

FILED
U.S. DISTRICT COURT
U.S. DISTRICT COURT
FOR THE DISTRICT OF UTAH
JUL -9 A 10:08

<p>U.S. COMMODITY FUTURES TRADING COMMISSION,</p> <p style="text-align: right;">Plaintiff,</p> <p>v.</p> <p>U.S. VENTURES LC, a Utah limited liability company, WINSOME INVESTMENT TRUST, an unincorporated Texas entity, ROBERT J. ANDRES and ROBERT L. HOLLOWAY,</p> <p style="text-align: right;">Defendants.</p>	<p style="text-align: center;">DISTRICT OF UTAH</p> <p style="text-align: center;">ORDER APPROVING THIRD APPLICATION OF FEES AND EXPENSES FOR THE RECEIVER</p> <p>Case No. 2:11CV00099 BSJ</p> <p>Judge Bruce S. Jenkins</p>
--	---

The matter before the Court is the Receiver's Third Fee Application ("Application") filed by R. Wayne Klein, the Court-Appointed Receiver of US Ventures LC, Winsome Investment Trust, and the assets of Robert J. Andres, and Robert L. Holloway.

The Court held a hearing on the Application on June 21, 2012. Wayne Klein, the Receiver, and David Castleberry, counsel for the Receiver, were present at the hearing. Kevin Webb of the Commodity Futures Trading Commission ("CFTC") participated in the hearing by telephone. The CFTC represented that it had no objections to the Application. Accordingly, the Court issues its ruling now, rather than waiting for the CFTC to have a full 30 days to review the Application.

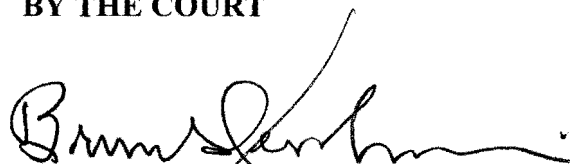
The Court conducted a detailed inquiry of the Receiver regarding the amount of time spent, the costs and overhead of the Receiver's business, the rates charged, and the work performed. Based on this review, and in reliance on representations by counsel and the Receiver that the fees are reasonable, the Court grants the Application.

IT IS HEREBY ORDERED that:

1. The Application for payment of fees and expenses is APPROVED. The fees and expenses incurred by the Receiver and his firm, as set forth in the Application, are reasonable and necessary, and may be paid as an expense of administering the receivership estate.
2. The Receiver is authorized to pay the Receiver \$7,044.50 as reimbursement of expenses paid on behalf of the receivership estate and \$355,200.00 in fees for its services rendered for the benefit of the Receivership Estate from May 1, 2011 through January 31, 2012.

Dated this 9th day of July 2012.

BY THE COURT



The Honorable Bruce S. Jenkins
United States District Judge