAC.

20. The HRM Defendants admit that L. Roger Hutson was a founder of each of the HRM Entities, which, as distinct companies, have received capital investments from various energy funds associated with Kayne Anderson. The HRM Defendants deny the remaining allegations contained in Paragraph 20 of the FAC.

21. The HRM Defendants admit that the pictures below Paragraph 21 of the FAC are from an HRM Entity website, but are without sufficient knowledge or information to admit or deny whether the pictures are or were from HRM III's and HRM IV's websites and, therefore, deny the same.

22. The HRM Defendants admit that L. Roger Hutson is the President, CEO, and a founder of HRM IV, which was formed in 2022, and admit that L. Roger Hutson was also the President, CEO and a founder of HRM I, HRM II, and HRM III, which are now dissolved. The HRM Defendants deny the remaining allegations contained in Paragraph 22 of the FAC.

23. The HRM Defendants admit the allegations contained in Paragraph 23 of the FAC.

24. The HRM Defendants admit that Terry M. Pape served as the Vice President of Field Operations at HRM I, HRM II, and HRM III. The remaining allegations in Paragraph 24 of the FAC are vague. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 24 of the FAC and, therefore, deny the same.

25. The HRM Defendants admit that Terry Pape was an employee of HRM II and President and Founder of Pape Oilfield Service, Inc. at the time of the transfer to Painted Pegasus of certain wells at issue in this litigation. The HRM Defendants deny the remaining allegations contained in Paragraph 25 of the FAC.

26. The HRM Defendants admit that seven wells owned by Pape Oilfield Service, Inc. were transferred to Painted Pegasus in 2018. The HRM Defendants deny the remaining allegations contained in Paragraph 26 of the FAC.

27. The HRM Defendants admit the allegations contained in Paragraph 27 of the FAC.

28. The allegation that Painted Pegasus is “now-bankrupt” is vague and ambiguous. The HRM Defendants admit that, on November 23, 2021, Painted Pegasus filed for bankruptcy in Case No. 21-33772-H5-7 in the United States Bankruptcy Court for the Southern District of Texas, which bankruptcy proceeding was terminated on February 8, 2024. The HRM Defendants are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 28 of the FAC and, therefore, deny the same.

29. The allegations contained in Paragraph 29 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants admit that HRM II sold and transferred certain wells to Painted Pegasus in an arm’s length transaction in 2018. The HRM Defendants are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 29 of the FAC and, therefore, deny the same.

30. The HRM Defendants admit, upon information and belief, that John Hoffman was a founder and CEO of Painted Pegasus, and is a resident of Texas, but the HRM Defendants deny that John Hoffman is presently the CEO of Painted Pegasus.

31. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 31 of the FAC and, therefore, deny the same.

32. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 32 of the FAC and, therefore, deny the same.

33. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 33 of the FAC and, therefore, deny the same.

34. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 34 of the FAC and, therefore, deny the same.

35. The HRM Defendants deny the allegations contained in Paragraph 35 of the FAC.

36. The allegations contained in Paragraph 36 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed

to require a response, the HRM Defendants deny that this Court has subject matter jurisdiction because Plaintiffs lack standing in whole or in part.

37. The allegations contained in Paragraph 37 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants state that this case was removed to the D. Colo., and the HRM Defendants do not dispute that the D. Colo. has personal jurisdiction over them. The HRM Defendants deny that they have committed or continue to commit tortious acts within the State of Colorado and deny the remaining allegations in Paragraph 37.

38. The allegations contained in Paragraph 38 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants state that this case was removed to the D. Colo., and the HRM Defendants do not currently dispute that venue is proper. The HRM Defendants are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 38 of the FAC and, therefore, deny the same.

39. The allegations contained in Paragraph 39 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 39 of the FAC and, therefore, deny the same.

40. The allegations contained in Paragraph 40 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 40 of the FAC and, therefore, deny the same.

