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Attorneys for R. Wayne Klein, Court-Appointed Receiver

UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF UTAH

U.S. COMMODITY FUTURES TRADING
COMMISSION,

Plaintiff,

v.

U.S. VENTURES LC, a Utah limited liability
company, WINSOME INVESTMENT
TRUST, an unincorporated Texas entity,
ROBERT J. ANDRES, and ROBERT L.
HOLLOWAY,

Defendants.

**ORDER MEMORIAZLING
AGREEMENT BETWEEN RECEIVER
AND ANDRES RESOLVING THE
RECEIVER'S MOTION TO COMPEL
PRODUCTION OF DOCUMENTS ON
HARD DRIVE OF ROBERT ANDRES**

Case No. 2:11CV00099 BSJ

Judge Bruce S. Jenkins

This matter came before the Court on Friday, February 10, 2012 on the Motion to Compel Production of Documents on Hard Drive of Winsome (the "Motion") filed by R. Wayne Klein's (the "Receiver"), the Court-Appointed Receiver of U.S. Ventures, LC, Winsome Investment Trust ("Winsome"), and the assets of Robert J. Andres and Robert L. Holloway.

David C. Castleberry appeared on behalf of the Receiver, and Benjamin C. McMurray appeared, in a limited capacity, for Robert Andres. At the hearing, counsel for the parties represented to the Court that they had entered into an agreement potentially resolving the Motion.

Based on the agreement outlined by counsel at the hearing, the Court, having considered the representations of counsel at the hearing, the Motion, the memorandum in support of the Motion, including all relevant evidence submitted in support of the Motion, and for good cause appearing, HEREBY ORDERS the following:

1. On or before February 22, 2012, counsel for Robert Andres shall provide to the Receiver a list of documents on the hard drive of Winsome's computer that involve any potentially privileged documents (the "Preliminary List"). The Preliminary List shall be compiled based on electronic searches of the hard drive contents conducted by counsel for Robert Andres. The Preliminary List will identify documents that reference persons or entities that were: a) legal services clients of Robert Andres at the time the documents were created, or b) attorneys with whom Andres had consulted about providing legal representation to Robert Andres personally. After the Receiver receives the Preliminary List from counsel for Robert Andres, the Receiver is authorized to access and review all documents on the Receiver's copy of the hard drive of Winsome that are not identified on the Preliminary List.

2. If the Receiver's review of documents not on the Preliminary List reveals documents that likely would be the subject of a claim of privilege by Robert Andres, the Receiver shall promptly cease review of that document and notify counsel for Robert Andres.

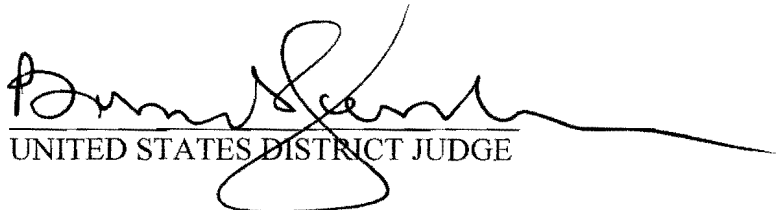
3. On or before March 22, 2012, counsel for Robert Andres shall file with the Court and provide to counsel for the Receiver a privilege log that lists every document on Winsome's

hard drive for which Robert Andres claims a privilege. The privilege log shall provide identifying information and an explanation and justification for the basis of the assertion of the privilege for each document listed in the privilege log. After the Receiver receives the privilege log from counsel for Robert Andres, the Receiver is authorized to access and review all documents on the Receiver's copy of the hard drive of Winsome that are not identified in the privilege log. If the Receiver disagrees with the assertion of the privilege by Robert Andres with respect to any documents listed in the privilege log, he may renew his Motion to Compel with the Court to resolve any disagreement.

4. If counsel for Robert Andres does not provide the Preliminary List to the Receiver by February 22, 2012, or the privilege log to the Receiver by March 22, 2012, any privilege Robert Andres has claimed with respect to the documents and information on the hard drive of Winsome is waived, and the Receiver may access and review all of the documents and information on the Receiver's copy of the hard drive of Winsome.

5. The hearing on the Motion is continued until April 9, 2012 at 1:30 p.m.

IT IS SO ORDERED, on the 19th day of February, 2012


UNITED STATES DISTRICT JUDGE

Approved as to form:

/s/ Benjamin C. McMurray
Benjamin C. McMurray
(Signed by Filing Attorney with permission of Defendant's Attorney)
Assistant Federal Defender
Attorneys for Defendant Robert J. Andres