



The Court is therefore of the Opinion that the Motion to Modify the TRO should be GRANTED.

IT IS THEREFORE ORDERED that, within five (5) days of this Order, the Receiver shall authorize the transfer of \$100,000.00 from a personal account of Gray (the specific personal account to be determined by the Receiver and Defendant Gray or his attorneys of record) (“Gray’s Personal Account”) to the trust account of Thompson Coe Cousins & Irons, L.P., counsel for Gray, as a retainer for legal services in this matter (the “Gray Defense Funds”).

IT IS FURTHER ORDERED that the Gray Defense Funds shall only be used to pay for legal services and related expenses provided to Defendant Gray relating to his involvement with Retirement Value, LLC, by his current attorneys of record, either: (1) Jeff D. Otto, Kevin F. Lee, Jay A. Thompson, or other attorneys with Thompson Coe Cousins & Irons, L.P.; or (2) Gray’s previous counsel in certain matters relating to Retirement Value, LLC, Christopher Bebel, or other attorneys with Christopher Bebel, Esq. P.C. (“Gray’s Attorneys”). The ability to use the Gray Defense Funds for legal fees shall not be transferable to other attorneys upon termination of Representation by Gray’s Attorneys without further order of this Court.

IT IS FURTHER ORDERED that, within five (5) days of this Order, the Receiver shall transfer or authorize the transfer of up to \$100,000 from a personal account of Collins (the specific account to be determined by the Receiver and Defendant Collins or his attorneys of record) (“Collins’ Personal Account”) to the trust account of Howry Breen, LLP, counsel for Defendant Collins, as a retainer for legal services in this matter (the “Collins Defense Funds”). The initial transfer shall be \$50,000.00. Upon written request from Collins and/or his Attorneys,



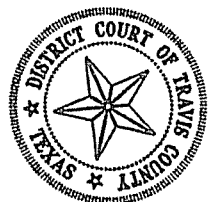
the Receiver shall transfer and/or authorize to be transferred, within five (5) days of such request, additional amounts until the \$100,000.00 limit under this Order is reached.

IT IS FURTHER ORDERED that the Collins Defense Funds shall only be used to pay for legal services and related expenses provided to Defendant Collins by his current attorneys of record: Randy Howry and Pat Fitzgerald and other attorneys with Howry Breen, LLP (“Collins’ Attorneys”). The use of the Collins Defense Funds for legal fees shall not be transferable to another attorney upon termination of Representation by Collins’ Attorneys without further order of this Court.

IT IS FURTHER ORDERED that Gray’s Attorneys shall not withdraw/transfer and apply the Gray Defense Funds to their legal fees without first submitting an application to the Court for approval of payment of such fees.

IT IS FURTHER ORDERED that Collins’ Attorneys shall not withdraw/transfer and apply the Collins Defense Funds to their legal fees without first submitting an application to the Court for approval of payment of such fees.

IT IS FURTHER ORDERED that, in their respective applications to the Court for approval of payment of fees (“Applications for Fees”), Gray’s Attorneys and Collins’ Attorneys are entitled to redact confidential and/or privileged material from any invoices submitted. Should any party object to the redaction of such material, they must file a written objection to such redaction and request an in-camera inspection within fifteen (15) days of the filing of each Application for Fees.



IT IS FURTHER ORDERED that any party shall have fifteen (15) days from the date an Application for Fees is filed with the Court and served on the parties to file a written objection to the Application for Fees. If no written objection is filed, the parties waive any objections and the Court shall consider the Application for Fees agreed and will sign an Order granting the Application for Fees without hearing.

IT IS FURTHER ORDERED that, if a written objection is filed, the parties shall set the hearing on the objections for the first available date after the expiration of the fifteen (15) day period.

IT IS FURTHER ORDERED that, upon conclusion of the case and after settlement of all outstanding attorneys fees to Gray's Attorneys or Collins' Attorneys, any funds remaining in the Gray Defense Funds or Collins Defense Funds shall be returned to the account from which they were originally transferred.

IT IS FURTHER ORDERED that the funds transferred to Gray's Attorneys and Collins' Attorneys pursuant to this Order are not in any way to be considered a limit on funds that they may seek for legal fees in this matter and Defendants and their attorneys are permitted to apply for additional funds in the event these initial retainer funds are depleted in accordance with orders of this Court or the agreement of the State and the Receiver.

IT IS FURTHER ORDERED that each Defendant will submit a proposed budget for his reasonable monthly living expenses with appropriate supporting documentation ("Proposed Budget") and a statement of income, assets and liabilities to the Receiver and the State for approval of such monthly living expenses. Along with the Proposed Budget, each Defendant



shall also provide the Receiver and the State with an affidavit containing the following verified statements:

- 1) that the Defendant will use the funds provided for and only for those items listed in his Proposed Budget;
- 2) that the statement of income, assets and liabilities is true and correct to the best of his knowledge and that Defendant has no other funds, assets or sources of income other than those identified for, or under the control of, the Receiver; and
- 3) that, to the Defendants knowledge, none of the funds currently being held or controlled by the Receiver are subject to any other state or federal court order.

IT IS FURTHER ORDERED that within five (5) business days of receiving the Proposed Budget and affidavit, the Receiver and the State shall identify any expenses to which either has objection. All other expenses shall be deemed approved. The Defendants may request a hearing before this Court with regard to any objections the Receiver may have to the requested living expenses. The expenses approved by the Receiver and the State together with those approved by the Court after hearing shall be the "Approved Monthly Expenses." The Receiver, the Defendants and the State may move to modify the Approved Monthly Expenses at any time.

IT IS FURTHER ORDERED that the Defendants may request release of the Approved Monthly Expenses for any month by the 20<sup>th</sup> day of the preceeding month. Such request shall be in writing and accompanied by a sworn certification by the Defendant that

- 1) that the Defendant will use the funds provided for and only for those items listed in his Proposed Budget;
- 2) that the Defendant is current on all payments of debt securing any asset disclosed in the Proposed Budget
- 3) that there has not been a material change to the statement of income, assets and liabilities to the best of his knowledge and that Defendant has no other funds, assets or sources of income other than those identified for, or under the control of the Receiver; and



- 4) that, to the Defendants knowledge, none of the funds currently being held by the Receiver are subject to any other state or federal court order.

The Receiver shall authorize the release of the Approved Monthly Expenses from Gray's Personal Account or Collins' Personal Account for each Defendant's respective reasonable monthly living expenses for any given month no later than the 25<sup>th</sup> day of the preceeding month or if the 25<sup>th</sup> day is not a business day then the first business day thereafter. The release of the Approved Monthly Expenses for June shall be authorized within six (6) business days of the receipt by the Receiver and the State of the Proposed Budget and Budget Affidavit.

9.m. SIGNED at Austin, Travis County, Texas, this the 20 day of May, 2010, at 9:29

*Heidi D. Mann - Doyle*  
JUDGE PRESIDING



I, AMALIA RODRIGUEZ-MENDOZA, District Clerk,  
Travis County, Texas, do hereby certify that this is  
a true and correct copy as same appears of  
record in my office. Witness my hand and seal of  
office on 5-20-10

AMALIA RODRIGUEZ-MENDOZA

DISTRICT CLERK

By Deputy:



*Jonathan J. ...*

