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Matthew Greth)**

**UNITED STATES DISTRICT COURT  
for the  
DISTRICT OF NEW JERSEY**

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<b>SECURITIES AND EXCHANGE</b>	:
<b>COMMISSION,</b>	:
	:
<b>Plaintiff,</b>	:
	:
<b>v.</b>	:
	:
<b>THE ESTATE OF DONALD</b>	:
<b>MATTHEW GRETH, David J.</b>	:
<b>Greth, Administrator, et al.</b>	:
	:
<b>Defendants.</b>	:
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**05-CV-5040 (RMB)**

**Plaintiff Securities and Exchange Commission's  
(Proposed) Final Plan of Distribution**

1. The Plaintiff, the Securities and Exchange Commission (the "Commission"), respectfully submits this Final Plan of Distribution (the "Final Plan") to distribute disgorged assets to certain persons who suffered net losses as a result of the violations alleged in the Commission's Complaint in the captioned matter. The Final Plan describes a methodology by which persons deemed eligible for a distribution will be compensated, in part and *pro rata*, for their respective losses.

### **Background and Procedural History**

2. On October 21, 2005, the Commission filed this action against Donald M. Greth (“Greth”) and Brenda B. Melton (“Melton”) (collectively, “the Defendants”) alleging violations of Section 17(a) of the Securities Act of 1933 [15 U.S.C. § 77q(a)], and Section 10(b) and Rule 10b-5 of the Securities Exchange Act of 1934 [15 U.S.C. § 78j(b), 17 C.F.R. 240.10b-5] (the “Civil Action”). The Commission additionally charged Greth with violations of Sections 206(1) and 206(2) of the Investment Advisers Act of 1940 [15 U.S.C. § 80b-6(1), (2)].

3. In its complaint, the Commission alleged that, from at least June 2003, Greth and Melton engaged in a fraudulent scheme to deceive investors, misrepresenting and omitting material facts in connection with the offer and sale of shares in a fictitious “Christian” investment fund purportedly run by Greth. Among other allegations, the Commission contended that the Defendants were conducting a Ponzi scheme, using money obtained from new investors to pay prior investors and to enrich themselves.

4. At the same time that it filed the Civil Action, the Commission sought and obtained from the Court a Temporary Restraining Order which, among other things, froze all of the Defendants’ assets (the “TRO”). The TRO was extended indefinitely by two orders of preliminary injunction, freezing assets, and granting other relief (the “Preliminary Injunctions”), entered by the Court on October 31, 2005, upon the consent of each defendant.

5. On or about October 30, 2005, Greth died. On March 22, 2006, this Court granted the Commission’s motion to substitute Greth’s Estate (the “Estate”) for Greth as a defendant in the Civil Action so that the staff could pursue its disgorgement remedy against the frozen assets in Greth’s name.

6. On February 27, 2007, upon the consent of the Estate, given without admitting or denying the allegations in the Complaint, the Court entered Final Judgment against the Estate (the “Greth Judgment”), ordering the Estate to pay \$1,377,984.<sup>1</sup> The Greth Judgment explicitly provides that assets collected from the Estate and assets collected from third party recipients of ill-gotten gains from Greth (“Third Party Recipients”) are to be offset against the Greth Judgment.

7. In an Order entered on April 23, 2007, upon motion by the Commission (the “April Order”), the Court ordered the Estate, Wachovia Bank N.A. (“Wachovia”), and Bank of America, N.A. (“BOA”) to transfer assets in Greth’s name previously frozen by the TRO and the Preliminary Injunction to the Court, for deposit into an interest bearing account with the Court Registry Investment System (the “CRIS account”). With respect to assets held by the Estate, the Court further ordered the Estate to:

- a. Transfer all liquid assets, and liquidate all remaining tangible assets and transfer the proceeds of the liquidated assets, held by the Estate to the CRIS account, except as set forth in b, below; and
- b. Transfer \$10,770.69 of the sale proceeds of a 2005 Chrysler Pacifica Touring Vehicle to the CRIS account, with the remainder to go to Daimler Chrysler Services North America, LLC.

