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**UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH
CENTRAL DIVISION**

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiffs,

v.

**ART INTELLECT, INC., a Utah
corporation, d/b/a MASON HILL and
VIRTUAL MG, PATRICK MERRILL
BRODY, LAURA A. ROSER, and
GREGORY D. WOOD,**

Defendants.

**ORDER GRANTING RECEIVER'S
MOTION FOR ORDER APPROVING
SETTLEMENT AGREEMENT AND
TRANSFER AND ABANDONMENT OF
PROPERTIES**

Case No. 2:11-cv-00357 TC

Honorable Tena Campbell

Based upon the Receiver's Motion for an Order approving Settlement Agreement and Transfer and Abandonment of Properties (the "Motion"), the supporting Memorandum, and good cause appearing therefore, it is hereby

ORDERED that:

1. The proposed Settlement Agreement between Kenneth J. Hills and Marcia Hills, on behalf of the Kenneth J. Hills and Marcia Hills Retirement Profit Sharing Plan and the

Receiver (the "Settlement Agreement") attached as Exhibit A to the Motion is hereby approved and the Receiver is permitted to move forward to implement its terms;

2. The Receiver is authorized to sign deeds in lieu of foreclosure for the Pullman, 1st Terrace, and 29th Street properties as referenced in the Settlement Agreement;

3. The Receiver is authorized to abandon any claim to, or interest in, the 20th Street property and to declare that the 20th Street property is no longer deemed property of the Receivership Estate as referenced by the Settlement Agreement; and

4. The four properties referenced in the Settlement Agreement are hereby released from the coverage of the asset freeze imposed by the Court on April 18, 2011.

DATED this _____ day of July 2011.

BY THE COURT

Tena Campbell
United States District Court Judge