41. The allegations contained in Paragraph 41 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 41 of the FAC and, therefore, deny the same.

42. The allegations contained in Paragraph 42 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 42 of the FAC and, therefore, deny the same.

43. The allegations contained in Paragraph 43 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 43 of the FAC and, therefore, deny the same.

44. The allegations contained in Paragraph 44 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 44 of the FAC and, therefore, deny the same.

45. The allegations contained in Paragraph 45 of the FAC, including footnote 1, are vague. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 45 of the FAC and, therefore, deny the same.

46. The allegations contained in Paragraph 46 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, except state that Paragraph 46 of the FAC cites to Colo. Code Regs § 404-1:434, and refer the Court to those regulations for a true, correct, and complete statement of their contents.

47. The allegations contained in Paragraph 47 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 47 of the FAC and, therefore, deny the same.

48. The allegations contained in Paragraph 48 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 48 of the FAC and, therefore, deny the same.

49. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 49 of the FAC and, therefore, deny the same.

50. The HRM Defendants admit that regulators in Colorado may require oil and gas companies to provide financial assurance in the form of bonds for wells. The HRM Defendants deny the remaining allegations in the first sentence of Paragraph 50 of the FAC. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in the second and third sentences of Paragraph 50 of the FAC and, therefore, deny the same.

51. The allegations contained in Paragraph 51 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 51 of the FAC and, therefore, deny the same.

52. The allegations contained in Paragraph 52 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without

sufficient knowledge or information to admit or deny the allegations contained in Paragraph 52 of the FAC, including footnote 2, and therefore, deny the same.

53. The allegations contained in Paragraph 53 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 53 of the FAC, including footnote 3, and therefore, deny the same.

54. The allegations contained in Paragraph 54 of the FAC are vague. The HRM Defendants admit the existence of the Orphaned Well Program and that it is administered by ECMC generally for the purposes of plugging, abandoning, reclaiming, and remediating orphaned wells. The HRM Defendants are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 54 of the FAC and, therefore, deny the same.

55. The HRM Defendants admit the Orphaned Well Program identifies, analyzes, prioritizes, and pays to plug, remediate, and reclaim oil and gas facilities statewide, including in circumstances where the operator cannot be located or otherwise refuses to comply with its asset retirement obligations. The HRM Defendants deny that the allegations contained in Paragraph 55 of the FAC exhaustively describe the Orphaned Well Program or all circumstances how wells may become a part of the Orphaned Well Program.

56. The HRM Defendants deny the allegations contained in Paragraph 56 of the FAC.

57. The allegations contained in Paragraph 57 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 57 of the FAC and, therefore, deny the same.

58. The allegations contained in Paragraph 58 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 58 of the FAC and, therefore, deny the same.

59. The allegations contained in Paragraph 59 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 59 of the FAC, including footnote 4, and, therefore, deny the same.

60. The allegations contained in Paragraph 60 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without

sufficient knowledge or information to admit or deny the allegations contained in Paragraph 60 of the FAC and, therefore, deny the same.

61. The allegations contained in Paragraph 61 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 61 of the FAC and, therefore, deny the same.

62. The allegations contained in Paragraph 62 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 62 of the FAC, including footnote 5, and therefore, deny the same.

63. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 63 of the FAC, including footnotes 6 and 7, and therefore, deny the same.

64. The allegations contained in Paragraph 64 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 64 of the FAC, including footnote 8, and therefore, deny the same.

65. The allegations contained in Paragraph 65 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 65 of the FAC, including footnote 9, and therefore, deny the same.

66. The allegations contained in Paragraph 66 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 66 of the FAC, including footnote 10, and therefore, deny the same.

67. The allegations contained in Paragraph 67 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 67 of the FAC, including footnote 11, and therefore, deny the same.

68. The allegations contained in Paragraph 68 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 68 of the FAC, including footnote 12, and therefore, deny the same.

69. The allegations contained in Paragraph 69 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without

sufficient knowledge or information to admit or deny the allegations contained in Paragraph 69 of the FAC, including footnote 13, and therefore, deny the same.