8. On May 7, 2007, upon motion of the Commission, the Court entered an Order appointing Damasco & Associates LLP (“Damasco” or “Tax Administrator”), a certified public accounting firm located in San Francisco, California, as tax administrator to execute all income tax reporting requirements of the Fund (“Tax Administrator Order”).

9. On May 25, 2007, upon the consent of defendant Melton, given without admitting or denying the allegations in the Complaint, the Court entered a Final Judgment against Melton

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<sup>1</sup> This amount is comprised of \$1,272,874 in disgorgement and \$105,110 in prejudgment interest.

(the “Melton Judgment”), in relevant part ordering Melton to pay disgorgement and prejudgment interest of \$42,622.16;<sup>2</sup> but waiving payment of all but \$18,981.74 plus any accrued interest. The Melton Judgment directed Provident Bank and Wachovia to transfer to the CRIS account all assets held in certain accounts in Melton’s name.

10. The following payments have been made to the CRIS Account. Based on current knowledge, these funds, combined with the funds described in paragraph 11, and any accrued interest, constitute the entirety of the funds to be distributed through this Distribution Plan (the “Fund”):

Date Entered on Court Docket	Payor	Relevant Judgment/Order	Amount
4/30/07	BOA	April Order, Greth Judgment	\$82,378.97
5/16/2007	Estate	April Order, Greth Judgment	\$3,586.93
5/16/2007	Estate	April Order, Greth Judgment	\$26,674.02
6/1/2007	Melton	Melton Judgment	\$7,142.00
6/5/2007	Wachovia	April Order, Greth Judgment	\$328,893.43
6/11/2007	Wachovia	Melton Judgment	\$10,067.74
6/14/2007	Estate	April Order, Greth Judgment	\$10,770.69
6/15/2007	Provident	Melton Judgment	\$1,778.11
<b>Total</b>			<b>\$471,291.89</b>

<sup>2</sup> This amount is comprised of \$40,424.16 in disgorgement and \$2,198 in prejudgment interest.

11. Certain Third Party Recipients have voluntarily, in resolution of potential relief defendant claims,<sup>3</sup> paid an aggregate of \$80,845.67 to the CRIS Account as disgorgement of investor funds that they received from Greth. These payments are set forth below and, pursuant to the Greth Judgment, are offsets to the monetary sanctions imposed in the Greth Judgment:

Date Entered on Court Docket	Payor	Amount
6/1/2007	Kathryn Knott	\$800.00
6/5/07	Colleen Holbrook	\$15,000.00
6/12/2007	Frank Cucinotti	\$37,500.00
6/12/2007	Chester Krencicki	\$15,000.00
6/14/2007	Manuel and Barbara Rodriguez	\$5,000.00
6/20/2007	Kimberly Knowles	\$545.67
7/2/2007	Victoria Perry	\$7,000.00
<b>Total</b>		<b>\$80,845.67</b>

12. The payments to the CRIS account, as described above, are payments of disgorgement. Aside from interest accrued in the CRIS Account, the Commission does not expect any further payments in this matter and does not expect any portion of the prejudgment interest components of the Greth Judgment or the Melton Judgment to be satisfied.

13. \$5670.61 in interest accrued in the (interest bearing) CRIS Account, from which \$567.06 was subtracted as payments to the Clerk pursuant to Court Order.

<sup>3</sup> Relief defendants are not accused of wrongdoing; rather, they are named because they received ill-gotten funds and have no legitimate claim to those funds. SEC v. George et al., 426 F.3d 786, 798 (6<sup>th</sup> Cir. 2005), *citing* SEC v. Cavanagh, 155 F.3d 129, 136 (2d Cir. 1998).

14. Although the Commission has attempted to keep expenses to a minimum by having its staff perform many of the functions traditionally performed by an outside receiver, the circumstances of this matter, including Greth's death, have required some services that have resulted in the following expenses or anticipated expenses:

Date(s) Incurred	Payment Recipient <sup>4</sup>	Description	Amount
2006	Charlene Napoleon, Greth's former landlord	Storage of Greth Assets per 4/17/2006 order	\$3,000.00
2006-2007	David Greth, Administrator of Greth's Estate	Expenses and Costs per 4/17/06 Court Order	\$3,420.50
2007	Clerk of Court	CRIS fees	0 <sup>5</sup>
2007	Damasco & Associates LLP <sup>6</sup>	Tax Administrator Fees <sup>7</sup>	\$850.00
2007	NJ Division of Taxation	State Taxes due from the CRIS account	\$520.00
2007	IRS	Federal Taxes due from the CRIS account	\$1,307.00
2006-2007	Earp Cohn PC, counsel representing Greth's Estate <sup>8</sup>	Legal Fees and Expenses	\$35,000.00
<b>Total</b>			<b>\$44,097.50</b>

<sup>4</sup> Payment information for the Payee is included, redacted, in Appendix B.

