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

<p>SECURITIES AND EXCHANGE COMMISSION,</p> <p style="text-align: right;">Plaintiff,</p> <p style="text-align: center;">v.</p> <p>NATIONAL NOTE OF UTAH, LC, a Utah Limited Liability Company and WAYNE LaMAR PALMER, and individual,</p> <p style="text-align: right;">Defendants.</p>	<p><b>ORDER APPROVING (1) PUBLIC SALE OF PROPERTY FREE AND CLEAR OF INTERESTS, (2) METHOD AND FORM OF PUBLICATION NOTICE, AND (3) PUBLIC AUCTION PROCEDURES</b></p> <p><b>(BYRON WEST INDUSTRIAL PARK SECOND REPLAT, LOT 5 BLOCK 1, PARCEL NO. 75.31.23.076060)</b></p> <p style="text-align: center;">2:12-cv-00591 BSJ</p> <p style="text-align: right;">The Honorable Bruce S. Jenkins</p>
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The matter before the Court is the *Receiver's Motion and Memorandum in Support Requesting Order Approving (1) Public Sale of Property Free and Clear of Interests, (2) Method and Form of Publication Notice, and (3) Public Auction Procedures (Byron West Industrial Park Second Replat, Lot 5 Block 1, Parcel No. 75.31.23.076060)* (the "Motion") filed by R. Wayne

Klein, the Court-Appointed Receiver (the "Receiver") in the above captioned case. Through the Motion, the Receiver is seeking approval to sell certain real property located in Byron, Minnesota (the "Property") at public sale to the highest and best offer, using a bid made by a proposed buyer as a stalking horse bid. The Property is more particularly described as:

Sect-31 Twp-107 Range-015 Byron West Industrial Park 2nd Lot-005 Block-001 LOT 5  
BLK 1, PIN 75.31.23.076060

The sale is free and clear of all interests, with property taxes, bond assessments, and costs of closing to be paid at closing.

The Court has reviewed the Motion and the *Declaration of R. Wayne Klein, Receiver*, together with all of the Exhibits attached thereto, all other papers filed related thereto, and applicable law. Based thereon, and for good cause appearing,

**IT IS HEREBY ORDERED** that:

1. The Motion is **GRANTED**.
2. The sale of the Property as set forth in the Motion to the proposed buyer or a higher and better offeror at auction, conditioned on receipt of a partial waiver of assessments, taxes, or interest by Byron City, Minnesota is **APPROVED**.

3. The method and form of the publication notice as set forth in the Motion are **APPROVED**. The following notice of the sale for the Property shall be published in *The Salt Lake Tribune*, a newspaper published in Salt Lake City, Utah, and in the *Byron Review*, a newspaper published in Byron, Minnesota, once a week for a period of four weeks prior to the public sale:

R. Wayne Klein, Receiver for National Note of Utah, LC and its affiliated entities (the "Receiver") in the civil case styled as *Securities and Exchange Comm. v. National Note of Utah, LC et al.*, Civ. Case No. 2:12-cv-00591 (D. Utah) ("Civil Case"), gives notice of

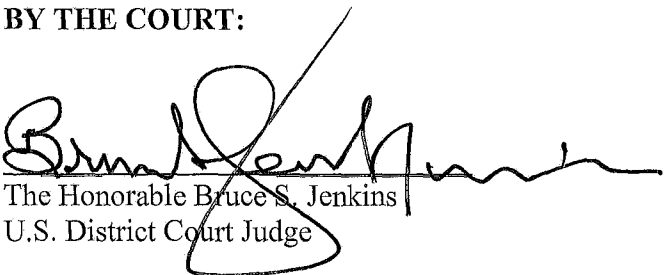
his intent to sell certain real property located in Byron, Minnesota, with the following legal description: Sect-31 Twp-107 Range-015 Byron West Industrial Park 2nd Lot-005 Block-001 LOT 5 BLK 1, PIN 75.31.23.076060 (the "Property") through a public auction to the highest bidder payable in lawful money of the United States on the \_\_\_ day of \_\_\_\_\_, 2015 at the hour of \_\_\_ on the Property at the above stated address, or as may be continued from time to time by the Receiver (the "Auction"). The Property will be sold at the Auction free and clear of all interests, "as is" with no representations and warranties. The Receiver has accepted an initial bid of \$235,000.00 together with a \$5,000.00 deposit to act as the opening "Stalking Horse Bid" at Auction. Only "Qualified Bidders" may participate in the Auction. To be a Qualified Bidder, you must comply with the "Auction Procedures" that have been approved in the Civil Case, which Auction Procedures may be obtained upon request made to the Receiver's counsel at: Dorsey & Whitney LLP, attn: Michelle Montoya, 136 South Main Street, Suite 1000, Salt Lake City, Utah 84101; [montoya.michelle@dorsey.com](mailto:montoya.michelle@dorsey.com).

4. The Auction Procedures described in the Motion and attached to the Motion as

Exhibit B are **APPROVED**.

DATED this 9<sup>th</sup> day of Feb, 2015.

**BY THE COURT:**

  
The Honorable Bruce S. Jenkins  
U.S. District Court Judge