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Attorneys for Court-Appointed Receiver R. Wayne Klein

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

<p>R. WAYNE KLEIN, as Receiver,</p> <p style="text-align: center;">Plaintiff,</p> <p style="text-align: center;">v.</p> <p>CHARLES A. & CAROLA D. HOWE FAMILY TRUST, CHARLES A. HOWE, individually and as trustee of the Charles A. & Carola D. Howe Family Trust, CAROLA D. HOWE, a California resident, and JOHN DOES 1 through 5,</p> <p style="text-align: center;">Defendants.</p>	<p style="text-align: center;">COMPLAINT</p> <p style="text-align: center;">(Ancillary to Case No. 2:12-cv-00591)</p> <p>Civil No. _____</p>
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R. Wayne Klein, the Court-Appointed Receiver (the “Receiver” or “Plaintiff”) of National Note of Utah, LC (“National Note”), its subsidiaries and affiliates (collectively, unless otherwise stated, National Note and all subsidiaries and affiliated entities are referred to herein as “NNU”), and the assets of Wayne LaMar Palmer (“Palmer”), in the case styled as *Securities and Exchange Commission v. National Note of Utah, LC et al.*, Case No. 2:12-cv-00591 (D. Utah) (Jenkins, J.) (the “SEC Civil Enforcement Case”), hereby files this Complaint against Charles A.

Howe, Carola D. Howe, the Charles A & Carola D. Howe Family Trust (collectively, “Howe”), and John Does 1-5 (“Defendant Does”) (collectively, Howe and the Defendant Does are the “Defendants”), and states, alleges and avers as follows:

STATEMENT OF THE CASE

1. NNU was operated as an enterprise with all of the characteristics of a Ponzi scheme through which money was solicited from investors.¹ Upon information and belief, Howe was an NNU investor who received monies from NNU, and the Receiver seeks to avoid the transfers and/or recover the value of the transfers from Defendants for the benefit of the receivership estate established in the SEC Civil Enforcement Case discussed in greater detail below.

PARTIES

2. Pursuant to an Order Appointing Receiver and Staying Litigation entered on June 25, 2012 in the SEC Civil Enforcement Case (the “Receivership Order”),² Plaintiff is the duly-appointed Receiver for National Note and Palmer “together with any and all subsidiaries and affiliated entities of National Note and Palmer. . . .”³

3. Upon information and belief, Charles A. Howe is a resident of or is domiciled in the State of California and, on information and belief, is the trustee of the Charles A & Carola D. Howe Family Trust.

4. Upon information and belief, Carola D. Howe is a resident of or is domiciled in

¹ See SEC Civil Enforcement Case, Docket No. 1 (Complaint).

² SEC Civil Enforcement Case, Docket No. 9.

³ *Id.* (Receivership Order, pp. 1-2).

the State of California.

5. Upon information and belief, the Charles A & Carola D. Howe Family Trust is a trust established for the benefit of Charles A. Howe and/or Carola D. Howe.

6. Upon information and belief, Defendant John Does are currently unknown parties who have received monies or property from NNU, or are persons to whom Howe has transferred monies or property received from NNU.

JURISDICTION AND VENUE

7. Subject matter jurisdiction is proper in this Court pursuant to 28 U.S.C. §1367.

8. The Court has personal jurisdiction over Defendants.

9. Venue is proper in this Court pursuant to 28 U.S.C. § 754.

FACTS

The Ponzi Scheme

10. Since at least 1994 until the commencement of the SEC Civil Enforcement Case, NNU raised capital by soliciting investors to purchase promissory notes, which typically promised to pay interest at a rate of interest above market rates.

11. Upon information and belief, investors understood that they were investing in an enterprise that, among other things, bought and sold mortgage notes, underwrote and made loans, or bought and sold real estate assets through National Note, or one of many affiliated entities subject to the Receivership Order, all of which are referred to herein collectively as “NNU.”

12. Typically, investment funds were deposited in a commingled bank account controlled by NNU. NNU would then transfer such investor funds to another bank account (the “Investor Account”).

13. Monies on deposit in the Investor Account were commingled, and transfers to investors by NNU were made from the commingled funds on deposit in that Investor Account.

14. At all times relevant hereto, NNU was insolvent.

Defendant's Investment and the Transfers

15. On or about 2005, Howe commenced investing with NNU. A history of Howe's investment(s) is attached hereto as Exhibit A.

16. Howe paid NNU cash in the total amount of \$1,467,000.00 on or about 2005, 2006, and 2008 (the "Principal Cash Investment").