<sup>5</sup> CRIS fees have already been paid. See paragraph 13, above.

<sup>6</sup> This amount is contingent upon the Tax Administrator's completion of its duties within calendar year 2007.

<sup>7</sup> The first tax payment will be due on September 15, 2007. If payment under the Final Plan is not likely to be made by early September, 2007, the Commission will file the appropriate motion with the Court seeking authorization to make this payment.

<sup>8</sup> In order to increase the amount available to distribute to harmed investors, Earp Cohn PC, which represented the Estate in connection with its administration, and played a significant role in the liquidation of assets, has significantly reduced its fees. The number herein reflects this voluntary reduction.

15. On July 10, 2007, the Commission filed a proposed Plan of Distribution along with a proposed Order to Show Cause, a supporting memorandum, and a motion. The Court entered the Order to Show Cause on July 11, 2007, and a comment period ensued on the proposed plan through August 10, 2007.

16. On August 13, 2007, upon the motion of the Commission, the Court entered an Order directing the Clerk of this Court to transfer the funds in the CRIS account to a non-interest bearing account under the Court's control.

17. Upon receipt of a final accounting on accrued interest and CRIS account fees from the Clerk of the Court, and a statement of final tax liability from the Tax Administrator, the Commission adjusted the expenses set forth above to precisely reflect CRIS and tax liabilities. To the extent that these adjustments affected the calculations under the plan as published, this Final Plan reflects revised calculations.

#### **Definitions**<sup>9</sup>

18. "Complaint" refers to the Complaint filed by the Commission in the captioned matter.

19. The "Final Plan" refers to this version of the plan, submitted to the Court for approval after the completion of the procedures set forth in the "Order to Show Cause," a copy of which may be obtained through the Court or at:

<http://www.sec.gov/divisions/enforce/claims/donaldgreth.htm>

20. "Fund" means the total amount of money paid into the CRIS account, comprised of the payments described in paragraphs 10 and 11, above, plus accrued interest thereon.

21. "Fund Expenses" refers to the expenses set forth in paragraph 14.

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<sup>9</sup> Terms defined above are not redefined below.

22. “Investor Fund” refers to the subset of the Fund that excludes the Fund Expenses. Based on the amount in the Fund upon its transfer to a non-interest bearing account, the Investor Fund contains \$513,143.61. This includes any accrued interest and any amounts initially reserved for unknown expenses.

23. “Investor” refers to any individual or entity that provided funds directly or indirectly to the Defendants in connection with the purported “Investment” identified in the Complaint.

24. “Unresponsive Investor” refers to any Investor whose address the Commission was able to verify, but who did not respond to Commission attempts to obtain information about his/her/its Investment.

25. Each Investor’s “Actual Investment” refers to the Investor’s actual monetary Investment, and does not include “profits,” “interest,” “paper” investments,<sup>10</sup> or other accruals reflected in any account statement or record.

26. “Prior Distribution” refers to the aggregate amount received by each Investor, directly or indirectly, from one or more of the Defendants, whether in the form of principal, interest, dividends, or otherwise.

27. The “*Pro Rata Multiplier*” is the percent of each Investor’s Actual Investment returned to each Investor as a Prior Distribution and/or through the Plan.

28. Each Investor’s “*Pro Rata Share*” is the *Pro Rata Multiplier* applied to their Actual Investment, *i.e.* (*Pro Rata Multiplier*) multiplied by (Actual Investment).

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<sup>10</sup> An example of a “paper” investment would be an account opened for an Investor with “dividends” or “interest” from another account, but to which the investor did not, directly or indirectly, contribute any actual funds.