70. The allegations contained in Paragraph 70 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 70 of the FAC, including footnotes 14 and 15, and therefore, deny the same.

71. The allegations contained in Paragraph 71 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 71 of the FAC, including footnote 16, and therefore, deny the same.

72. The allegations contained in Paragraph 72 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 72 of the FAC, including footnote 17, and therefore, deny the same.

73. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 73 of the FAC and, therefore, deny the same.

74. The allegations contained in Paragraph 74 of the FAC are vague and not particularly directed to the HRM Defendants. To the extent the allegations contained in Paragraph 74 of the FAC are directed to the HRM Defendants, the HRM Defendants deny the allegations contained in Paragraph 74 of the FAC. To the extent the allegations contained in Paragraph 74 of the FAC are not directed to the HRM Defendants, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 74 of the FAC, and therefore, deny the same.

75. The allegations contained in Paragraph 75 of the FAC are vague and not particularly directed to the HRM Defendants. To the extent the allegations contained in Paragraph 75 of the FAC are directed to the HRM Defendants, the HRM Defendants deny the allegations contained in Paragraph 75 of the FAC. To the extent the allegations contained in Paragraph 75 of the FAC are not directed to the HRM Defendants, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 75 of the FAC, and therefore, deny the same.

76. The allegations contained in Paragraph 76 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 76 of the FAC, including footnote 18, and therefore, deny the same.

77. The allegations contained in Paragraph 77 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 77 of the FAC, including footnote 19, and therefore, deny the same.

78. The HRM Defendants admit that certain of the HRM Entities acquired the at-issue wells pursuant to various transactions, that HRM II sold and transferred certain wells to Painted Pegasus in an arm's length transaction in 2018, and that the transferred wells varied with respect to production and condition. The HRM Defendants deny the remaining allegations contained in Paragraph 78 of the FAC.

79. The HRM Defendants deny the allegations in Paragraph 79 of the FAC. As to footnote 20 of the FAC, the HRM Defendants admit that HRM II purchased certain wells from Noble Energy, Inc. in 2014, but are without sufficient knowledge or information to admit or deny the remaining allegations contained in footnote 20, and therefore, deny the same.

80. The HRM Defendants deny the allegations in Paragraph 80 of the FAC.

81. The HRM Defendants deny the allegations contained in Paragraph 81 of the FAC to the extent they are directed to the HRM Defendants. The HRM Defendants are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 81 of the FAC and, therefore, deny the same.

82. The HRM Defendants admit that HRM I, HRM II, and HRM III were oil and gas companies, which are now dissolved, that HRM IV is an oil and gas company, and that the HRM Entities, which are distinct companies, have received capital investments from various energy funds associated with Kayne Anderson. The HRM Defendants deny the remaining allegations contained in Paragraph 82 of the FAC.

83. Upon information and belief, the HRM Defendants admit that Kayne Anderson is registered in Delaware, headquartered in Los Angeles, and has over \$30 billion in assets under management, including energy sector holdings, and admit that the quoted material in Paragraph 83 appears, at least partially, on Kayne Anderson's website, but refer the Court to Kayne Anderson's website for a true, correct, and complete statement of its contents. The HRM Defendants deny the remaining allegations contained in Paragraph 83 of the FAC.

84. The allegations contained in Paragraph 84 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 84 of the FAC and, therefore, deny the same.

85. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 85 of the FAC, and, therefore, deny the same.

86. The HRM Defendants admit that the HRM Entities, which are distinct companies, have received capital investments from various energy funds associated with Kayne Anderson, and refer the Court to Kayne Anderson's 2020 ESG Investing Report for a true, correct, and complete statement of its contents. The HRM Defendants further deny that "HRM" is a single entity, and state that HRM I, HRM II, and HRM III are now dissolved. The remaining allegations contained in Paragraph 86 of the FAC are vague. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 86 of the FAC and, therefore, deny the same.

