filed district court Third Judicial District

OCT 14 2019

SALT LAKE COUNTY

RECEIVER FOR FFCF, ASCENDUS, SMITH HOLDINGS 299 South Main, Suite 1300 Salt Lake City, UT 84111 Telephone (801) 534-4455 Facsimile (801) 961-4001 wklein@kleinutah.com

Proposed order prepared by:

R. WAYNE KLEIN #3819

IN THE THIRD DISTRICT COURT, SALT LAKE COUNTY

STATE OF UTAH

A. DAVID BARNES, M.D., P.C.,

Plaintiff,

VS.

FFCF INVESTORS, LLC, et al.

Defendants.

FFCF INVESTORS, LLC,

Plaintiff,

VS.

RICHARD SMITH, et al.

Defendants.

ORDER APPROVING ALLOWABLE CLAIM AMOUNTS, DISTRIBUTION PLAN, AND INITIAL DISTRIBUTIONS BY RECEIVER

Case No. 080922273

Judge:

Denise P. Lindberg

The Court has considered the Receiver's recommendations on the claims process, including a determination of the Allowable Claim Amounts for each eligible Claimant and selection of a distribution plan. The Court signed Minute Entries on September 10, 2010 and September 20, 2010 finding that oral argument will not aid in its consideration of the issues and finding that due process rights have been provided to all Claimants. Accordingly,

IT IS HEREBY ORDERED THAT:

- The objections of the Lighted Candle Society ("LCS") and SuetWan Chan Bostrom
 Young to the Receiver's recommendations on the Allowable Claimants and Allowable
 Claim amounts are overruled.
- The Allowable Claims and Allowable Claim Amounts listed in column G of the attached Exhibit A are approved.
- 3. The objections of LCS and Annette Kay Donnell to the target distribution plan are overruled. The Receiver is to implement the "target" distribution plan he proposed.
- 4. The Receiver shall pay \$16,032.92 to Plaintiff, Dr. Barnes, as a priority administrative claim. This payment is without prejudice to Dr. Barnes making a future application for payment of the remaining legal fees he expended in seeking appointment of a Receiver.
- 5. The Receiver shall distribute \$400,000.00 in Receivership funds on a targeted pro-rata basis among Allowable Claimants, after taking into account distributions that investors received previously from Receivership Entities. This initial distribution shall be paid to the Allowable Claimants in the amounts set forth in column K of Exhibit A. This will result in recovery for investors of 30.11% of their Allowable Claim Amounts.
- 6. The remaining funds in the Receivership bank account are to be retained for ongoing expenses of the Receivership. When the Receiver has recovered additional funds, he may make application to the Court for approval to make subsequent distributions to investors.

DATED this ____ day of October, 2010.

Frum I Im

BY THE COURT:

Third District Court Ju-

CERTIFICATE OF SERVICE

I hereby certify that on the ____ day of October, 2010, copies of the foregoing Order

Approving Allowable Claim Amounts, Distribution Plan, and Initial Distributions by Receiver

were mailed to:

Jerome H. Mooney Weston, Garrou, Walters & Mooney 50 West Broadway, Suite 1000 Salt Lake City, UT 84101

Counsel for Roger E. Taylor

James D. Gilson

Callister Nebeker & McCullough 10 East South Temple, Suite 900 Salt Lake City, UT 84133 Counsel for A. David Barnes

Jonathan O. Hafen
Parr Brown Gee & Loveless
185 South State Street, Suite 800
Salt Lake City, UT 84111
Counsel for Annette Kay Donnell

Bruce L. Dibb Jensen, Duffin & Dibb, LLP 311 south State Street, Suite 380 Salt Lake City, UT 84111 Counsel for Lighted Candle Society

SuetWan Chan Bostrom Young 302 West 1310 North Orem, UT 84057 Richard T. Smith 443 North 750 East Orem, UT 84097

Craig R. Madsen 1112 North 700 East Springville, UT 84663 Counsel for Kathryn Rowley