29. “Eligible Investor” refers to any Investor who is not an Unresponsive Investor, and whose *Pro Rata* Share exceeds the Investor’s Prior Distribution.

30. Each Eligible Investor’s “Plan Distribution” is the amount which the Eligible Investor will receive pursuant to the Final Plan. For any particular Eligible Investor, it is the difference between the Eligible Investor’s *Pro Rata* Share and the Eligible Investor’s Prior Distribution. The Plan Distribution reflected in the Final Plan will be the amount that the Distribution Agent and anyone acting on the Distribution Agent’s behalf is authorized to distribute to any particular Eligible Investor.

31. In order to respect the privacy of Eligible Investors, each Eligible Investor is identified by an “Investor Number,” which was provided by the Commission to investors in the letter accompanying a Questionnaire that was sent to each known investor, and which was repeated in the correspondence recently sent to Investors with a copy of the Plan.

#### **Identification of Investors**

32. The Commission identified Investors through a number of channels, including “investment” records maintained by the Defendants and others, and solicitation of investor information through the Commission’s public website since, at least, early 2006. The Commission further sent a questionnaire to all identified Investors, seeking information about, and documentation of, any claimed Investment (the “Questionnaire”).

33. In the event that an identified Investor did not respond to the Questionnaire, the Commission checked its address information, and, as appropriate, sent the Questionnaire to a revised address. At this time, the Commission believes that it has verified address information with respect to most, if not all, identified Investors.

34. The Commission sent a “Last Chance” letter to all Unresponsive Investors, informing them that the lack of a response could result in their exclusion from any distribution, and giving them a last chance to respond.

**Investor Eligibility**

35. Unresponsive Investors will not receive a Plan Distribution because the Commission has been unable to verify some or all of their Investment information, such as their Actual Investment and/or their Prior Distribution.

36. Only an Investor’s Actual Investment has been considered in determining the Investor’s eligibility.

37. Multiple accounts in which an Investor has a beneficial interest, including accounts of minors or dependents, have been consolidated under the Plan in determining an Investor’s eligibility for a distribution under the Plan.

**Method of Calculating *Pro Rata* Share and Distribution**

38. Actual Investments and Prior Distributions have been calculated based on information from multiple sources, including the records of the Defendants, bank records, and records provided by Investors.

39. Based on the value of the Fund upon its transfer to a non-interest bearing account \$557,241.11, and the consequent value of the Investor Fund as of that date, the *Pro Rata* Multiplier has been calculated to be 37.79%.

40. Below are two fictitious examples of the calculations under the Plan:

(Line)	Investor 1		Investor 2	
1	Actual Investment	\$10,000	Actual Investment	\$10,000
2	Pro Rata Multiplier	0.3779	Pro Rata Multiplier	0.3779
3	Pro Rata Share (Line 1 * Line 2)	\$3,779	Pro Rata Share (Line 1 * Line 2)	\$3,779
4	Prior Distribution	\$5,000	Prior Distribution	\$0
5	Line 3 - Line 4	-\$1,221	Line 3 - Line 4	\$3,779
6	Ineligible, No Plan Distribution because Prior Distribution is greater than <i>Pro Rata</i> Share		Eligible; Plan Distribution of \$3,779.	

**Eligible Investors and Plan Distributions**

41. Based on the value of the Fund upon its transfer to a non-interest bearing account, Eligible Investors and their respective Plan Distribution are as set forth in Appendix A, attached. Expense Payees are set forth in Appendix B. In order to protect the privacy of Investors and other payees, names and/or last known addresses have been redacted in the Plan, but will be provided to the Clerk of this Court (the “Clerk”), under seal, in connection with the duties described below.

**Appointment and Duties of the Distribution Agent**

42. In order to minimize expenses and maximize the Investor Fund, Catherine E. Pappas, a Senior Trial Counsel in the Philadelphia Regional Office of the Commission, is appointed as Administrator of the Fund (“Distribution Agent”). The Commission notes that Ms. Pappas and those working at her direction already have accomplished many of the functions of a Distribution Agent, including locating Investors, verifying addresses, and determining the (approximate) Plan Distributions set forth herein. Other than her regular salary as an employee of the Commission, the Distribution Agent shall receive no compensation for the services performed in administering the Fund.