87. The HRM Defendants admit that certain HRM Entities sold and transferred certain wells to Wolverine Resources LLC, Extraction Oil and Gas, Inc., and HighPoint Resources Corp. Upon information and belief, the HRM Defendants admit that Extraction Oil and Gas, Inc. filed for bankruptcy in 2020 and that HighPoint Resources Corp. filed for bankruptcy in 2021. The HRM Defendants are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 87 of the FAC to the extent they concern third parties, and, therefore, deny the same. The HRM Defendants deny the remaining allegations contained in Paragraph 87 of the FAC to the extent they concern the HRM Defendants.

88. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 88 of the FAC, including footnote 21, and, therefore, deny the same.

89. The HRM Defendants deny the allegations contained in Paragraph 89 of the FAC.

90. The HRM Defendants deny the allegations contained in Paragraph 90 of the FAC. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in footnotes 22 and 23 of the FAC and, therefore, deny the same.

91. The HRM Defendants deny that "HRM" is a single entity, and state that the allegations contained in Paragraph 91 of the FAC are vague. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 91 of the FAC and, therefore, deny the same.

92. The HRM Defendants admit that 2 CCR 404-1 defines an "inactive well" and admit that 2 CCR 404-1 defines a "low producing well." The HRM Defendants deny any

allegations in Paragraph 92 of the FAC, including footnote 24, that are inconsistent with 2 CCR 404-1.

93. The HRM Defendants deny the allegations contained in Paragraph 93 of the FAC.

94. The HRM Defendants deny the allegations contained in Paragraph 94 of the FAC.

95. The HRM Defendants deny the allegations contained in Paragraph 95 of the FAC.

96. The HRM Defendants deny the allegations contained in Paragraph 96 of the FAC.

97. The HRM Defendants admit that HRM II extracted and sold oil and gas from certain wells and then sold and transferred certain wells to Painted Pegasus in an arm's length transaction in 2018. The HRM Defendants deny the remaining allegations contained in Paragraph 97 of the FAC.

98. The HRM Defendants admit that HRM II extracted and sold oil and gas from certain wells and then sold and transferred certain wells to Painted Pegasus in an arm's length transaction in 2018. The HRM Defendants deny the remaining allegations contained in Paragraph 98 of the FAC.

99. The HRM Defendants deny the allegations contained in Paragraph 99 of the FAC.

100. The HRM Defendants deny the allegations contained in Paragraph 100 of the FAC.

101. The HRM Defendants deny the allegations contained in Paragraph 101 of the FAC.

102. The HRM Defendants admit, upon information and belief, that Painted Pegasus filed for Chapter 7 bankruptcy on November 23, 2021, in U.S. Bankruptcy Court for the Southern District of Texas. The HRM Defendants deny the remaining allegations contained in Paragraph 102 of the FAC.

103. The HRM Defendants deny the allegations contained in Paragraph 103 of the FAC.

104. The HRM Defendants deny that "HRM" is a single entity, and are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 104 of the FAC and, therefore, deny the same.

105. The HRM Defendants deny that “HRM” is a single entity and deny any allegations of wrongdoing contained in Paragraph 105 of the FAC. The HRM Defendants are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 105 of the FAC and, therefore, deny the same.

106. The HRM Defendants deny the allegations contained in Paragraph 106 of the FAC.

107. The allegations contained in Paragraph 107 of the FAC are vague and not particularly directed to the HRM Defendants. The HRM Defendants thus are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 107 of the FAC, including footnote 25, and, therefore, deny the same.

108. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 108 of the FAC and, therefore, deny the same.

109. The HRM Defendants deny the allegations contained in Paragraph 109 of the FAC.

110. The HRM Defendants deny the allegations contained in Paragraph 110 of the FAC.

111. The HRM Defendants deny the allegations contained in Paragraph 111 of the FAC to the extent they are directed at the HRM Defendants. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 111 of the FAC regarding John Hoffman and, therefore, deny the same.

