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8 **SUPERIOR COURT OF ARIZONA**
9 **MARICOPA COUNTY**

10 ARIZONA CORPORATION
COMMISSION

11 Plaintiff,

12 v.

13 MATHON MANAGEMENT COMPANY,
14 L.L.C., fka an Arizona limited liability
company now dba a Delaware limited
15 liability company, SLADE WILLIAMS AND
ASSOCIATES, L.L.C., an Arizona limited
16 liability company, MATHON FUND I,
L.L.C., an Arizona limited liability company,
17 MATHON FUND, L.L.C., fka an Arizona
limited liability company now dba a
18 Delaware limited liability company,
INTEGRITY101, L.L.C., an Arizona limited
19 liability company, INTEGRITY 201, L.L.C.,
an Arizona limited liability company,
20 INTEGRITY 301, L.L.C., and Arizona
limited liability company, INTEGRITY401,
21 L.L.C., an Arizona limited liability company,
INTEGRITY 501, L.L.C., an Arizona limited
22 liability company, INTEGRITY 601, L.L.C.,
an Arizona limited liability company,
23 INTEGRITY 701, L.L.C., an Arizona limited
liability company, INTEGRITY 801, L.L.C.,
24 an Arizona limited liability company,
INTEGRITY 901, L.L.C., an Arizona limited
25 liability company, ROUND VALLEY
CAPITAL, L.L.C., an Arizona limited
26 liability company, W.S.F. – WORLD
SPORTS FANS, L.L.C., an Arizona limited
27 liability company, MILL CREEK, L.L.C., an
28 Arizona limited liability company,

Case No. CV 2005-005484

**AFFIDAVIT OF LAWRENCE E. WILK
ON BEHALF OF JABURG & WILK,
P.C., COUNSEL FOR CONSERVATOR
IN SUPPORT OF APPLICATION FOR
PAYMENT OF FEES AND COSTS
THROUGH JULY 31, 2005**

(Assigned to the Honorable
Barry C. Schneider)

1 BELLEVUE HOLDINGS, L.L.C., an
2 Arizona limited liability company, OAK
3 HARBOR FINANCIAL, L.L.C., an Arizona
4 limited liability company, SW STRATEGIC,
5 WEALTH ADVISORS, L.L.C., an Arizona
6 limited liability company, EVERETT
7 CAPTIAL, L.L.C., an Arizona limited
8 liability company, CRE CAPITAL, L.L.C.,
9 an Arizona limited liability company,
10 MEZZANINE MANAGEMENT, L.L.C., an
11 Arizona limited liability company,
12 MEZZANINE FUND I, L.L.C., an Arizona
13 limited liability company, JONAS FUND I,
14 L.L.C., an Arizona limited liability company,
15 TEMPLAR FUND L.L.C., fka an Arizona
16 limited liability company now dba a
17 Delaware limited liability company,
18 MERCER ISLAND, L.L.C., an Arizona
19 limited liability company, CONNECTICUT
20 PROPERTIES, L.L.C., an Arizona limited
21 liability company, FIRST ATLANTA
22 INVESTMENTS, L.L.C., a Georgia limited
23 liability company, MM COLONIAL FUND,
24 L.L.C., a Delaware limited liability company,
25 SLADE CONSTRUCTION, L.L.C., an
26 Arizona limited liability company,
27 DUANE SLADE and JENNIFER SLADE,
28 husband and wife, GUY ANDREW
WILLIAMS and LISA WILLIAMS, husband
and wife,

Defendants.

Lawrence E. Wilk being first duly sworn, deposes and says:

1. I am a member in good standing of the State Bar of Arizona and a partner in the law firm of Jaburg & Wilk, P.C. (the "Law Firm"), the attorneys of record for Conservator, James C. Sell. This Affidavit is made of my own personal knowledge.

2. By Operating Order dated July 6, 2005, this Court authorized the payment of monthly fees and costs of the Conservatorship Estate.

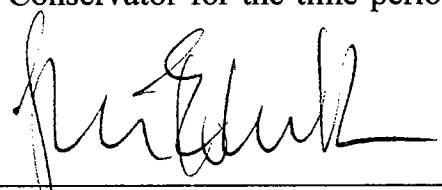
3. Attached as **Exhibit "B"** to the *Application for Payment of Conservator's, Legal Counsel's and Accountant's Fees and Costs Through July 31, 2005*, is a detailed statement of the services which, Jaburg & Wilk has performed and the expenses incurred

1 in connection herewith. All of the services performed were necessary and proper and
2 were charged at hourly rates approved by the Court.

3 4. This Application covers the period from May 1, 2005 through July 31, 2005
4 (the "Application Period"). Applicant's Second Application for Interim Compensation
5 requests fees and disbursements in the amount of \$113,504.71.

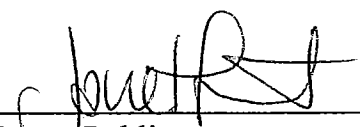
6 5. All of the services performed by the counsel for the Conservator were
7 necessary and proper services and have been billed at rates approved by this Court.

8 6. I further believe that the sum of \$101,107.50 for fees and \$12,397.21 for
9 reimbursement of costs, for a total of \$113,504.71 represents reasonable and fair value of
10 the services performed by counsel for the Conservator for the time periods May 1, 2005
11 through July 31, 2005.



Lawrence E. Wilk

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15 SUBSCRIBED and sworn to before me this 22nd day of September, 2005, by
16 Lawrence E. Wilk.



Notary Public
My Commission Expires:

