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U.S. DISTRICT COURT

2012 AUG 31 P 12:00

DISTRICT OF UTAH

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*Attorneys for Court-Appointed Receiver R. Wayne Klein*

**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 GRANTING IN PART AND DENYING IN PART RECEIVER'S MOTION TO (1) RELEASE ENTITIES FROM RECEIVERSHIP, AND (2) TO APPROVE SETTLEMENT AGREEMENTS</b></p> <p>2:12-cv-00591 BSJ</p> <p>The Honorable Bruce S. Jenkins</p>
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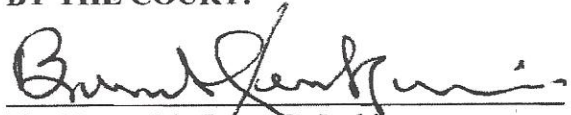
The matter before the Court is the *Motion to (1) Release Entities From Receivership, and (2) to Approve Settlement Agreements* (the "Motion") filed by R. Wayne Klein, the Court-Appointed Receiver (the "Receiver") in the above captioned case. A hearing on the Motion was held on August 24, 2012, and appearances were made on the record. The Court has reviewed the Motion and the Receiver's *Memorandum* in support of the Motion, all other papers filed related thereto, the representations made on the record, and applicable law. Based thereon, and for good cause appearing,

**IT IS HEREBY ORDERED** that:

- (1) The Motion is **GRANTED IN PART**;
- (2) Top Flight, LLC, together with the lease held by that entity, are hereby released from the Receivership Estate, and the agreement between the Receiver, on the one hand, and the owners of Top Flight, LLC, on the other hand, <sup>Exhibit #1</sup> is **APPROVED**;
- (3) Expressway Business Park Owners Organization, LLC shall be released from the Receivership Estate effective as of September 30, 2012;
- (4) The Motion as to Farrell Business Park Association is **DENIED without prejudice**; and
- (5) The Motion related to the Settlement Agreement between the Receiver, on the one hand, and the True & Marjorie Kirk Family Trust, on the other hand, as described in the Memorandum, is **DENIED without prejudice**.

DATED this 31<sup>st</sup> day of August, 2012.

**BY THE COURT:**

  
The Honorable Bruce S. Jenkins  
United States District Court Judge

**APPROVED AS TO FORM:**

/s/  
Thomas M. Melton  
*Securities and Exchange Commission*

**APPROVED AS TO FORM:**

/s/  
Brennan H. Moss  
*Counsel for Wayne LaMar Palmer*