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Attorneys for ROBB EVANS, PERMANENT
RECEIVER

UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA / SANTA ANA DIVISION

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

TLC INVESTMENTS & TRADE CO., TLC
AMERICA, INC. dba BREA DEVELOPMENT
COMPANY, TLC BROKERAGE, INC., dba
TLC MARKETING, TLC DEVELOPMENT,
INC., TLC REAL PROPERTIES, RLLP-1,
CLOUD & ASSOCIATES CONSULTING
INC., ERNEST F. COSSEY, GARY W.
WILLIAMS AND THOMAS G. CLOUD,

Defendants,

CIVIL ACTION NO. SACV 00-960-DOC (EE_x)

**ORDER ON RECEIVER'S QUARTERLY
REPORT TO THE COURT AS OF
DECEMBER 31, 2000**

Date: March 6, 2001
Time: 8:30 a.m.
Place: Courtroom 9-D
411 West Fourth Street
Santa Ana, CA 92701

The Receiver's Quarterly Report to the Court as of December 31, 2000 ("Report"), having been filed with the Court, notice of hearing having been provided to all interested parties, and the Court having reviewed the Report and having been fully advised in the premises, rules as follows:

IT IS HEREBY ORDERED:

1. The Court approves the Receiver's Report and confirms the actions of the Receiver described therein;
2. The Court finds that any and all claims, with the exception of the recorded 1031 exchange transactions, to a specific property be disallowed;
3. The Court authorizes adjustment of investor accounts as described in the Receiver's Report to establish an approved investor claim amount, subject to the right of investors to dispute the Receiver's adjustments. Any and all disputed adjustments which cannot be resolved between the Receiver and the disputing investor shall be subject to final determination by the Court;
4. The Court approves the reduction of claims by amounts paid out, including interest payments, as described in the Receiver's Report;
5. The Court finds that commissions, bonuses, or other expenses paid to agents are recoverable assets of the Receivership Estate and authorizes and instructs the Receiver to pursue repayment;

6. The Court finds that all moneys paid investors who closed accounts and received payments exceeding their principal investments are recoverable assets of the Receivership Estate, and the Court authorizes and instruct the Receiver to pursue repayment;

7. The Court approves and confirms all expenses of the Receivership for the period October 31, 2000 through January 26, 2001, including fees and expenses of the Receiver detailed under Tab 6 of the Report.

DATED: March 8, 2001

DAVID O. CARTER

UNITED STATES DISTRICT JUDGE

Presented By:

DRESSLER REIN EVANS &
SESTANOVICH LLP

<signed>

Byron Z. Moldo
Attorneys for Robb Evans, Receiver
