

FILED
U.S. DISTRICT COURT

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH

2011 DEC 15 P 3 26

<p>U.S. COMMODITY FUTURES TRADING COMMISSION,</p> <p style="text-align: center;">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: center;">Defendants.</p>	<p style="text-align: right;">DISTRICT OF UTAH</p> <p style="text-align: right;">BY: _____ DEPUTY CLERK</p> <p>Case No. 2:11CV00099 BSJ</p> <p style="text-align: center;">ORDER APPROVING RECEIVER'S APPLICATION FOR RECOVERY OF FEES AND EXPENSES</p>
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The matter before the Court is the Receiver's Application Seeking Court Approval of Fees and Expenses (the "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 (dkt. no. 64).

After providing proper notice, the Court held a hearing on this matter on December 8, 2011. At the hearing, the Receiver was present, along with his counsel, David Castleberry, of the law firm Manning Curtis Bradshaw & Bednar LLC. Kevin Webb, from the Commodity Futures Trading Commission, participated in the hearing by telephone. No other parties or interested persons appeared at the hearing, or filed any objections to the Application. The Receiver reported to the Court that he currently has a little more than \$150,000.00 in the Receivership bank account and expects to receive over \$800,000.00 in additional settlement recoveries within the next two months.

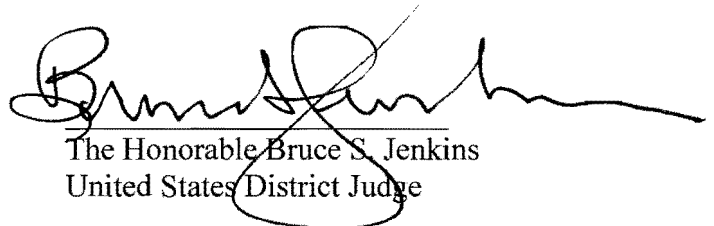
Based on the information presented at the hearing, the Application, the applicable law, the lack of objection, and for good cause shown,

IT IS HEREBY ORDERED that:

1. The Application is APPROVED, as the Court finds the fees and costs were reasonable and necessary.
2. The Court approves immediate payment of a portion of the fees and expenses requested in the Application. The Receiver is authorized to pay the Receiver, Klein & Associates, PLLC, and Manning Curtis Bradshaw & Bednar LLC up to \$130,000.00 from the Receivership bank account as reimbursement for expenses paid on behalf of the receivership estate and as partial payment of fees for services rendered for the benefit of the Receivership Estate from January 25, 2011 through April 30, 2011.
3. The Receiver may submit a subsequent request for permission to pay the remaining amount of this Application when additional funds have been received into the Receivership Estate.

Dated this 15th day of December, 2011.

BY THE COURT



The Honorable Bruce S. Jenkins
United States District Judge