17. As set forth on Exhibit A, NNU transferred a total of \$1,606,355.37 in cash to Howe (the "Total Transfers").

18. Of the Total Transfers, \$139,355.37 is an amount that is over and above Howe's Principal Cash Investment (the "False Profit Transfers") (collectively, the Total Transfers and the False Profit Transfers are the "Transfers").⁴

The SEC Civil Case and the Receiver's Appointment

19. On June 25, 2012, the SEC Civil Enforcement Case was filed, alleging that NNU is a Ponzi scheme, and seeking, among other things, orders (a) restraining and enjoining NNU and Palmer from continuing to violate federal securities laws, (b) freezing assets and prohibiting NNU from transferring, changing, wasting, dissipating, converting, concealing, or otherwise disposing of assets, (c) prohibiting NNU from destroying, mutilating, concealing, transferring, altering, or otherwise disposing of NNU's books and records, (d) imposing civil money penalties against NNU and Palmer, and (e) requiring the disgorgement by NNU and Palmer of all ill-

⁴ See Exh. A.

gotten gains received by them pursuant to the scheme.⁵

20. Also on June 25, 2012, as a result of the filing of the SEC Civil Enforcement Action, the Court entered a Temporary Restraining Order and Order to Show Cause against the defendants⁶ and the Receivership Order appointing the Receiver.⁷ Since that time, both National Note and Palmer have stipulated to a Preliminary Injunction Order that prohibits National Note and Palmer from committing any further acts in furtherance of the Ponzi scheme and that prohibits National Note and Palmer from withdrawing, transferring, selling, buying, pledging, encumbering, assigning, dissipating, concealing, or otherwise disposing of any of their assets.⁸

21. On or about May 21, 2013, the Court entered an Order authorizing the Receiver to commence legal proceedings for the benefit of and on behalf of the receivership estate.⁹

FIRST CLAIM FOR RELIEF

(Avoidance of Fraudulent Transfers Under Utah Code Ann. §§ 25-6-5(1)(a) and 25-6-8)

22. The Receiver re-alleges and incorporates herein by reference each of the preceding allegations as if set forth completely herein.

23. NNU was engaged in an enterprise with all of the characteristics of a Ponzi scheme.

24. NNU made the Transfers to Howe in furtherance of the Ponzi scheme.

25. At all relevant times hereto, NNU had at least one creditor.

⁵ SEC Civil Enforcement Case, Docket No. 1 (Complaint).

⁶ *Id.*, Docket No. 7.

⁷ *Id.*, Docket No. 9.

⁸ *Id.*, Docket Nos. 45 and 46.

⁹ *Id.*, Docket No. 315.

26. The Transfers were made and any obligations to Howe were incurred with actual intent to hinder, delay or defraud a creditor of NNU.

27. Pursuant to Utah Code Ann. §§ 25-6-5(1)(a) and 25-6-8, the Receiver may avoid and recover the Transfers to Howe, or in the event such Transfers were transferred, from the Defendant Does.

28. Alternatively, to the extent that Howe took in good faith and for a reasonably equivalent value, the Receiver may avoid and recover the False Profit Transfers from Howe, or in the event such False Profit Transfers were transferred, from the Defendant Does.

SECOND CLAIM FOR RELIEF

(Avoidance of Fraudulent Transfers Under Utah Code Ann. §§ 25-6-5(1)(b) and 25-6-8)

29. The Receiver re-alleges and incorporates herein by reference each of the preceding allegations as if set forth completely herein.

30. NNU was engaged in an enterprise that has all of the characteristics of a Ponzi scheme.

31. NNU made the Transfers to Howe in furtherance of the Ponzi scheme.

32. At all relevant times hereto, NNU had at least one creditor.

33. The Transfers were made or the obligations to Howe were incurred by NNU without receiving a reasonably equivalent value in exchange for the Transfers or obligations.

34. At the time the Transfers were made, NNU (a) was engaged or was about to be engaged in a business or transaction for which the remaining assets of NNU were unreasonably small in relation to the business or transaction; or (b) intended to incur, or believed or reasonably should have believed that it would incur, debts beyond its ability to pay as such debts became

due.

35. Pursuant to Utah Code Ann. §§ 25-6-5(1)(b) and 25-6-8, the Receiver may avoid and recover the Transfers to Howe, or in the event such Transfers were transferred, from the Defendant Does.

36. Alternatively, to the extent that Defendant took in good faith and for a reasonably equivalent value, the Receiver may avoid and recover the False Profit Transfers from Howe, or in the event such Transfers were transferred, from the Defendant Does.

THIRD CLAIM FOR RELIEF

(Avoidance of Fraudulent Transfers Under Utah Code Ann. §§ 25-6-6(1) and 25-6-8)

37. The Receiver re-alleges and incorporates herein by reference each of the preceding allegations as if set forth completely herein.

38. NNU was engaged in a Ponzi scheme.

39. NNU made the Transfers to Howe in furtherance of the Ponzi scheme.

40. NNU had at least one creditor at the time that the Transfers were made or the obligation to Howe was incurred.

41. The Transfers were made or the obligation to Howe was incurred by NNU without NNU receiving a reasonably equivalent value in exchange for the Transfer or obligation.

42. NNU was insolvent at the time the Transfers were made or the obligation was incurred, or became insolvent as a result of the Transfers or the obligation incurred.

43. Pursuant to Utah Code Ann. §§ 25-6-6(1) and 25-6-8, the Receiver may avoid and recover the Transfers to Howe, or in the event such Transfers were transferred, from the Defendant Does.

