

FILED
U.S. DISTRICT COURT

2014 JAN 23 4:59

DISTRICT OF UTAH

BY: _____
DEPUTY CLERK

MATTHEW C. BARNECK [5249]
CHAD E. FUNK [13217]
RICHARDS BRANDT MILLER NELSON
Attorneys for Barclay Associates, LLC
Wells Fargo Center, 15th Floor
299 South Main Street
P.O. Box 2465
Salt Lake City, Utah 84110-2465
Email: matthew-barneck@rbmn.com
chad-funk@rbmn.com
Telephone: (801) 531-2000
Fax No.: (801) 532-5506

UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF UTAH

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

NATIONAL NOTE OF UTAH, LC, a Utah
Limited Liability Company and WAYNE
LaMAR PALMER, an individual,

Defendants.

**ORDER APPROVING AGREEMENT
BETWEEN RECEIVER AND
BARCLAY ASSOCIATES, LLC**

Case No: 2:12-CV-591 BSJ

Judge Bruce S. Jenkins

This matter came before the Court as previously scheduled on Wednesday, January 15, 2014 at 1:15 p.m., before the Honorable Bruce S. Jenkins of the United States District Court, for a hearing on the *Motion for Approval of Agreement Between Receiver and Barclay Associates, LLC* (Doc. 552). Intervenor Barclay Associates, LLC (“**Barclay**”) was

represented by its counsel of record Matthew C. Barneck of Richards Brandt Miller Nelson. The Receiver R. Wayne Klein, Esq. was present and represented by his counsel of record Chris Martinez, Esq. of Dorsey & Whitney.

The Court received and considered the Motion and supporting Memorandum, the attached Exhibits, and previous pleadings filed on the issue including the *Declaration of R. Wayne Klein, Receiver* and the *Notice of Appraisal, etc.* (Docs. 340 and 435). The Court also heard oral argument from the parties. Based thereon, the Court grants the Motion and ORDERS as follows:

1. The Settlement Agreement signed by R. Wayne Klein as the Court-Appointed Receiver and Barclay on June 10, 2013 is hereby approved in all respects.
2. The Receiver is authorized to convey by quit-claim or Receiver's deed to Barclay without warranty any and all interests that the Receivership Estate has in the properties described in the Settlement Agreement, and specifically identified in Exhibit 1 to this Order.
3. The Court notes that notice of the hearing was given to all interested parties in this proceeding and that no person objected in writing or at the hearing.
4. The Court approves the releases of claims set forth in the Settlement Agreement and orders the parties to comply with them. Specifically, the Court finds that, as consideration for the conveyance of properties as described above, Barclay has waived its right to file any claim in or to receive any distributions from this Receivership proceeding beyond the conveyance of the property interests approved by this Order.

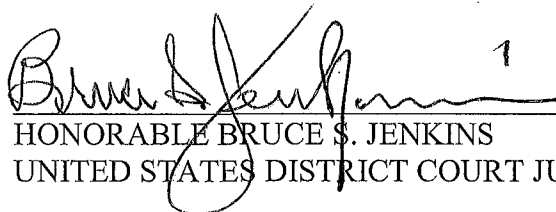
5. The Court also finds that Barclay has agreed informally to pay \$2,500 toward the Receiver's legal fees incurred in filing previous Motions seeking approval of the Settlement Agreement, and orders Barclay to pay that amount to the Receiver.

6. The Court hereby lifts the stay imposed by the Court's previous Order Appointing Receiver and Staying Litigation (Doc. 9) to the extent necessary for the Receiver and Barclay to perform their obligations as set forth in the Settlement Agreement and in this Order.

IT IS SO ORDERED.

DATED this 23 day of January, 2014.

BY THE COURT


HONORABLE BRUCE S. JENKINS
UNITED STATES DISTRICT COURT JUDGE

APPROVED AS TO FORM:

DORSEY & WHITNEY, LLP

/s/ Chris Martinez
CHRIS MARTINEZ
Attorneys for R. Wayne Klein, Receiver
(Signed with permission of Receiver's counsel)