

EXHIBIT 33

Message

From: [Lawyer 1]
Sent: 1/13/2016 9:41:33 PM
To: Roger Ver [roger@memorydealers.com]
CC: [Return Preparer 1] [Law Firm 1]
Subject: Re: Updates

Dear Roger,

Regarding the BTCs that were related to your partner:
We (which includes [Other Lawyer] and [One Law]) are under the impression that these BTCs were traded through a bank account that was held in the name of MemoryDealers Japan. And your partner was the sole shareholder of MemoryDealers Japan.

Based on that understanding, we at first thought that these BTCs represented MemoryDealers Japan's property, and that ultimately your partner was the owner.

Based on that understanding, our original thoughts were:
1. You made one or more gifts of BTC to your partner. These were subject to US gift tax, but you have a \$5.3M exclusion before you are subject to any out-of-pocket tax payments.

I suspect the out-of-pocket gift tax payment (if any) is lower than the income tax that you would owe had you been considered the owner of those BTC. Certainly the tax preparation would be easier.

2. You have no reporting requirements related to the BTC (other than the initial gifts) because, as far as US law is concerned, you are not married to your partner.

3. You were acting as MemoryDealers Japan's agent in conducting the trades.

This relies on the assumption that because the trades touched MemoryDealer Japan's account, the BTCs must have belonged to MemoryDealers Japan, even though you conducted the trades. This was before we became aware that you still regarded those BTCs as yours personally.

I will check whether we can still take this position in light of your personal understanding of the arrangement.

Related question:

Were any of the proceeds of the BTCs or any of the BTCs themselves transferred to your personal accounts/wallets or accounts/wallets in of companies in which you were a shareholder?

Best regards,

[Lawyer 1]

Law Firm 1

On 2016/01/13 11:18, Roger Ver wrote:

> Hi Everyone,
>

> I heard back from [Appraiser 2] earlier this week.

> Reading between the lines of what he said, it sounds like the appraisal will be MUCH lower if the bitcoins are owned by a corporate entity rather than myself personally.

> Because of the way Bitcoin works, I think we have some flexibility here.

> Can your side think of a way to report everything properly, that won't get me into any trouble, but won't result in millions of dollars in taxes being paid to an organization that I am philosophically opposed to?

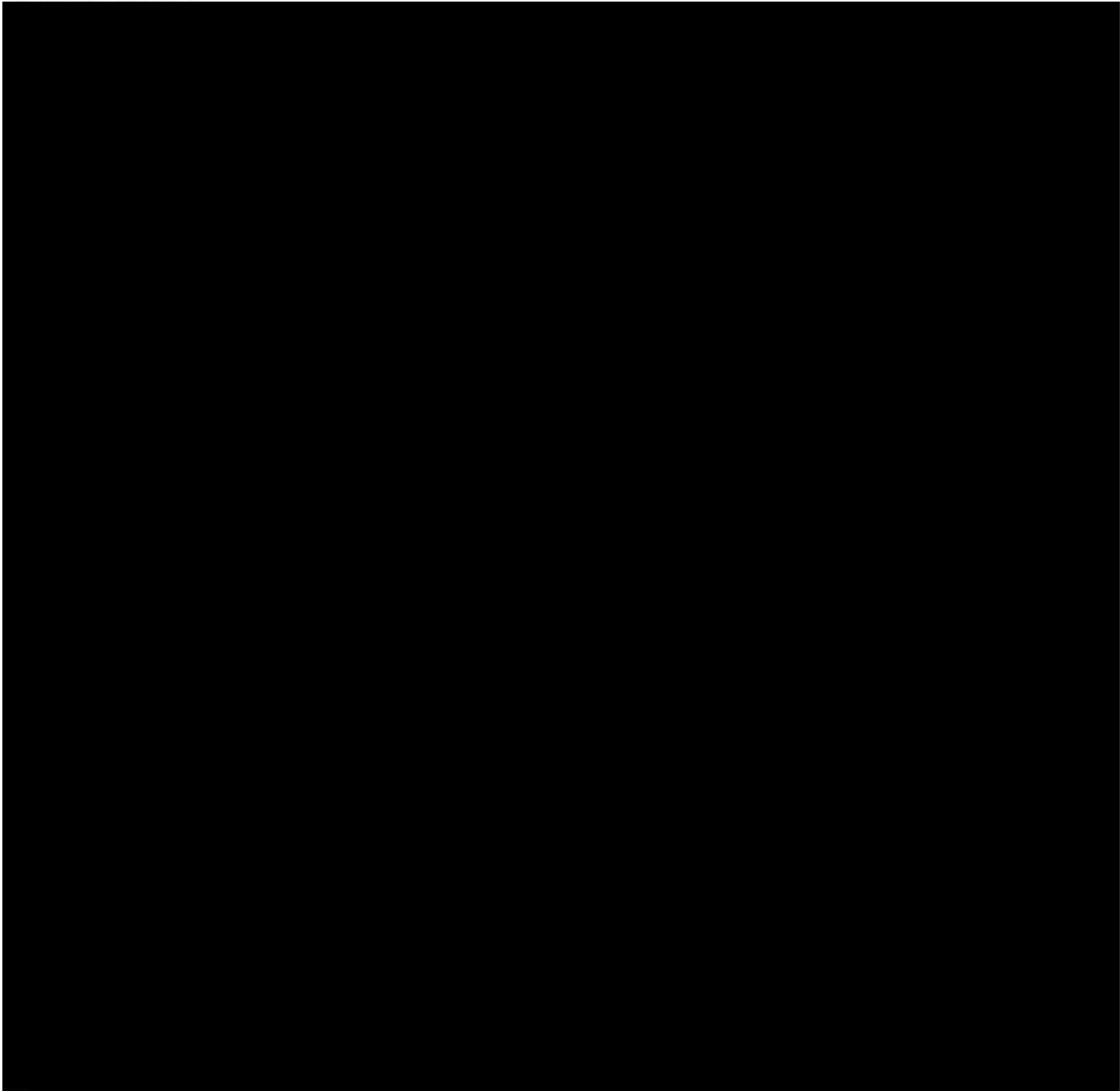
> Perhaps it will be easier for tax reporting requirements if I gave all my bitcoins to my partner (not legally married wife) in Japan?

#185

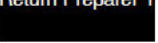
> I actually did give her a copy of all the bitcoin wallets back in 2012, so she has had access and control of them since then. She just doesn't know how to use any of it.
> Any additional thoughts on how this should be handled?
>
>

> Roger Ver
>
>

>> On Jan 8, 2016, at 10:16 AM, Return Preparer 1 wrote:

>> Dear Roger,


>> Kind regards,
>> Return Preparer 1

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>> Return Preparer 1

>> Law Firm 1
>> 

Law Firm 1