44. Alternatively, to the extent that Howe took in good faith and for a reasonably equivalent value, the Receiver may avoid and recover the False Profit Transfers from Howe, or in the event such Transfers were transferred, from the Defendant Does.

FOURTH CLAIM FOR RELIEF
(Constructive Trust)

45. The Receiver re-alleges and incorporates herein by reference each of the preceding allegations as if set forth completely herein.

46. The Transfers to Defendants were comprised of property of NNU and were made by NNU in furtherance of the Ponzi scheme.

47. Allowing Defendants to retain the Transfers would unjustly enrich Defendants and would be inequitable.

48. The Transfers can be traced to wrongful behavior.

49. An injustice would result if Defendants were allowed to keep the Transfers.

50. A constructive trust for the benefit of the receivership estate must be imposed for the benefit of the receivership estate in the amount of the Transfers made by NNU to Defendants, or in the alternative if Howe acted in good faith, for the False Profit Transfers.

FIFTH CLAIM FOR RELIEF
(Unjust Enrichment)

51. The Receiver re-alleges and incorporates herein by reference each of the preceding allegations as if set forth completely herein.

52. The Transfers to Defendants were comprised of property of NNU and were made by NNU in furtherance of the Ponzi scheme.

53. The Transfers conferred a benefit upon Defendants.

54. The Defendants knowingly benefitted from the Transfers.

55. Allowing Defendants to retain the Transfers would unjustly enrich Defendants and would be inequitable.

56. Absent return of the Transfers, the receivership estate will be damaged by Defendants' unjust enrichment and may have no adequate remedy at law.

57. Defendants must disgorge the amount of the Transfers, or if Howe acted in good faith, the False Profit Transfers, for the benefit of the receivership estate.

SIXTH CLAIM FOR RELIEF

(Disgorgement)

58. The Receiver re-alleges and incorporates herein by reference each of the preceding allegations as if set forth completely herein.

59. The Transfers were made as part of and in furtherance of a Ponzi scheme.

60. The Transfers were ill-gotten by Defendants.

61. Defendants have no claim to the Transfers made by NNU, or derivatively, from NNU's investors.

62. All Transfers made to Defendants, or if Howe acted in good faith, the False Profit Transfers, should be disgorged to the Receiver for the benefit of the receivership estate.

PRAYER FOR RELIEF

WHEREFORE, the Receiver prays for Judgment against Defendants as follows:

A. Pursuant to the Receiver's First Claim for Relief, judgment against Defendants avoiding the Transfers under Utah Code Ann. §§ 25-6-5(a)(1) and 25-6-8, and permitting Plaintiff's recovery of the value of the Transfers in the total amount of \$1,606,355.37, or

alternatively, the amount of the False Profit Transfers, in the total amount of \$139,355.37.

B. Pursuant to the Receiver's Second Claim for Relief, judgment against Defendants avoiding the Transfers under Utah Code Ann. §§ 25-6-5(a)(2) and 25-6-8, and permitting Plaintiff's recovery of the value of the Transfers in the total amount of \$1,606,355.37, or alternatively, the amount of the False Profit Transfers, in the total amount of \$139,355.37.

C. Pursuant to the Receiver's Third Claim for Relief, judgment against Defendants avoiding the Transfers under Utah Code Ann. §§ 25-6-6(1) and 25-6-8, and permitting Plaintiff's recovery of the value of the Transfers in the total amount of \$1,606,355.37, or alternatively, the amount of the False Profit Transfers, in the total amount of \$139,355.37.

D. Pursuant to the Receiver's Fourth Claim for Relief, judgment against Defendants imposing a constructive trust for the benefit of the receivership estate on any and all Transfers, or alternatively, all False Profit Transfers.

E. Pursuant to the Receiver's Fifth Claim for Relief, judgment against Defendants for unjust enrichment, and requiring Defendants to disgorge the Transfers in the total amount of \$1,606,355.37, or alternatively, the amount of the False Profit Transfers, in the total amount of \$139,355.37.

F. Pursuant to the Receiver's Sixth Claim for Relief, entry of an Order requiring Defendants to disgorge the Transfers in the total amount of \$1,606,355.37, or alternatively, the amount of the False Profit Transfers, in the total amount of \$139,355.37.

G. Judgment for pre-judgment interest, costs, and fees, including reasonable attorney's fees, as may be allowed by law.

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H. For such other and further relief as the Court deems just and proper.

DATED this 12th day of June, 2013.

DORSEY & WHITNEY LLP

/s/ Peggy Hunt

Peggy Hunt

Chris Martinez

Jeffrey M. Armington

Attorneys for Receiver

EXHIBIT A

National Note of Utah, LC
 1549 West 7800 South
 West Jordan, UT 84088
 801-566-7337 Julie@nationalnote.com

Investment Pay History

Reference

Howe CH08-0312-PY NNU
 Printed 02/12/13 Period of 01/01/90 - 12/31/12

Internal report: Do not mail to this address!