Anthony W. Schofield Kirton & McConkie 518 West 800 North, Suite 204 Orem, UT 84057 Counsel for T. Courtney Smith

L.R. Curtis, Jr.
Manning Curtis Bradshaw
170 South Main, Suite 900
Salt Lake City, UT 84101
Counsel for the Receiver

Wayne Klein, Receiver 299 South Main, Suite 1300 Salt Lake City, UT 84111 Receiver

Claim # Investor Name		FFCF/A	FFCF/Ascendus "Ta	irget" Distribution Plan	ioution Pia				
tor Name Verified Total Allowable % Return on Investment Trarget* Investment Platributions Claim Amount Claim Amount Amount Investment Amount Platributions Claim Amount Claim Amount Portfied Platribution Distribution Trace Claim Amount Portfied Distribution Distribution Trace Claim Amount Portfied Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Distribution Di		•	L	ī	9		7	_	
16,371.78	Claim #	Investor Name	Verified Investment Amount	Total Distributions	Allowable Claim Amount	% Return on Verified Investment	"Target" Distribution Plan	Target % After Partial Distribution	
16,371.78 12,000.00 26,500.00 55.81% 0.00 77,500.00 51,000.00 26,500.00 65.81% 0.00 20,000.00 119,346.23 80,653.77 59.6% 0.00 20,000.00 119,346.23 80,653.77 59.6% 0.00 20,000.00 210,000.00 21,000.00 21,000.00 55.26% 0.00 21,00	3006		904,015.09	772,210.00		85.42%	0.00		
77,500.00 51,000.00 26,500.00 65,81% 0.00 200,000.00 119,346.23 80,653.77 596.7% 0.00 380,000.00 210,000.00 170,000.00 55,26% 0.00 36,71.27 15,000.00 21,071.27 41,58% 0.00 68,700.00 239,989.43 177,338.83 362,650.60 35,28% 0.00 559,989.43 177,338.83 362,650.60 32,84% 0.00 559,989.43 177,338.83 362,650.60 32,84% 0.00 1,007,305.62 264,566.92 742,738.70 26,26% 38,774.80 100,000.00 25,000.00 75,000.00 25,000.00 25,000.00 25,000.00 40,055.00 13,35% 50,287.51 300,000.00 86,333.33 41,366.67 17,27% 64,237.51 300,000.00 86,333.33 445,666.19 1,99% 12,990.06 46,184.08 917.89 45,266.19 1,99% 12,990.06 47,118.49 0.00 47,118.49 0.00% 14,189.34 47,118.49 0.00 51,256.04 0.00% 14,189.34 51,256.04 168,721.92 0.00 51,256.04 168,721.92 0.00 51,256.04 168,721.92 0.00 51,256.04 168,721.92 0.00 51,260,016.34 3,770,027.20 0.00% 140,000.00	3020		16,371.78	12,000.00	00:00		00.0		
200,000.00 119,346.23 80,653.77 59,67% 0.00 380,000.00 210,000.00 170,000.00 55.26% 0.00 38,000.00 210,000.00 170,000.00 55.26% 0.00 36,071.27 15,000.00 21,071.27 46.58% 0.00 53,000.00 25,000.00 21,071.27 46.58% 0.00 539,889.1 26,000.00 25,000.00 26.26% 38,744.80 100,000.00 25,000.00 75,000.00 25.000.00 25.000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 40,055.00 259,945.00 13.35% 50,287.51 300,000.00 46,055.00 259,945.00 13.35% 50,287.51 300,000.00 35,997.60 264,002.40 12.09% 54,344.91 44,118.49 0.00 31,318.49 0.00 10,007 44,118.49 0.00 31,218.49 0.00 10,007 44,118.49 0.00 31,218.49 0.00 0.00 </td <td>3002</td> <td></td> <td>77,500.00</td> <td>51,000.00</td> <td></td> <td>65.81%</td> <td>0.00</td> <td></td> <td></td>	3002		77,500.00	51,000.00		65.81%	0.00		
