

FILED IN UNITED STATES DISTRICT COURT, DISTRICT OF UTAH

JUL - 9 2014

D. MARK JONES, CLERK  
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*Attorneys for Court-Appointed Receiver R. Wayne Klein*

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

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

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

Defendants.

**ORDER APPROVING SECOND  
INTERIM FEE APPLICATION FOR  
RECEIVER AND RECEIVER'S  
PROFESSIONALS FOR SERVICES  
RENDERED FROM JANUARY 1, 2013  
THROUGH JUNE 30, 2013**

2:12-cv-00591 BSJ

The Honorable Bruce S. Jenkins

The matter before the Court is the *Second Interim Fee Application for Receiver and Receiver's Professionals for Services Rendered From January 1, 2013 Through June 30, 2013* (the "Fee Application") filed by R. Wayne Klein, the Court-Appointed Receiver (the "Receiver"), seeking the allowance of fees and expenses incurred by the Receiver and his forensic accountants, Klein & Associates, PLLC ("Klein & Associates"), and his legal counsel, Dorsey & Whitney LLP, as a cost of administering the Receivership Estate for the period of

January 1, 2013 through June 30, 2013 (the "Application Period") on an interim basis.

A hearing on the Fee Application initially was conducted by the Court on May 29, 2014. Peggy Hunt, Dorsey & Whitney LLP, appeared on behalf of the Receiver, and the Receiver was present as well. Thomas M. Melton appeared on behalf of the Securities and Exchange Commission, and Defendant Wayne L. Palmer appeared *pro se*. Representations by all parties present were made on the record. The Court conducted another hearing on the Fee Application on July 8, 2014. The Receiver, Ms. Hunt and Mr. Melton appeared at that hearing and representations were made on the record.

The Court has reviewed the Fee Application, including all Exhibits thereto, the record in this case, the representations of the Receiver and counsel made on the record, and applicable law. No objections to the Fee Application have been made, and the fees and expenses requested for the Application Period are reasonable, necessary and beneficial. Based thereon, and for good cause appearing,

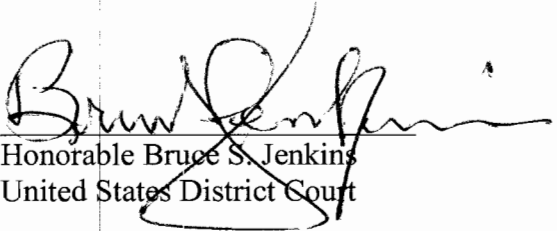
**IT IS HEREBY ORDERED THAT:**

1. The Fee Application is **APPROVED**.
2. The fees and expenses incurred by the Receiver and his professionals Klein & Associates and Dorsey & Whitney LLP are **ALLOWED** as set forth in the Fee Application.
3. The Receiver is **AUTHORIZED** to pay Klein & Associates fees for services rendered during the Application Period in the total amount of \$354,736.80, and reimburse out of pocket expenses paid by Klein & Associates on behalf of the Receivership Estate in the total amount of \$3,659.48.
4. The Receiver is **AUTHORIZED** to pay Dorsey & Whitney LLP fees for services

rendered during the Application Period in the total amount of \$254,457.25, and reimburse out of pocket expenses paid by Dorsey & Whitney LLP on behalf of the Receivership Estate in the total amount of \$12,089.48.

DATED this 5<sup>th</sup> day of July, 2014.

**BY THE COURT:**

  
Honorable Bruce S. Jenkins  
United States District Court