Charles A & Carola D Howe Family Trust
 Howe, Charles
 9 Knoll Way
 San Rafael, CA 94903

Additional information

Charles A & Carola D Howe Family Trust # 674
 Carola

Regular pmt:	400000.00	Int rate:	18.000 18.000	Acct closed:	10/01/08	Orig bal:	0.00
Escrow pmt:	0.00	Int calc:	Fixed			Orig date:	03/12/08
Service fee:	0.00	Pmt type:	1099 T USRule 365 A			Maturity:	10/01/08
Total pmt:	400000.00	NSF fee:	25.00				
		Reminder:	10/01/08				

MATURITY DATE

Pay Date	Due/Type	Amount	RetCap/Ref	Income	DiscEarn	Basis	----- Payment/Balance -----		
							Escrow	Late	Svc
03/12/08		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
03/12/08	P	-400000.00	-400000.00 WT031208	0.00	0.00	400000.00	0.00	0.00	0.00
06/18/08	P	250000.00	230668.49 WT061808	19331.51	0.00	169331.51	0.00	0.00	0.00
10/01/08	10/01/08 R	0.00	0.00	0.00	0.00	169331.51	0.00	0.00	0.00
10/01/08	Y	178099.63	4PAYOFF 169331.51 WT100108	8768.12 AJ 8768.12	0.00	0.00	0.00	0.00	0.00
Annual Total:		428099.63	0.00	28099.63	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
Report Total:		428099.63	0.00	28099.63	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
Balances:						0.00	0.00	0.00	0.00

Taxable: 28099.63

National Note of Utah, LC
 1549 West 7800 South
 West Jordan, UT 84088
 801-566-7337 Julie@nationalnote.com

Investment Pay History

Reference

Howe ER05-0401-PY NNU
 Printed 02/12/13 Period of 01/01/90 - 12/31/12

Internal report: Do not mail to this address!

Charles A & Carola D Howe Family Trust
 Howe, Charles
 9 Knoll Way
 San Rafael, CA 94903

Additional information

Charles A & Carola D Howe Family Trust #153
 Carola

Regular pmt:	11710.00	Int rate:	12.000	12.000	Rem pmts:	-8/ -8	Orig bal:	0.00
Escrow pmt:	0.00	Int calc:	Fixed		Per diem:	66.08	Orig date:	04/01/05
Service fee:	0.00	Pmt type:	1099 T USRule	365 M	Next due:	10/01/11	Maturity:	01/01/11
Total pmt:	11710.00	NSF fee:	25.00					
		Reminder:	01/01/11					

MATURITY DATE

Pay Date	Due/Type	Amount	RetCap/Ref	Income	DiscEarn	Basis	----- Payment/Balance ----- Escrow Late Svc
04/01/05		0.00	0.00	0.00	0.00	0.00	0.00 0.00 0.00
04/01/05	P	-367000.00	-367000.00	0.00	0.00	367000.00	0.00 0.00 0.00
			WIRETRAN				
05/01/05	05/01/05 R	3670.00	0.00	0.01	0.00	367000.00	0.00 0.00 0.00
			13788	3669.99 A			
05/01/05	P	0.00	0.00	3669.99	0.00	367000.00	0.00 0.00 0.00
			13788				
05/01/05	P	-3670.00	-3670.00	0.00	0.00	370670.00	0.00 0.00 0.00
			ADD2PRIN				
06/01/05	06/01/05 R	3706.70	0.00	0.01	0.00	370670.00	0.00 0.00 0.00
			14003	3706.69 A			
06/01/05	P	0.00	0.00	3706.69	0.00	370670.00	0.00 0.00 0.00
			14003				
06/01/05	P	-3706.70	-3706.70	0.00	0.00	374376.70	0.00 0.00 0.00
			ADD2PRIN				
07/01/05	07/01/05 R	3743.77	0.00	0.01	0.00	374376.70	0.00 0.00 0.00
			14238	3743.76 A			
07/01/05	P	0.00	0.00	3743.76	0.00	374376.70	0.00 0.00 0.00
			14238				
07/01/05	P	-3743.77	-3743.77	0.00	0.00	378120.47	0.00 0.00 0.00
			ADD2PRIN				
08/01/05	08/01/05 R	3781.20	0.00	0.01	0.00	378120.47	0.00 0.00 0.00
			14489	3781.19 A			
08/01/05	P	0.00	0.00	3781.19	0.00	378120.47	0.00 0.00 0.00
			14489				
08/01/05	P	-3781.20	-3781.20	0.00	0.00	381901.67	0.00 0.00 0.00
			ADD2PRIN				
09/01/05	09/01/05 R	3819.02	0.00	0.01	0.00	381901.67	0.00 0.00 0.00
			14749	3819.01 A			
09/01/05	P	0.00	0.00	3819.01	0.00	381901.67	0.00 0.00 0.00
			14749				
09/01/05	P	-3819.02	-3819.02	0.00	0.00	385720.69	0.00 0.00 0.00
			ADD2PRIN				