380,000.00 210,000.00 55.26% 0.00 57,461.08 26,743.84 30,717.24 46.54% 0.00 36,717.27 15,000.00 21,071.27 41.58% 0.00 68,700.00 25,000.00 43,700.00 36.39% 0.00 1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 1,007,305.62 264,566.92 742,738.70 25.02% 44,554.05 1,007,305.62 229,784.78 681,211.07 25.22% 44,554.05 1,007,000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 35,997.60 254,002% 11.39% 12,990.06 46,184.08 917.89 45,266.19 1.99% 12,990.06 47,118.49 0.00 47,118.49 0.00 17,138.49 0.00% 10,0072.32 47,118.49 0.00 51,256.04 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 116,032.92 16,032.92 16,032.92 16,000.00	3013	Andrewson and the state of the	200,000.00	119,346.23		829.62			
57,461.08 26,743.84 30,717.24 46,54% 0.00 36,071.27 15,000.00 21,071.27 41,58% 0.00 68,700.00 25,000.00 43,700.00 36,39% 0.00 539,989.43 177,338.83 36,560.60 32.84% 0.00 1,007,305.62 264,566.92 742,738.70 26,26% 38,774.80 910,995.85 229,784.78 681,211.07 25,22% 4,554.05 100,000.00 25,000.00 75,000.00 25,006.67 17,27% 4,514.17 300,000.00 35,978.78 86,1211.07 25,22% 4,514.17 300,000.00 35,9945.00 13,35% 50,287.51 46,184.08 91,88 45,266.19 1,99% 12,990.06 47,118.49 0.00 47,118.49 0.00 14,189.34 47,118.49 0.00 51,256.04 0.00 10,00 40,554.64 168,721.92 0.00 0.00% 10,00 40,555.0 5,976,833.13 2,260,016.34 3,770,027.20 </td <td>3017</td> <td></td> <td>380,000.00</td> <td>210,000.00</td> <td></td> <td>55.26%</td> <td></td> <td></td> <td></td>	3017		380,000.00	210,000.00		55.26%			
36,071.27 15,000.00 21,071.27 41.58% 0.00 68,700.00 25,000.00 43,700.00 36.39% 0.00 539,989.43 177,338.83 362,650.60 32.84% 0.00 1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 1,007,305.60 25,000.00 75,000.00 75,000.00 25.00% 1,00,000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 36,397.60 264,002.40 11.00% 5,114.17 46,184.08 917.89 45,266.19 11.99% 12,990.06 46,184.08 90.00 47,118.49 0.00% 10,072.32 47,118.49 0.00 47,118.49 0.00% 15,44.91 101,554.64 168,721.92 0.00 10,0072.32 101,554.64 168,721.92 0.00 0.00% 15,435.33 1101,554.64 168,721.92 0.00 0.00% 10,00 1101,554.64 16,032.92 400,000.00 1101,000.00 40,000.00 400,000.00 <	3012		57,461.08	26,743.84		46.54%			
68,700.00 25,000.00 43,700.00 36.39% 0.00 539,989.43 177,338.83 362,650.60 32.84% 0.00 1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 1,007,300.00 25,000.00 75,000.00 25.00% 5,114.17 1,00,000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 40,055.00 259,945.00 13.35% 50,287.51 300,000.00 40,055.00 264,002.40 12.00% 54,344.91 46,184.08 917.89 45,266.19 1.99% 12,990.06 46,184.08 90.00 47,118.49 0.00% 10,0072.32 47,118.49 0.00 47,118.49 0.00% 14,189.34 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 16,032.92 400,000.00 0.00 0.00 101,554.64 16,032.02 0.00	3009		36,071.27	15,000.00		41.58%			