112. The HRM Defendants admit that on or about August 21, 2018, HRM II received “Warning Letter # 401739715” from the COGCC. The content of the letter speaks for itself. The HRM Defendants deny the remaining allegations contained in Paragraph 112 of the FAC.

113. The HRM Defendants deny that “HRM” is a single entity, and are without sufficient knowledge or information to admit or deny the remaining allegations contained in Paragraph 113 of the FAC and, therefore, deny the same.

114. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 114 to the extent they concern third parties and, therefore, deny the same. The HRM Defendants deny the remaining allegations contained in Paragraph 114 of the FAC.

115. The HRM Defendants deny the allegations contained in Paragraph 115 of the FAC.

116. The HRM Defendants deny the allegations contained in Paragraph 116 of the FAC.

117. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 117 of the FAC and, therefore, deny the same, except admit upon information and belief that Painted Pegasus filed for bankruptcy.

118. The allegations contained in Paragraph 118 of the FAC are vague and constitute legal conclusions to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny the allegations contained in Paragraph 118 of the FAC.

119. The HRM Defendants deny the allegations contained in Paragraph 119 of the FAC.

120. The HRM Defendants admit, upon information and belief, that all of the at-issue wells transferred from HRM II to Painted Pegasus are now in the State's Orphaned Well Program based on the State's orders. The HRM Defendants deny the remaining allegations in Paragraph 120 of the FAC.

121. The HRM Defendants deny the allegations contained in Paragraph 121 of the FAC.

122. The HRM Defendants deny the allegations contained in Paragraph 122 of the FAC.

123. The HRM Defendants deny the allegations contained in Paragraph 123 of the FAC to the extent they are directed at the HRM Defendants. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 123 of the FAC that are directed at Painted Pegasus and, therefore, deny the same, except admit upon information and belief that Painted Pegasus filed for bankruptcy on November 23, 2021, in the United States Bankruptcy Court for the Southern District of Texas.

124. The HRM Defendants deny the allegations contained in Paragraph 124 of the FAC.

125. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 125 of the FAC and, therefore, deny the same.

126. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 126 of the FAC and, therefore, deny the same.

127. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 127 of the FAC and, therefore, deny the same.

128. The HRM Defendants admit upon information and belief the allegations contained in Paragraph 128 of the FAC.

129. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 129 of the FAC, including footnote 26, and, therefore, deny the same.

130. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 130 of the FAC and, therefore, deny the same.

131. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 131 of the FAC, including footnote 27, and, therefore, deny the same.

132. The HRM Defendants deny the allegations contained in Paragraph 132 of the FAC.

133. The HRM Defendants deny the allegations contained in Paragraph 133 of the FAC.

134. The HRM Defendants deny the allegations contained in Paragraph 134 of the FAC, including footnote 28.

135. The HRM Defendants deny the allegations contained in Paragraph 135 of the FAC.

136. The allegations contained in Paragraph 136 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

137. The allegations contained in Paragraph 137 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative

class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

138. The allegations contained in Paragraph 138 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

139. The allegations contained in Paragraph 139 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

140. The allegations contained in Paragraph 140 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 140 of the FAC and, therefore, deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

141. The HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 141 of the FAC and, therefore, deny the same.

142. The allegations contained in Paragraph 142 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

143. The allegations contained in Paragraph 143 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

144. The allegations contained in Paragraph 144 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

145. The allegations contained in Paragraph 145 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

146. The allegations contained in Paragraph 146 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

147. The allegations contained in Paragraph 147 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

148. The allegations contained in Paragraph 148 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them, deny Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants, and deny that class certification is appropriate.

149. The allegations contained in Paragraph 149 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations with respect to what Plaintiffs seek to do with this civil action and, therefore, deny the same. The HRM Defendants deny the remaining allegations and deny any wrongdoing or liability.