National Note of Utah, LC
 1549 West 7800 South
 West Jordan, UT 84088
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Investment Pay History

Reference

Howe ER05-0401-PY NNU Page 2
 Printed 02/12/13 Period of 01/01/90 - 12/31/12

Pay Date	Due/Type	Amount	RetCap/Ref	Income	DiscEarn	Basis	Payment/Balance		
							Escrow	Late	Svc
10/01/05	10/01/05 R	3857.21	0.00	0.01	0.00	385720.69	0.00	0.00	0.00
			15021	3857.20 AI					
10/01/05	P	0.00	0.00	3857.20	0.00	385720.69	0.00	0.00	0.00
			15021						
10/01/05	P	-3857.21	-3857.21	0.00	0.00	389577.90	0.00	0.00	0.00
			ADD2PRIN						
10/11/05	P	190858.70	189577.90	1280.80	0.00	200000.00	0.00	0.00	0.00
			3096						
11/01/05	11/01/05 R	1380.82	0.00	1380.82	0.00	200000.00	0.00	0.00	0.00
			15302						
12/01/05	12/01/05 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			15602						
Annual Total:		216817.42	-200000.00	27239.52	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
01/01/06	01/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			15909						
02/01/06	02/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			16229						
03/01/06	03/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			16562						
04/01/06	04/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			16906						
05/01/06	05/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			17268						
06/01/06	06/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			17650						
07/01/06	07/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			18032						
08/01/06	08/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			18424						
09/01/06	09/01/06 R	2000.00	0.00	2000.00	0.00	200000.00	0.00	0.00	0.00
			18829						
09/11/06	P	-400000.00	-400000.00	0.00	0.00	600000.00	0.00	0.00	0.00
			WT091106	657.53 AI					
10/01/06	10/01/06 R	4602.74	0.00	4602.74	0.00	600000.00	0.00	0.00	0.00
			19245						
11/01/06	11/01/06 R	6000.00	0.00	6000.00	0.00	600000.00	0.00	0.00	0.00
			19670						
12/01/06	12/01/06 R	6000.00	0.00	6000.00	0.00	600000.00	0.00	0.00	0.00
			20097						
Annual Total:		34602.74	-400000.00	34602.74	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
01/01/07	01/01/07 R	6000.00	0.00	6000.00	0.00	600000.00	0.00	0.00	0.00
			20536						
02/01/07	02/01/07 R	6000.00	0.00	6000.00	0.00	600000.00	0.00	0.00	0.00
			21052						
02/23/07	P	300000.00	295660.27	4339.73	0.00	304339.73	0.00	0.00	0.00
			WT022307						

National Note of Utah, LC
 1549 West 7800 South
 West Jordan, UT 84088
 801-566-7337 Julie@nationalnote.com

Investment Pay History

Reference

Howe ER05-0401-PY NNU Page 3
 Printed 02/12/13 Period of 01/01/90 - 12/31/12

Pay Date	Due/Type	Amount	RetCap/Ref	Income	DiscEarn	Basis	Escrow	Payment/Balance Late	Svc
03/01/07	03/01/07 R	4940.07	4339.73 21517	600.34	0.00	300000.00	0.00	0.00	0.00
04/01/07	04/01/07 R	3000.00	0.00 21979	3000.00	0.00	300000.00	0.00	0.00	0.00
05/01/07	05/01/07 R	3000.00	0.00 22448	3000.00	0.00	300000.00	0.00	0.00	0.00
06/01/07	06/01/07 R	3000.00	0.00 22919	3000.00	0.00	300000.00	0.00	0.00	0.00
07/01/07	07/01/07 R	3000.00	0.00 23393	3000.00	0.00	300000.00	0.00	0.00	0.00
08/01/07	08/01/07 R	3000.00	0.00 23874	3000.00	0.00	300000.00	0.00	0.00	0.00
09/01/07	09/01/07 R	3000.00	0.00 24357	3000.00	0.00	300000.00	0.00	0.00	0.00
10/01/07	10/01/07 R	3000.00	0.00 24858	3000.00	0.00	300000.00	0.00	0.00	0.00
11/01/07	11/01/07 R	3000.00	0.00 25355	3000.00	0.00	300000.00	0.00	0.00	0.00
12/01/07	12/01/07 R	3000.00	0.00 25863	3000.00	0.00	300000.00	0.00	0.00	0.00
Annual Total:		343940.07	300000.00	43940.07	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
01/01/08	01/01/08 R	3000.00	0.00 26383	3000.00	0.00	300000.00	0.00	0.00	0.00
02/01/08	02/01/08 R	3000.00	0.00 26894	3000.00	0.00	300000.00	0.00	0.00	0.00
03/01/08	03/01/08 R	3000.00	0.00 27420	3000.00	0.00	300000.00	0.00	0.00	0.00
03/12/08	P	-300000.00	-300000.00 WT031208	0.00 1084.93 AI	0.00	600000.00	0.00	0.00	0.00
04/01/08	04/01/08 R	5030.14	0.00 27961	5030.14	0.00	600000.00	0.00	0.00	0.00
05/01/08	05/01/08 R	6000.00	0.00 28500	6000.00	0.00	600000.00	0.00	0.00	0.00
06/01/08	06/01/08 R	6000.00	0.00 29048	6000.00	0.00	600000.00	0.00	0.00	0.00
07/01/08	07/01/08 R	6000.00	0.00 29604	6000.00	0.00	600000.00	0.00	0.00	0.00
08/01/08	08/01/08 R	6000.00	0.00 30157	6000.00	0.00	600000.00	0.00	0.00	0.00
09/01/08	09/01/08 R	6000.00	0.00 30707	6000.00	0.00	600000.00	0.00	0.00	0.00
10/01/08	10/01/08 R	6000.00	0.00 31266	6000.00	0.00	600000.00	0.00	0.00	0.00
11/01/08	11/01/08 R	6000.00	0.00 31827	6000.00	0.00	600000.00	0.00	0.00	0.00
12/01/08	12/01/08 R	6000.00	0.00 32393	6000.00	0.00	600000.00	0.00	0.00	0.00