43. Unless provided otherwise in writing by the Distribution Agent, any Notice to the Distribution Agent must be sent by return receipted mail, including but not limited to, receipted overnight services.

44. The Distribution Agent shall carry out the duties specified by this Distribution Plan, including the following:

- a. The Distribution Agent shall make reasonable efforts to locate Eligible Investors. If the addresses for the Eligible Investors are no longer current, use of commercial computer databases regularly available to the Division of Enforcement of the Commission shall constitute reasonable efforts to locate Eligible Investors.
- b. Under the Tax Administrator Order, Damasco is responsible for tax reporting on behalf of the Fund. The Distribution Agent and the Clerk will work with Damasco to ensure that Damasco has all necessary information and documentation to perform this function, and to set aside any necessary reserves for tax payment or fees.
- c. As set forth below, in order to minimize costs and maximize the distribution to Eligible Investors, the Clerk has agreed to distribute the Investor Fund to Eligible Investors. The Distribution Agent and the Tax Administrator shall work with the Clerk to ensure that the Clerk has all necessary information and documentation to perform this function.
- d. The Distribution Agent shall file with the Court a final report upon the completion of the Distribution Agent's duties under the Plan.

- e. In carrying out her duties, the Distribution Agent may be assisted by other Commission staff acting under her supervision.
- f. The Distribution Agent is excused from all legal requirements to post a bond or give an undertaking of any type in connection with her duties under the Plan.
- g. The Distribution Agent is entitled to rely on all outstanding rules of law and court orders, and shall not be liable to anyone for good faith compliance with any order, rule, law, judgment, or decree, including the Orders of this Court.
- h. The Distribution Agent may not be held liable to any person for any act or omission in the course of administering the Distribution Fund, except upon a finding by this Court that she willfully failed to comply with the terms of the Plan. The Distribution Agent will be deemed to be acting within the scope of her employment with the Commission in administering the Final Plan.

#### **Tax Issues**

45. As set forth above, Damasco has been appointed as the Tax Administrator of the Fund. The Distribution Agent and the Clerk shall provide to the Tax Administrator any information needed relevant to the performance of the Tax Administrator's responsibilities, including the preparation and filing of any necessary tax returns and calculation of the amount of taxes due. Tax and fee payments will be made in accordance with the procedures set forth in the Tax Administrator Order except as otherwise set forth herein.

46. The Fund constitutes a Qualified Settlement Fund (“QSF”) under Section 468B(g) of the Internal Revenue Code, 26 U.S.C. §468B(g), and related regulations, 26 C.F.R. §51.468B-1 through 1.468B-5.

47. The Plan does not provide tax advice. Investors or other interested parties should consult with their own tax advisors in connection with losses, payments, and/or distributions.

48. As described above, the payments to the CRIS account are payments of disgorgement. The Commission does not expect any further payments in this matter and does not expect any portion of the prejudgment interest components of the Greth Judgment or the Melton Judgment to be satisfied. If this changes, the Commission and the Clerk will work with the Tax Administrator to determine if and how this affects the reporting requirements of the Fund and the Duties of the Distribution Agent.

49. The first tax payment will be due on September 15, 2007. If payment under the Final Plan is not likely to be made by early September, 2007, the Commission will seek payment in accordance with the Tax Administrator Order.

**Final Plan and Distribution of the Fund**

50. In order to calculate a sum certain for expenses and interest, the Fund has been moved to a non-interest bearing account.

51. Following the transfer of the Fund to a non-interest bearing account, the Clerk notified the Commission and the Tax Administrator of the balance of the Fund, the total and final amount of CRIS expense, and the amount of interest accumulated by the Fund in the CRIS Account.

