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UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF ARIZONA

Securities and Exchange Commission,)
Plaintiff,)
vs.)
Robert R. Dillie; and Mid-America)
Foundation, Inc.,)
Defendants,)
and)
Mid-America Financial Group, Inc.,)
Defendant Solely for Purposes of)
Equitable Relief.)
_____)

Cause No. CIV 01-2493 PHX JAT

ORDER RE: PETITION NO. 142

The Receiver’s Petition No. 142 Petition for Order Approving Fees and Costs Incurred by the Receiver; Guttilla Murphy Anderson, P.C.; and Michael Zdancewicz, P.L.L.C. (Doc. # 700), having been filed with the Court and all parties entitled to notice having been notified by service of the Petition in accordance with this Court’s *Order Re: Petition No. 2*, and it appearing to the Court that the fees and expenses are reasonable and appropriate:

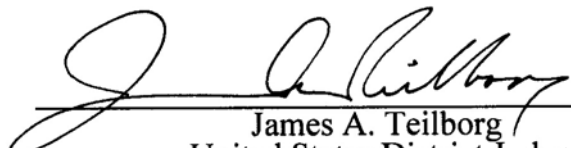
IT IS ORDERED approving the fees and expenses requested in the Receiver’s Petition No. 142.

IT IS FURTHER ORDERED that the Receiver is authorized to pay from the Receivership Assets:

1. The amount of \$1,579.69 to Warfield & Company, for services rendered and costs incurred or paid during the period December 1, 2008 through December 31, 2008;

2. The amount of \$1,371.73 to Guttilla Murphy Anderson, P.C., for services rendered and costs incurred or paid during the period December 1, 2008 through December 31, 2008.

DATED this 7th day of April, 2009.



James A. Teilborg
United States District Judge