National Note of Utah, LC
 1549 West 7800 South
 West Jordan, UT 84088
 801-566-7337 Julie@nationalnote.com

Investment Pay History

Reference

Howe ER05-0401-PY NNU Page 4
 Printed 02/12/13 Period of 01/01/90 - 12/31/12

Pay Date	Due/Type	Amount	RetCap/Ref	Income	DiscEarn	Basis	Payment/Balance		
							Escrow	Late	Svc
Annual Total:		62030.14	-300000.00	62030.14	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
01/01/09	01/01/09 R	6000.00	0.00 32963	6000.00	0.00	600000.00	0.00	0.00	0.00
02/01/09	02/01/09 R	6000.00	0.00 33528	6000.00	0.00	600000.00	0.00	0.00	0.00
03/01/09	03/01/09 R	6000.00	0.00 34102	6000.00	0.00	600000.00	0.00	0.00	0.00
04/01/09	04/01/09 R	6000.00	0.00 34682	6000.00	0.00	600000.00	0.00	0.00	0.00
05/01/09	05/01/09 R	6000.00	0.00 35268	6000.00	0.00	600000.00	0.00	0.00	0.00
06/01/09	06/01/09 R	6000.00	0.00 35858	6000.00	0.00	600000.00	0.00	0.00	0.00
07/01/09	07/01/09 R	6000.00	0.00 36457	6000.00	0.00	600000.00	0.00	0.00	0.00
08/01/09	08/01/09 R	6000.00	0.00 37053	6000.00	0.00	600000.00	0.00	0.00	0.00
09/01/09	09/01/09 R	6000.00	0.00 37649	6000.00	0.00	600000.00	0.00	0.00	0.00
10/01/09	10/01/09 R	6000.00	0.00 38251	6000.00	0.00	600000.00	0.00	0.00	0.00
11/01/09	11/01/09 R	6000.00	0.00 38855	6000.00	0.00	600000.00	0.00	0.00	0.00
12/01/09	12/01/09 R	6000.00	0.00 38469	6000.00	0.00	600000.00	0.00	0.00	0.00
Annual Total:		72000.00	0.00	72000.00	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
01/01/10	01/01/10 R	6000.00	0.00 40090	6000.00	0.00	600000.00	0.00	0.00	0.00
02/01/10	02/01/10 R	6000.00	0.00 40710	6000.00	0.00	600000.00	0.00	0.00	0.00
03/01/10	03/01/10 R	6000.00	0.00 41346	6000.00	0.00	600000.00	0.00	0.00	0.00
03/16/10	P	220000.00	217041.10 WT031610	2958.90	0.00	382958.90	0.00	0.00	0.00
04/01/10	04/01/10 R	13973.37	11815.12 41979	2014.47	0.00	371143.78	0.00	0.00	0.00
04/01/10	P	0.00	143.78 41979	0.00	0.00	371000.00	0.00	0.00	0.00
05/01/10	05/01/10 R	13710.00	10000.00 42608	3710.00	0.00	361000.00	0.00	0.00	0.00
06/01/10	06/01/10 R	13610.00	10000.00 43248	3610.00	0.00	351000.00	0.00	0.00	0.00
07/01/10	07/01/10 R	13510.00	10000.00 43883	3510.00	0.00	341000.00	0.00	0.00	0.00
08/01/10	08/01/10 R	13410.00	10000.00 44521	3410.00	0.00	331000.00	0.00	0.00	0.00

National Note of Utah, LC
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Investment Pay History