539,989.43 177,338.83 362,650.60 32.84% 0.00 1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 910,995.85 229,784.78 681,211.07 25.22% 44,554.05 1,007,000.00 25,000.00 75,000.00 25,000.00 5,114.17 500,000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 86,333.33 413,666.67 17.27% 64,237.51 46,184.08 917.89 45,266.19 12.00% 54,344.91 46,184.08 917.89 45,266.19 1.99% 12,990.06 47,118.49 0.00 332,309.76 0.00 14,189.34 47,118.49 0.00 47,118.49 0.00% 15,435.33 51,256.04 168,721.92 0.00 0.00% 15,435.33 4ennessy 5/18/2010, using FFCF Claim Analysis Summary 16,032.92 400,000.00	3003		68,700.00	25,000.00		36.39%			
1,007,305.62 264,566.92 742,738.70 26.26% 38,774.80 910,995.85 229,784.78 681,211.07 25.22% 44,554.05 100,000.00 25,000.00 75,000.00 25.00% 5,114.17 500,000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 36,997.60 259,945.00 13.35% 50,287.51 300,000.00 35,997.60 264,002.40 12.00% 54,344.91 46,184.08 917.89 45,266.19 1.99% 12,990.06 332,309.76 0.00 47,118.49 0.00% 14,189.34 47,118.49 0.00 47,118.49 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 46nnessy 5/18/2010, using FFCF Claim Analysis Summary 16,032.92 400,000.00 0.00	3014		539,989.43	177,338.83		32.84%			
100,000.00 25,000.00 25,000.00 25,000 25,144.17 25,000.00 25,000.00 25,000.00 25,000.00 25,000.00 25,000.00 25,000.00 25,000.00 25,000 25,000 25,144.17 200,000.00 35,997.60 259,945.00 13,35% 50,287.51 20,000.00 35,997.60 259,945.00 12,00% 24,344.91 230,000.00 35,997.60 332,309.76 0.00% 10,0072.32 247,118.49 0.00 347,118.49 0.00 347,118.49 0.00 27,256.04 0.00% 14,189.34 21,256.04 168,721.92 0.00 0.00% 15,435.33 27,000.00 27,0	3019		1,007,305.62	264,566.92		26.26%	38,774.80	30.11%	
100,000.00 25,000.00 75,000.00 25.00% 5,114.17 500,000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 40,055.00 259,945.00 13.35% 50,287.51 46,184.08 917.89 45,266.19 12.00% 54,344.91 46,184.08 917.89 45,266.19 1.99% 12,990.06 332,309.76 0.00 332,309.76 0.00 14,189.34 47,118.49 0.00 47,118.49 0.00% 14,189.34 47,118.49 0.00 51,256.04 0.00% 15,435.33 101,554.64 168,721.92 0.00 400,000.00 101,554.64 168,721.92 0.00 400,000.00 101,554.64 3,770,027.20 400,000.00 101,554.64 16,032.92 400,000.00	3004		910,995.85	229,784.78		25.22%	44,554.05		
500,000.00 86,333.33 413,666.67 17.27% 64,237.51 300,000.00 40,055.00 259,945.00 13.35% 50,287.51 300,000.00 35,997.60 264,002.40 12.00% 54,344.91 46,184.08 917.89 45,266.19 12.99% 12,990.06 332,309.76 0.00 332,309.76 0.00% 14,189.34 47,118.49 0.00 47,118.49 0.00% 14,189.34 51,256.04 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 4ennessy 5/18/2010, using FFCF Claim Analysis Summary 16,032.92 400,000.00	3011		100,000.00	25,000.00		25.00%		30.11%	
300,000.00 40,055.00 259,945.00 13.35% 50,287.51 300,000.00 35,997.60 264,002.40 12.00% 54,344.91 46,184.08 917.89 45,266.19 1.99% 12,990.06 332,309.76 0.00 332,309.76 0.00% 100,072.32 47,118.49 0.00 47,118.49 0.00% 14,189.34 51,256.04 0.00 51,256.04 0.00 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 400,000.00 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 400,000.00 101,554.64 168,721.92 0.00 0.00% 10,00% 101,554.64 16,032.92 0.00 0.00 0.00 101,554.64 16,032.92 0.00 0.00 0.00 101,554.64 16,032.92 0.00 0.00 0.00 101,554.64 16,036.83 0.00 0.00 0.00	3010		500,000.00	86,333.33		17.27%	64,237.51	30.11%	
