

ROBB EVANS
Receiver of
MX Factors LLC; BBH Resources LLC
and JTL Financial Group LLC

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Securities and Exchange Commission v. MX Factors LLC, et al.
CASE No. EDCV 04-223 VAP (SGLx)

Order:

- (1) Approving Final Report and Accounting;**
- (2) Approving Final Distribution of Receivership Assets;**
- (3) Approving Receiver's and Professionals' Fees and Expenses from August 1, 2009 Through Closing;**
- (4) Authorizing Abandonment and Destruction of Records;**
- (5) Discharging Receiver;**
- (6) Relieving Receiver of All Duties and Liabilities;**
- (7) Authorizing the Turnover of Any Remaining Funds After the Final Distribution to the Securities and Exchange Commission; and**
- (8) Approving the Receiver's Settlement with Settling Judgment Debtors**

Filed September 29, 2011

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8 UNITED STATES DISTRICT COURT
9 CENTRAL DISTRICT OF CALIFORNIA
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11 SECURITIES AND EXCHANGE
COMMISSION,
12

13 Plaintiff,

14 v.

15 MX FACTORS, LLC; BBH
RESOURCES, LLC; JTL FINANCIAL
GROUP, LLC; RICHARD M.
16 HARKLESS; DANIEL BERARDI;
THOMAS HAWKESWORTH; and
17 RANDALL W. HARDING,

18 Defendants.
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CASE NO. EDCV 04-223 VAP (SGLx)

**ORDER (1) APPROVING FINAL
REPORT AND ACCOUNTING;
(2) APPROVING FINAL
DISTRIBUTION OF
RECEIVERSHIP ASSETS;
(3) APPROVING RECEIVER'S AND
PROFESSIONALS' FEES AND
EXPENSES FROM AUGUST 1, 2009
THROUGH CLOSING;
(4) AUTHORIZING
ABANDONMENT AND
DESTRUCTION OF RECORDS; (5)
DISCHARGING RECEIVER;
(6) RELIEVING RECEIVER OF
ALL DUTIES AND LIABILITIES;
(7) AUTHORIZING THE
TURNOVER OF ANY REMAINING
FUNDS AFTER THE FINAL
DISTRIBUTION TO THE
SECURITIES AND EXCHANGE
COMMISSION; AND
(8) APPROVING THE RECEIVER'S
SETTLEMENT WITH SETTLING
JUDGMENT DEBTORS**

DATE: August 29, 2011
TIME: 2:00 p.m.
PLACE: Courtroom 2

1 The matter of the Motion for Order (1) Approving Final Report and
2 Accounting; (2) Approving Final Distribution of Receivership Assets; (3)
3 Approving Receiver's Professional Fees and Expenses from August 1, 2009
4 Through Closing; (4) Authorizing Abandonment and Destruction of Records; (5)
5 Discharging Receiver; (6) Relieving Receiver of All Duties and Liabilities; (7)
6 Authorizing the Turnover of Any Remaining Funds After the Final Distribution to
7 the Securities and Exchange Commission; and (8) Approving the Receiver's
8 Settlements with Settling Judgment Debtors ("Motion") filed by Robb Evans, the
9 permanent receiver ("Receiver") of MX Factors, LLC, BBH Resources, LLC, JTL
10 Financial Group, LLC and their subsidiaries and affiliates ("Receivership
11 Defendants") was submitted on the papers filed before the Honorable Virginia A.
12 Phillips, United States District Judge presiding The Court having reviewed and
13 considered the moving papers, and no opposition to the Motion having been filed, ,
14 and good cause appearing therefor,

15 IT IS ORDERED that:

16 1. The Motion is granted in its entirety;

17 2. Without limiting the generality of the foregoing:

18 A. The Receiver's Final Report and Accounting attached collectively to
19 the Declaration of Brick Kane as Exhibit 1 (collectively the "Final Report") is
20 hereby approved;

21 B. The Receiver is authorized to distribute approximately \$247,000 to the
22 investor and non-investor approved claimants ("Final Distribution") after payment
23 of all remaining Receiver's administrative and professional expenses;

24 C. All actions and activities taken by or on behalf of the Receiver and all
25 payments made by the Receiver in connection with the administration of the
26 receivership estate are hereby approved and confirmed;

27 D. All receivership administrative expenses, including the Receiver's fees
28 and expenses and those of his professionals incurred in connection with the

1 receivership proceeding, including those previously paid to the Receiver and his
2 counsel, and approving and authorizing payment of all administrative expenses and
3 Receiver's and professionals' fees and expenses for the period from August 1, 2009
4 through the closing of the receivership estate and the discharge of the Receiver
5 ("Final Expense Period"), as reflected in the Final Report, to the extent any such
6 administrative expenses and Receiver's and counsel's fees and expenses remain
7 unpaid, including Receiver's and counsel's fees and expenses incurred and unpaid
8 for the period from August 1, 2009 through the closing of the estate, are hereby
9 approved and authorized to be paid;

10 E. The Receiver is authorized to abandon and destroy the records of the
11 Receivership Defendants and any other corporations or businesses under the control
12 of any of the Receivership Defendants in the possession, custody or control of the
13 Receiver unless, within 30 days after service of written notice to plaintiff Securities
14 and Exchange Commission ("SEC"), the Receiver has been served with a written
15 request by the SEC for possession of the records or a subpoena by a law
16 enforcement agency for the records, in which event the Receiver is authorized to
17 turn over the original records to the SEC or a law enforcement agency in response
18 to the request or subpoena;

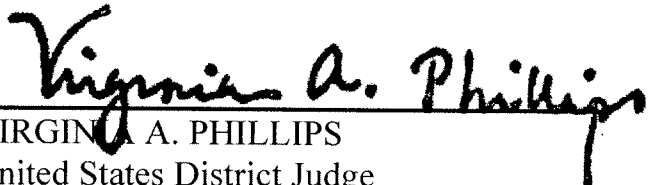
19 F. Effective upon the completion of the Receiver's wind up of the estate,
20 payment of administrative expenses and Final Distribution as provided in this
21 Order, the Receiver, his agents, employees, members, officers, independent
22 contractors, attorneys and representatives are: (a) discharged; (b) discharged and
23 released from all claims and liabilities arising out of and/or pertaining to the
24 receivership herein; and (c) relieved of all duties and responsibilities pertaining to
25 the receivership previously established in this action;

26 G. The Receiver is authorized, to the extent that any receivership funds
27 remain or are recovered after the Final Distribution to the investor and non-investor
28 approved claimants, to turn over any remaining receivership funds to the SEC;

1 H. The Receiver's settlements with the settling judgment debtors
2 identified in Exhibit 1 attached hereto ("Settling Judgment Debtors") are hereby
3 approved; and

4 I. Upon each Settling Judgment Debtor's full and complete performance
5 of all settlement terms, including without limitation, payment in full of the
6 Settlement Payment by each Settling Judgment Debtor, all such claims, demands,
7 actions and causes of action by the Receiver against the Settling Judgment Debtor
8 shall be deemed satisfied.

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10 DATED: September 29, 2011


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12 VIRGINIA A. PHILLIPS
13 United States District Judge
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EXHIBIT 1

Settling Judgment Debtor	Judgment Amount	Settlement Amount	Settlement Terms	Settlement Document
D. Betz	\$58,907.37	\$12,600.00	Paid in full.	No.
D. O'Donnell	\$183,323.06	\$20,000.00	Paid in full.	No.
TOTAL:	\$242,230.43	\$32,600.00		