Reference

Howe ER05-0401-PY NNU Page 5
 Printed 02/12/13 Period of 01/01/90 - 12/31/12

Pay Date	Due/Type	Amount	RetCap/Ref	Income	DiscEarn	Basis	Escrow	Payment/Balance Late	Svc
09/01/10	09/01/10 R	13310.00	10000.00 45170	3310.00	0.00	321000.00	0.00	0.00	0.00
10/01/10	10/01/10 R	13210.00	10000.00 45834	3210.00	0.00	311000.00	0.00	0.00	0.00
11/01/10	11/01/10 R	13110.00	10000.00 46501	3110.00	0.00	301000.00	0.00	0.00	0.00
12/01/10	12/01/10 R	13010.00	10000.00 47179	3010.00	0.00	291000.00	0.00	0.00	0.00
Annual Total:		358853.37	309000.00	49853.37	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
01/01/11	01/01/11 R	12910.00	10000.00 47900	2910.00	0.00	281000.00	0.00	0.00	0.00
02/01/11	02/01/11 R	12810.00	10000.00 48576	2810.00	0.00	271000.00	0.00	0.00	0.00
03/01/11	03/01/11 R	12710.00	10000.00 49261	2710.00	0.00	261000.00	0.00	0.00	0.00
04/01/11	04/01/11 R	12610.00	10000.00 49956	2610.00	0.00	251000.00	0.00	0.00	0.00
05/01/11	05/01/11 R	12510.00	10000.00 50643	2510.00	0.00	241000.00	0.00	0.00	0.00
06/01/11	06/01/11 R	12410.00	10000.00 51339	2410.00	0.00	231000.00	0.00	0.00	0.00
07/01/11	07/01/11 R	12310.00	10000.00 52048	2310.00	0.00	221000.00	0.00	0.00	0.00
08/01/11	08/01/11 R	12210.00	10000.00 52762	2210.00	0.00	211000.00	0.00	0.00	0.00
09/01/11	09/01/11 R	12110.00	10000.00 53481	2110.00	0.00	201000.00	0.00	0.00	0.00
Annual Total:		112590.00	90000.00	22590.00	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
Report Total:		1200833.74	-201000.00	312255.84	0.00		0.00	0.00	0.00
Escrow Paid Out:							0.00		
Balances:						201000.00	0.00	0.00	0.00

Taxable: 312255.84

EXHIBIT B

JS 44 (Rev. 12/12)

CIVIL COVER SHEET

The JS 44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. (SEE INSTRUCTIONS ON NEXT PAGE OF THIS FORM.)

I. (a) PLAINTIFFS

R. Wayne Klein, as Receiver

DEFENDANTS

Charles A. & Carola D. Howe Family Trust, individually ans as trustee of the Charles A. & Carola D. Howe Family Trust, Carola D. Howe, a California Resident and John Does 1-5,

County of Residence of First Listed Defendant State of California

(IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE TRACT OF LAND INVOLVED.

Attorneys (If Known)

(b) County of Residence of First Listed Plaintiff Salt Lake
(EXCEPT IN U.S. PLAINTIFF CASES)

(c) Attorneys (Firm Name, Address, and Telephone Number)

Peggy Hunt
Dorsey & Whitney, LLP
136 South Main Street #1000, SLC, UT 84101; 801-933-7360

II. BASIS OF JURISDICTION (Place an "X" in One Box Only)

- 1 U.S. Government Plaintiff
- 3 Federal Question (U.S. Government Not a Party)
- 2 U.S. Government Defendant
- 4 Diversity (Indicate Citizenship of Parties in Item III)

III. CITIZENSHIP OF PRINCIPAL PARTIES (Place an "X" in One Box for Plaintiff and One Box for Defendant)

- | | | | | | |
|---|----------------------------|----------------------------|---|----------------------------|----------------------------|
| | PTF | DEF | | PTF | DEF |
| Citizen of This State | <input type="checkbox"/> 1 | <input type="checkbox"/> 1 | Incorporated or Principal Place of Business In This State | <input type="checkbox"/> 4 | <input type="checkbox"/> 4 |
| Citizen of Another State | <input type="checkbox"/> 2 | <input type="checkbox"/> 2 | Incorporated and Principal Place of Business In Another State | <input type="checkbox"/> 5 | <input type="checkbox"/> 5 |
| Citizen or Subject of a Foreign Country | <input type="checkbox"/> 3 | <input type="checkbox"/> 3 | Foreign Nation | <input type="checkbox"/> 6 | <input type="checkbox"/> 6 |