300,000.00 35,997.60 264,002.40 12.00% 54,344.91 46,184.08 917.89 45,266.19 1.99% 12,990.06 332,309.76 0.00 332,309.76 0.00% 100,072.32 47,118.49 0.00 47,118.49 0.00% 14,189.34 51,256.04 0.00 51,256.04 0.00 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 4ennessy 5/18/2010, using FFCF Claim Analysis Summary 16,032.92 400,000.00	3016A		300,000.00	40,055.00		13.35%	50,287.51	30.11%	
46,184.08 917.89 45,266.19 1.99% 12,990.06 332,309.76 0.00 332,309.76 0.00% 100,072.32 47,118.49 0.00 47,118.49 0.00% 14,189.34 51,256.04 0.00 51,256.04 0.00 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 10,00 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 10,00 101,554.64 168,721.92 0.00 0.00% 10,00 101,554.64 168,721.92 0.00 0.00% 10,00 <t< td=""><td>3002</td><td></td><td>300,000.00</td><td>35,997.60</td><td></td><td>12.00%</td><td></td><td>30.11%</td><td></td></t<>	3002		300,000.00	35,997.60		12.00%		30.11%	
332,309.76 0.00 332,309.76 0.00 100,072.32 47,118.49 0.00 47,118.49 0.00% 14,189.34 51,256.04 0.00 51,256.04 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 400,000.00 101,554.64 168,721.92 400,000.00 0.00 101,554.64 168,721.92 400,000.00 0.00 101,554.64 16,032.92 400,000.00 0.00 101,554.64 16,032.92 16,032.92 0.00	3008		46,184.08	917.89	ļ	1.99%			
47,118.49 0.00 47,118.49 0.00% 14,189.34 51,256.04 0.00 51,256.04 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 15,435.33 101,554.64 168,721.92 0.00 0.00% 0.00 101,554.64 168,721.92 0.00 0.00% 0.00 101,554.64 168,721.92 400,000.00 0.00 101,554.64 16,032.92 400,000.00 0.00 101,554.64 16,032.92 16,032.92 16,032.92	3001		332,309.76	0.00		0:00%			
Totals 51,256.04 0.00 51,256.04 0.00% 15,435.33 Totals 5,976,833.13 2,260,016.34 3,770,027.20 400,000.00 Hennessy 5/18/2010, using FFCF Claim Analysis Summary 16,032.92 400,000.00	3007		47,118.49	0.00		0.00%			
Totals 5,976,833.13 2,260,016.34 3,770,027.20 400,000.00 Hennessy 5/18/2010, using FFCF Claim Analysis Summary 16,032.92 16,032.92	3015		51,256.04	0.00		0.00%			
Totals 5,976,833.13 2,260,016.34 3,770,027.20 16,032.92 Hennessy 5/18/2010, using FFCF Claim Analysis Summary	3018		101,554.64	168,721.92					
10tals 5,976,835.13 2,250,016.34 5,770,027.20 16,032.92 Hennessy 5/18/2010, using FFCF Claim Analysis Summary		•					000000		
Hennessy 5/18/2010, using FFCF Claim Analysis Summary		lotais		2,26U,U16.34	1		400,000.00		
Created by Jake Hennessy 5/18/2010, using FFCF Claim Analysis Summary	30168				16,032.92				
Created by Jake Hennessy 5/18/2010, using FFCF Claim Analysis Summary									
or and a park inclinately of total of asing in or channel of the state	rented hy	Jake Hennessy 5/18/2010	na EECE Claim And	their Cumman					
	indoted 9	(21/10		יייייייייייייייייייייייייייייייייייייי					