52. Notifications by the Clerk may be made by facsimile to each of the Distribution Agent, and the Tax Administrator, as follows:

**Tax Administrator:**

Jude Damasco  
Damasco & Associates LLP  
jude@damasco.com  
700 Monte Vista Lane  
Half Moon Bay, CA 94019  
Facsimile: 650-726-4199

**The Distribution Agent:**

Catherine E. Pappas  
Senior Trial Counsel  
United States Securities and Exchange Commission  
Philadelphia Regional Office  
701 Market Street, Suite 2000  
Philadelphia, PA 19106  
Facsimile: 215-597-2740

53. After completion of the procedures set forth in the Order to Show Cause, the calculation of final tax expenses, and the approval of the Final Plan reflecting any Investor Fund Accretions and/or any other adjustments, the Distribution Agent shall direct the Clerk to pay all Fund Expenses, including any unpaid taxes and tax fees. To this end, the Distribution Agent shall provide to the Clerk, under seal, an unredacted copy of Appendix B. Upon receipt of the unredacted copy of Appendix B, the Clerk is directed to issue payments in the amounts, and to the individuals and/or entities, identified in that Appendix.

54. The Distribution Agent shall also provide to the Clerk, under seal, an unredacted copy of Appendix A to the Final Plan ("Unredacted List"). The Unredacted List will include the

full names and addresses of each Eligible Investor so that the Clerk can mail to them their respective Plan Distribution. Upon receipt of the Unredacted List, the Clerk is directed to issue payments in the amounts, and to the individuals and/or entities, identified in the Unredacted List. If requested by the Clerk, the Distribution Agent shall provide envelopes, postage prepaid, addressed to Eligible Recipients, for the purpose of transmitting distributions, and/or Eligible Investor correspondence to be included in the envelope, identifying the source and reason for the payment.

55. It is expected that all payments will be mailed *via* the United States Postal Service. Unless specific direction is provided by the Distribution Agent, checks that are not negotiated within the one year period will not be honored and the Clerk will instruct the issuing bank to refuse payment on those checks.

56. To the extent that any of the payments are returned, the Clerk will alert the Distribution Agent and the Distribution Agent will make reasonable efforts to locate the Eligible Investor. If the Distribution Agent provides a new address, the Clerk is directed to re-issue payment to the Eligible Investor at the new address.

57. Upon completion of the issuance of the checks, the Clerk is directed to provide to the Distribution Agent, at the address set forth above, an accounting of this function, including check number, amount, and payee information.

58. The Clerk is entitled to rely on all outstanding rules of law and court orders, and shall not be liable to anyone for good faith compliance with any order, rule, law, judgment, or decree, including the Orders of this Court.

59. The Clerk may not be held liable to any person for any act or omission in the course of administering the Distribution Fund, except upon a finding by this Court that s/he willfully

failed to comply with the terms of the Plan. The Clerk will be deemed to be acting within the scope of his/her employment with the District Court in connection with the duties described in the Final Plan.

**Additional Distributions and Remaining Funds**

60. The Plan contemplates the distribution of all available funds to Eligible Investors at one time. Notwithstanding, after payment of all Fund Expenses and the initial distribution in accordance with this Plan, the Distribution Agent, in her sole discretion, and without further Order of the Court, will make an assessment as to whether it is feasible and justifiable to attempt to distribute any amounts remaining in the Fund (“Additional Distribution”). A dispositive consideration in this regard will be whether the mean Plan Distribution in connection with any Additional Distribution will equal or exceed \$10. This \$10 threshold is based on the conclusion that it would not be cost effective to attempt to distribute amounts of less than \$10.

61. The Distribution Agent will not direct or authorize an Additional Distribution if the mean Plan Distribution would be \$10 or less.

62. In connection with any Additional Distribution, the Distribution Agent may further, in her discretion, and without further Order of the Court, direct only the issuance of checks that are \$10 or more, grossing up payments proportionately to ensure the payment of most, if not all, funds remaining in the Investor Fund to Eligible Investors.

63. In the event that the Distribution Agent determines an Additional Distribution to be feasible and justifiable, the Distribution Agent will seek from the Court an Order of Additional Distribution which will list by Investor Number all Eligible Investors and their additional Plan Distribution, but redact names and addresses. The Distribution Agent will provide to the Clerk,

under seal, an unredacted copy of the Order of Additional Distribution, which will direct the Clerk to make the payments described therein.

64. Except as set forth in any Order of Additional Distribution, any Additional Distribution will be made in accordance with the Final Plan.

