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 8 **UNITED STATES DISTRICT COURT**
 9 **CENTRAL DISTRICT OF CALIFORNIA**

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 11 SECURITIES AND EXCHANGE
 COMMISSION,

12 Plaintiff,

13 vs.

14 WESTMOORE MANAGEMENT,
 15 LLC; WESTMOORE INVESTMENT,
 LP.; WESTMOORE CAPITAL
 16 MANAGEMENT, INC.;
 WESTMOORE CAPITAL, LLC; and
 17 MATTHEW R. JENNINGS, ,

18 Defendants.

Case No. 8:10-cv-00849-AG (MLGx)

**ORDER (1) AUTHORIZING
 RECEIVER TO SELL LIMITED
 PARTNERSHIP INTEREST IN
 MHS CAPITAL PARTNERS, L.P.,
 FREE AND CLEAR OF LIENS AND
 OTHER INTERESTS, AND
 (2) APPROVING COMPROMISE
 WITH THE BANKRUPTCY
 ESTATE OF GM FUNDING, LLC**

Date: September 15, 2014
 Time: 10:00 a.m.
 Place: Courtroom 10D
 411 West Fourth Street
 Santa Ana, California

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 21 On September 15, 2014, the Court heard and considered the *Motion for Order*
 22 *(1) Authorizing Receiver to Sell Limited Partnership Interest in MHS Capital*
 23 *Partners, L.P., Free and Clear of Liens and Other Interests, and (2) Approving*
 24 *Compromise with the Bankruptcy Estate of GM Funding, LLC* (the “Motion”) filed
 25 by David A. Gill, the permanent receiver (the “Receiver”) appointed in the above-
 26 captioned case, the Honorable Andrew J. Guilford, United States District Judge,
 27 presiding. Appearances were as noted on the record at the hearing.

1 The Court having considered the Motion and all papers and pleadings filed in
2 support thereof, having found that due and appropriate notice of the Motion and the
3 hearing was given, having determined that the proposed sale and proposed settlement
4 on the terms set forth in the Motion constitute appropriate exercises of the Receiver's
5 business judgment, having heard the statements of counsel at the hearing, for good
6 cause appearing,

7 **IT IS ORDERED THAT:**

8 1. The Motion is granted in its entirety.

9 2. The Receiver is authorized to sell the limited partnership interest owned
10 by Westmoore Investment, L.P. ("Westmoore Investment") in MHS Capital Partners,
11 L.P., a Delaware Limited Partnership ("MHS") (the "Partnership Interest"), to MHS
12 for the sum of \$88,390.50 (the "Sale Proceeds"), pursuant to the terms set forth in the
13 Transfer Agreement attached as Exhibit "2" to the Declaration of David A. Gill
14 appended to the Motion (the "Sale Agreement").

15 3. The Partnership Interest conveyed, assigned and/or transferred to MHS
16 pursuant to the Sale Agreement shall, effective upon closing of the sale, be free and
17 clear of any and all liens and encumbrances, including but not limited to any and all
18 liens and encumbrances claimed by the following:

- 19 (a) GM Funding, LLC
- 20 (b) SCG Partners I, LLC;
- 21 (c) Susan Nichols;
- 22 (d) James Gillen;
- 23 (e) James Batti, MD;
- 24 (f) Mary Lou Parker;
- 25 (g) Mike Donovan;
- 26 (h) Rick Facon;
- 27 (i) Steve Batti; and
- 28 (j) Gloria Davila.

1 4. The Receiver’s proposed compromise with Jeffrey I. Golden, the
2 Chapter 7 trustee (the “Trustee”) for the estate of GM Funding, LLC (the “GM
3 Estate”), pursuant to the terms set forth in the Agreement attached as Exhibit “3” to
4 the Declaration of David A. Gill appended to the Motion (the “Settlement
5 Agreement”), is approved.

6 5. The Receiver is authorized to pay the Trustee \$10,000 from the Sale
7 Proceeds in accordance with the Settlement Agreement. The balance of the Sale
8 Proceeds shall be free and clear.

9 6. The Receiver is authorized to execute all documents and otherwise take
10 all actions the Receiver deems necessary and appropriate to effectuate the sale and
11 the settlement as set forth in the Motion.



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14 DATED: September 15, 2014

15 ANDREW J. GUILFORD
16 UNITED STATES DISTRICT JUDGE
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