IV. NATURE OF SUIT (Place an "X" in One Box Only)

CONTRACT	TORTS	FORFEITURE/PENALTY	BANKRUPTCY	OTHER STATUTES	
<input type="checkbox"/> 110 Insurance <input type="checkbox"/> 120 Marine <input type="checkbox"/> 130 Miller Act <input type="checkbox"/> 140 Negotiable Instrument <input type="checkbox"/> 150 Recovery of Overpayment & Enforcement of Judgment <input type="checkbox"/> 151 Medicare Act <input type="checkbox"/> 152 Recovery of Defaulted Student Loans (Excludes Veterans) <input type="checkbox"/> 153 Recovery of Overpayment of Veteran's Benefits <input type="checkbox"/> 160 Stockholders' Suits <input checked="" type="checkbox"/> 190 Other Contract <input type="checkbox"/> 195 Contract Product Liability <input type="checkbox"/> 196 Franchise	PERSONAL INJURY <input type="checkbox"/> 310 Airplane <input type="checkbox"/> 315 Airplane Product Liability <input type="checkbox"/> 320 Assault, Libel & Slander <input type="checkbox"/> 330 Federal Employers' Liability <input type="checkbox"/> 340 Marine <input type="checkbox"/> 345 Marine Product Liability <input type="checkbox"/> 350 Motor Vehicle <input type="checkbox"/> 355 Motor Vehicle Product Liability <input type="checkbox"/> 360 Other Personal Injury <input type="checkbox"/> 362 Personal Injury - Medical Malpractice	PERSONAL INJURY <input type="checkbox"/> 365 Personal Injury - Product Liability <input type="checkbox"/> 367 Health Care/Pharmaceutical Personal Injury Product Liability <input type="checkbox"/> 368 Asbestos Personal Injury Product Liability PERSONAL PROPERTY <input type="checkbox"/> 370 Other Fraud <input type="checkbox"/> 371 Truth in Lending <input type="checkbox"/> 380 Other Personal Property Damage <input type="checkbox"/> 385 Property Damage Product Liability	<input type="checkbox"/> 625 Drug Related Seizure of Property 21 USC 881 <input type="checkbox"/> 690 Other LABOR <input type="checkbox"/> 710 Fair Labor Standards Act <input type="checkbox"/> 720 Labor/Management Relations <input type="checkbox"/> 740 Railway Labor Act <input type="checkbox"/> 751 Family and Medical Leave Act <input type="checkbox"/> 790 Other Labor Litigation <input type="checkbox"/> 791 Employee Retirement Income Security Act IMMIGRATION <input type="checkbox"/> 462 Naturalization Application <input type="checkbox"/> 465 Other Immigration Actions	<input type="checkbox"/> 422 Appeal 28 USC 158 <input type="checkbox"/> 423 Withdrawal 28 USC 157 PROPERTY RIGHTS <input type="checkbox"/> 820 Copyrights <input type="checkbox"/> 830 Patent <input type="checkbox"/> 840 Trademark SOCIAL SECURITY <input type="checkbox"/> 861 HIA (1395ff) <input type="checkbox"/> 862 Black Lung (923) <input type="checkbox"/> 863 DIWC/DIWW (405(g)) <input type="checkbox"/> 864 SSID Title XVI <input type="checkbox"/> 865 RSI (405(g)) FEDERAL TAX SUITS <input type="checkbox"/> 870 Taxes (U.S. Plaintiff or Defendant) <input type="checkbox"/> 871 IRS—Third Party 26 USC 7609	<input type="checkbox"/> 375 False Claims Act <input type="checkbox"/> 400 State Reapportionment <input type="checkbox"/> 410 Antitrust <input type="checkbox"/> 430 Banks and Banking <input type="checkbox"/> 450 Commerce <input type="checkbox"/> 460 Deportation <input type="checkbox"/> 470 Racketeer Influenced and Corrupt Organizations <input type="checkbox"/> 480 Consumer Credit <input type="checkbox"/> 490 Cable/Sat TV <input type="checkbox"/> 850 Securities/Commodities/Exchange <input type="checkbox"/> 890 Other Statutory Actions <input type="checkbox"/> 891 Agricultural Acts <input type="checkbox"/> 893 Environmental Matters <input type="checkbox"/> 895 Freedom of Information Act <input type="checkbox"/> 896 Arbitration <input type="checkbox"/> 899 Administrative Procedure Act/Review or Appeal of Agency Decision <input type="checkbox"/> 950 Constitutionality of State Statutes

V. ORIGIN (Place an "X" in One Box Only)

- 1 Original Proceeding
- 2 Removed from State Court
- 3 Remanded from Appellate Court
- 4 Reinstated or Reopened
- 5 Transferred from Another District (specify)
- 6 Multidistrict Litigation

VI. CAUSE OF ACTION

Cite the U.S. Civil Statute under which you are filing (Do not cite jurisdictional statutes unless diversity):

28 U.S.C. § 754

Brief description of cause:

Recovery of the value of transfers from Defendant for the benefit of the receivership estate.

VII. REQUESTED IN COMPLAINT:

CHECK IF THIS IS A CLASS ACTION UNDER RULE 23, F.R.Cv.P.

DEMAND \$
1,606,355.37

CHECK YES only if demanded in complaint:
JURY DEMAND: Yes No

VIII. RELATED CASE(S) IF ANY

(See instructions):

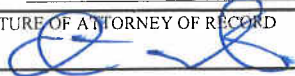
JUDGE Jenkins

DOCKET NUMBER 2:12-cv-00591

DATE

June 12, 2013

SIGNATURE OF ATTORNEY OF RECORD



FOR OFFICE USE ONLY

RECEIPT # _____ AMOUNT _____ APPLYING IFP _____ JUDGE _____ MAG. JUDGE _____