**Miscellaneous Matters**

65. After completion of all Plan Distributions, payment of all Fund Expenses, and the expiration of one year from the date of the Clerk's issuance of the last check in this matter, the Distribution Agent, without further Order of the Court, will notify the Clerk of the same in writing. Upon receipt of such notice, the Clerk shall direct all remaining money in the Fund (the "Remainder"), including any amounts due to Eligible Investors who could not be located despite the reasonable efforts of the Distribution Agent, and any amounts represented by outstanding checks, by check payable to the order of the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, under cover of a letter copied to the Distribution Agent and the Commission's counsel of record: Catherine E. Pappas, Senior Trial Counsel, United States Securities and Exchange Commission, 701 Market Street, Suite 2000, Philadelphia, Pa. 19106. The letter shall identify the caption and action number of this case and the name of this Court, and indicate that the funds are to be deposited by the Comptroller of the Commission into the United States Treasury.

66. Upon receipt of such funds, the Office of Financial Management of the Commission shall remit the funds to the United States Treasury; and any funds, assets, or proceeds that the Court or the Commission may collect in the future in the above captioned action (or their respective representatives, agents, heirs or assigns) in satisfaction of the judgment(s) in this action shall be remitted to the United States Treasury unless the Court directs otherwise.

67. The Distribution Agent will inform the Court of any material changes to the Final Plan, and will obtain approval from the Court prior to their implementation.

Dated: August 20, 2007

Respectfully submitted,

s/Catherine E. Pappas

**Catherine E. Pappas**

**Amy J. Greer**

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**APPENDIX A**  
**(Eligible Investors and Final Plan Distributions)**  
**(Identities and Addresses Redacted)**

Investor Number	Plan Distribution
1002	\$2,039.13
1006	\$170.06
1007	\$2,267.48
1009	\$226.75
1010	\$283.43
1011	\$608.74
1015	\$1,889.57
1016	\$188.96
1017	\$98.26
1019	\$1,252.08
1020	\$5,668.70
1021	\$7,343.50
1024	\$377.91
1025	\$377.91
1026	\$1,889.57
1027	\$377.91
1028	\$377.91
1029	\$75.58
1030	\$2,980.96
1033	\$831.41
1037	\$895.66
1038	\$26,453.93
1039	\$3,779.13
1040	\$12,416.53
1041	\$1,267.48
1042	\$4,326.96
1044	\$4,534.96
1046	\$1,325.14
1047	\$604.66
1049	\$377.91
1050	\$3,212.26
1051	\$1,889.57
1052	\$2,158.27
1055	\$1,889.57
1056	\$755.83
1057	\$1,171.53
1058	\$4,547.83
1060	\$1,121.25
1063	\$7,437.40
1065	\$377.91

Investor Number	Plan Distribution
1068	\$755.83
1069	\$377.91
1070	\$1,033.59
1071	\$2,135.21
1072	\$7,738.62
1074	\$289.57
1075	\$377.91
1077	\$302.33
1078	\$2,267.48
1080	\$77.91
1083	\$2,645.39
1084	\$6,046.61
1085	\$3,779.13
1092	\$377.91
1093	\$579.13
1094	\$1,511.65
1097	\$13,604.88
1098	\$2,645.39
1099	\$575.83
1103	\$1,889.57
1105	\$539.57
1108	\$4,768.70
2000	\$1,889.57
2002	\$755.83
2003	\$2,267.48
2004	\$566.87
2005	\$755.83
2007	\$298.89
2009	\$2,191.90
2015	\$6,892.01
2016	\$377.91
2017	\$18,895.66
2018	\$188.96
2021	\$642.45
2022	\$1,889.57
2023	\$1,133.74
2026	\$1,889.57
2027	\$4,157.05
2031	\$642.45
2033	\$1,889.57
2034	\$1,578.52
2035	\$805.05
2037	\$188.96
2039	\$755.83
2040	\$10,014.70

