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7/16/05 11:40am  
MICHAEL J. CLARK  
By Schneider  
Deputy

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BARRY C. SCHNEIDER  
Judge of the Superior Court  
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Lawrence E. Wilk, # 006510  
**JABURG & WILK, P.C.**  
3200 North Central Avenue, Suite 2000  
Phoenix, Arizona 85012  
(602) 248-1000

Attorneys for James C. Sell, Conservator

**SUPERIOR COURT OF ARIZONA**  
**MARICOPA COUNTY**

**ARIZONA CORPORATION**  
**COMMISSION**

Plaintiff,

v.

**MATHON MANAGEMENT COMPANY,**  
L.L.C., fka an Arizona limited liability  
company now dba a Delaware limited  
liability company, **SLADE WILLIAMS AND**  
**ASSOCIATES, L.L.C.,** an Arizona limited  
liability company, **MATHON FUND I,**  
L.L.C., an Arizona limited liability company,  
**MATHON FUND, L.L.C.,** fka an Arizona  
limited liability company now dba a  
Delaware limited liability company,  
**INTEGRITY101, L.L.C.,** an Arizona limited  
liability company, **INTEGRITY 201, L.L.C.,**  
an Arizona limited liability company,  
**INTEGRITY 301, L.L.C.,** and Arizona  
limited liability company, **INTEGRITY401,**  
L.L.C., an Arizona limited liability company,  
**INTEGRITY 501, L.L.C.,** an Arizona limited  
liability company, **INTEGRITY 601, L.L.C.,**  
an Arizona limited liability company,  
**INTEGRITY 701, L.L.C.,** an Arizona limited  
liability company, **INTEGRITY 801, L.L.C.,**  
an Arizona limited liability company,  
**INTEGRITY 901, L.L.C.,** an Arizona limited  
liability company, **ROUND VALLEY**  
**CAPITAL, L.L.C.,** an Arizona limited  
liability company, **W.S.F. - WORLD**  
**SPORTS FANS, L.L.C.,** an Arizona limited  
liability company, **MILL CREEK, L.L.C.,** an  
Arizona limited liability company,  
**BELLEVUE HOLDINGS, L.L.C.,** an

Case No. CV 2005-005484

**ORDER APPROVING MOTION TO**  
**AMEND THE STIPULATION**  
**REGARDING ORDER APPOINTING**  
**CONSERVATOR TO EXPAND THE**  
**DEPOSITORIES, FINANCIAL**  
**INSTITUTIONS AND**  
**INVESTMENTS IN WHICH**  
**CONSERVATOR FUNDS MAY BE**  
**PLACED**

(Assigned to the Honorable  
Barry C. Schneider)

JABURG & WILK, P.C.  
ATTORNEYS AT LAW  
3200 NORTH CENTRAL AVENUE  
SUITE 2000  
PHOENIX, ARIZONA 85012

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

26 DUANE SLADE and JENNIFER SLADE,  
27 husband and wife, GUY ANDREW  
28 WILLIAMS and LISA WILLIAMS, husband  
and wife,

Defendants.

19 The Conservator's Motion to Amend the Stipulation Regarding Order Appointing  
20 Conservator to Expand the Depositories, Financial Institutions and Investments in which  
21 Conservator Funds may be Placed, having come before the Court on May 12, 2005, the  
22 Court having heard arguments of counsel, and there being good cause therefore; it is

23  
24 ORDERED approving the Conservator's request to amend the Conservatorship  
25 Order to reflect:

26 10. The Conservator is hereby authorized to open one or  
27 more bank accounts with financial institutions insured by an  
28 agency of the United States. In addition, the Conservator shall  
be entitled to enter into investments with Conservatorship  
funds that are direct obligations of the United States

1 government, and/or U.S. government agencies, including, but  
2 not limited to, treasury bills.

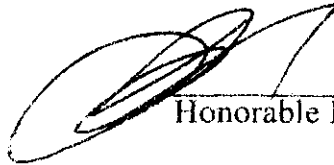
3 Subject to the notice provisions required herein.

4 IT IS FURTHER ORDERED that the Conservator shall immediately notice the  
5 Motion to all parties who have entered an appearance in this proceeding and all investors  
6 for which the Conservator has addresses, advising them of the Motion, and allowing those  
7 parties until May 19, 2005 at 12 o'clock p.m., Mountain Standard Time to object.  
8 Provided there is no objection, this Order shall become immediately effective without  
9 further Order of this Court, upon filing by counsel for the Conservator of a Notice  
10 certifying that no objections have been received.  
11

12 IT IS FURTHER ORDERED that in the event an Objection is received, the Court  
13 shall set a hearing to address the objection, and the Order shall not become effective until  
14 such time as the Court has ruled on the objection.  
15

16 DONE IN OPEN COURT this 13 day of May, 2005.  
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Honorable Barry C. Schmedier