150. The allegations contained in Paragraph 150 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

151. The HRM Defendants repeat each of the foregoing responses.

152. The allegations contained in Paragraph 152 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 152 of the FAC and, therefore, deny the same.

153. The allegations contained in Paragraph 153 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 153 of the FAC and, therefore, deny the same.

154. The allegations contained in Paragraph 154 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

155. The allegations contained in Paragraph 155 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

156. The allegations contained in Paragraph 156 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

157. The allegations contained in Paragraph 157 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

158. The allegations contained in Paragraph 158 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them and deny that Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants.

159. The allegations contained in Paragraph 159 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

160. The allegations contained in Paragraph 160 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

161. The HRM Defendants repeat each of the foregoing responses.

162. The allegations contained in Paragraph 162 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

163. The allegations contained in Paragraph 163 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

164. The allegations contained in Paragraph 164 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

165. The allegations contained in Paragraph 165 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

166. The allegations contained in Paragraph 166 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

167. The allegations contained in Paragraph 167 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

168. The allegations contained in Paragraph 168 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants are without sufficient knowledge or information to admit or deny the allegations contained in Paragraph 168 of the FAC and, therefore, deny the same.

169. The allegations contained in Paragraph 169 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them and deny that Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants.

170. The allegations contained in Paragraph 170 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

171. The HRM Defendants repeat each of the foregoing responses.

172. The allegations contained in Paragraph 172 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

173. The allegations contained in Paragraph 173 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

174. The allegations contained in Paragraph 174 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

175. The allegations contained in Paragraph 175 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

176. The allegations contained in Paragraph 176 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

177. The allegations contained in Paragraph 177 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

178. The allegations contained in Paragraph 178 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

179. The allegations contained in Paragraph 179 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

180. The HRM Defendants repeat each of the foregoing responses.

181. The allegations contained in Paragraph 181 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

182. The allegations contained in Paragraph 182 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

183. The allegations contained in Paragraph 183 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

184. The allegations contained in Paragraph 184 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

185. The allegations contained in Paragraph 185 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

186. The HRM Defendants repeat each of the foregoing responses.

187. The allegations contained in Paragraph 187 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

188. The allegations contained in Paragraph 188 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

189. The allegations contained in Paragraph 189 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

190. The allegations contained in Paragraph 190 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

191. The allegations contained in Paragraph 191 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

192. The allegations contained in Paragraph 192 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

193. The allegations contained in Paragraph 193 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

194. The HRM Defendants repeat each of the foregoing responses.

195. The allegations contained in Paragraph 195 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

196. The allegations contained in Paragraph 196 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

197. The allegations contained in Paragraph 197 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

198. The allegations contained in Paragraph 198 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

199. The allegations contained in Paragraph 199 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

200. The allegations contained in Paragraph 200 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

201. The allegations contained in Paragraph 201 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

202. The HRM Defendants repeat each of the foregoing responses.

203. The allegations contained in Paragraph 203 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

204. The allegations contained in Paragraph 204 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

205. The allegations contained in Paragraph 205 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

206. The allegations contained in Paragraph 206 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

207. The allegations contained in Paragraph 207 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

208. The allegations contained in Paragraph 208 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

209. The allegations contained in Paragraph 209 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

210. The allegations contained in Paragraph 210 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

211. The allegations contained in Paragraph 211 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

212. The allegations contained in Paragraph 212 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

213. The allegations contained in Paragraph 213 of the FAC constitute a legal conclusion to which no response is required. To the extent the allegations are construed to require a response, the HRM Defendants deny them.

PLAINTIFFS' REQUEST FOR RELIEF

The Section entitled "Request for Relief" of the FAC constitutes Plaintiffs' prayer for relief to which no response is required. To the extent that the allegations in this section of the FAC are construed to require a response, the HRM Defendants deny them and expressly deny that Plaintiffs or the putative class members are entitled to any relief from the HRM Defendants.

JURY DEMAND

Plaintiffs' jury demand in the FAC requires no response.

GENERAL DENIAL

Except as specifically admitted herein, the HRM Defendants expressly deny each and every allegation and statement contained in Plaintiffs' FAC.

AFFIRMATIVE AND OTHER DEFENSES

Without admitting or implying that the HRM Defendants bear the burden of proof as to any defense, the HRM Defendants asserts the following affirmative and other defenses:

1. Plaintiffs fail to state a claim upon which relief can be granted.
2. Plaintiffs' and the putative class members' claims fail because at all times relevant to the matters alleged in the FAC, the HRM Defendants acted in good faith and in a reasonable manner consistent with industry standards.
3. The HRM Defendants are not liable because none of them breached any duty owed to Plaintiffs or the putative class members.
4. The HRM Defendants are not liable because HRM II's sale and transfer of wells to Painted Pegasus was an arm's length transaction for value and made in good faith.
5. Plaintiffs' and the putative class members' claims are barred, in whole or in part, due to estoppel, waiver, unclean hands, and laches.
6. The HRM Defendants are not liable because any damages or injuries allegedly sustained by Plaintiffs or the putative class members were not actually or legally caused by the HRM Defendants.
7. Plaintiffs' claims are not properly maintainable as class action claims.
8. Plaintiffs' and the putative class members' claims are barred, in whole or in part, due to their contributory negligence, comparative negligence, and assumption of risk.
9. Plaintiffs' and the putative class members' claims are barred, in whole or in part, due to the economic loss doctrine.
10. Plaintiffs' and the putative class members' claims are barred, in whole or in part, due to their failures to exhaust their administrative remedies.
11. Plaintiffs' and the putative class members' claims are barred, in whole or in part, because the HRM Defendants cannot plug or remediate any wells at issue without ECMC's approval and Plaintiffs' requested relief that the Court impose plugging, reclamation, and remediation obligations for the wells on the HRM Entities would interfere with ECMC's supervisory authority.

12. Plaintiffs' and the putative class members' claims are barred, in whole or in part, due to accord and satisfaction.

13. Plaintiffs' and the putative class members' claims are barred, in whole or in part, due to the applicable statutes of limitations.

14. The putative class members' claims are barred by lack of personal jurisdiction.

15. Plaintiffs and the putative class members are not entitled to the full damages that they seek because they have failed to mitigate their damages.

16. Plaintiffs have failed to join necessary or indispensable parties.

17. Plaintiffs' and the putative class members' claims are barred, in whole or in part, by existing contracts.

18. The HRM Defendants adopt by reference any applicable defense pled or that may be pled by any other defendant not expressly set forth herein.

The HRM Defendants reserve the right to assert such additional defenses as may be appropriate at a later time.

HRM DEFENDANTS' PRAYER FOR RELIEF

WHEREFORE, having fully answered and responded to the allegations of Plaintiffs' FAC, the HRM Defendants hereby pray that:

1. Plaintiffs' claims be dismissed with prejudice in their entirety;
2. Each and every prayer for relief contained in Plaintiffs' FAC be denied;
3. Judgment be entered in favor of the HRM Defendants on all claims;
4. All costs, including reasonable attorney's fees and expenses, be awarded to the HRM Defendants and against Plaintiffs pursuant to applicable law; and
5. The HRM Defendants be granted such other and further relief as this Court may deem just and proper.

Dated this 22nd day of May 2026.

s/ Matthew C. Arentsen

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Attorneys for HRM Defendants

CERTIFICATE OF SERVICE

I hereby certify that on May 22, 2026, I electronically filed a true and correct copy of the foregoing **DEFENDANTS HRM RESOURCES, LLC, HRM RESOURCES II, LLC, HRM RESOURCES III, LLC, HRM RESOURCES IV, LLC, L. ROGER HUTSON AND TERRY PAPE'S ANSWER TO PLAINTIFFS' AMENDED CLASS ACTION COMPLAINT AND JURY DEMAND** with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the following counsel:

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