Investor Number	Plan Distribution
2041	\$377.91
2042	\$377.91
2043	\$377.91
2046	\$755.83
2048	\$566.87
2051	\$188.96
2052	\$188.96
2060	\$529.08
2062	\$5,305.49
2063	\$1,889.57
2064	\$529.08
2067	\$188.96
2074	\$3,779.13
2075	\$188.96
2076	\$755.83
2077	\$188.96
2078	\$1,133.74
2079	\$8,427.47
2080	\$188.96
2081	\$3,023.31
2082	\$188.96
2083	\$83.14
2089	\$566.87
2093	\$755.83
2100	\$1,089.57
2101	\$2,591.22
2102	\$377.91
2103	\$11,008.61
2104	\$226.75
2105	\$188.96
2106	\$226.61
2107	\$755.83
2108	\$5,122.01
2110	\$188.96
2120	\$16,620.50
2124	\$3,779.13
2128	\$755.83
2131	\$377.91
2132	\$5,668.70
2137	\$2,412.26
2144	\$712.26
2145	\$2,267.48
2147	\$188.96
2148	\$1,133.74
2149	\$75.58

Investor Number	Plan Distribution
2151	\$37.79
2152	\$1,511.65
2153	\$755.83
2156	\$1,889.57
2158	\$377.91
2164	\$1,133.74
2167	\$133.74
2170	\$14,836.88
2171	\$1,133.74
2173	\$2,078.52
2174	\$377.91
2176	\$321.23
2177	\$162.50
2178	\$377.91
2179	\$4,346.00
3000	\$377.91
3001	\$680.24
3002	\$593.74
3004	\$395.83
3005	\$566.87
3006	\$1,889.57
3007	\$1,511.65
3009	\$1,322.70
3010	\$1,511.65
3011	\$2,267.48
3012	\$3,779.13
3013	\$1,889.57
4001	\$3,779.13
4002	\$179.13
4008	\$275.74
4009	\$89.57
4010	\$1,133.74
4011	\$1,979.13
4015	\$3,023.31
4017	\$989.57
4018	\$89.57
4019	\$1,818.67
4020	\$1,676.80
4021	\$89.57
4022	\$1,346.76
4023	\$443.57
4027	\$8,587.03
4032	\$358.27
4036	\$3,779.13
4037	\$4,820.77

Investor Number	Plan Distribution
4038	\$2,834.35
4043	\$3,023.31
4048	\$134.35
4050	\$244.70
4055	\$1,889.57
4056	\$1,954.13
4060	\$543.83
4061	\$1,133.74
4065	\$1,289.57
4066	\$3,779.13
4068	\$3,013.48
4069	\$755.83
4073	\$1,889.57
4074	\$3,779.13
4075	\$3,779.13
4082	\$3,779.13
4083	\$3,023.31
4084	\$377.91
4086	\$755.83
4087	\$2,834.35
4091	\$491.29
4095	\$989.57
4098	\$4,723.92
4099	\$377.91
4111	\$77.57
4112	\$377.91
4114	\$2,645.39
4116	\$377.91
4123	\$11,337.40
4125	\$89.57
4128	\$755.83
4129	\$2,560.71
4132	\$9,153.93
4133	\$6,046.61
4136	\$1,133.74
4141	\$1,889.57
4144	\$1,133.74
4147	\$1,889.57
4151	\$1,268.13
4156	\$1,561.94
4160	\$1,133.74
4161	\$1,889.57
4164	\$984.57
4165	\$3,779.13
4169	\$1,133.74

Investor	Plan
Number	Distribution
4170	\$850.30
4172	\$302.33
4174	\$566.87
4175	\$3,779.13
4177	\$989.57
4181	\$2,267.48
4182	\$755.83
4186	\$2,834.35
4187	\$1,349.57
4188	\$8,921.91
	\$513,139.85

**APPENDIX B**  
**(Redacted Expense Payee List)**

Payee	Comment on "Note" line	Address	Amount
Charlene Napoleon	full payment, Greth asset storage per 4/17/06 Order		\$3,000.00
David Greth	full payment, expenses and costs, 4/17/06 Order		\$3,420.50
Damasco & Associates LLP	full payment, Tax Administrator Fees		\$850.00
Damasco & Associates LLP	full payment, state Taxes		\$520.00
Damasco & Associates LLP	full payment, federal taxes		\$1,307.00
Earp Cohn PC	full payment, Estate legal fees and expenses		\$35,000.00
<b>Total Expenses</b>			<b>\$44,097.50</b>