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9 **Attorneys for the Receiver**

10 **IN THE UNITED STATES DISTRICT COURT**  
 11 **FOR THE NORTHERN DISTRICT OF CALIFORNIA**  
 12 **SAN FRANCISCO DIVISION**  
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|    |                                  |   |  |
|----|----------------------------------|---|--|
| 15 | <b>UNITED STATES OF AMERICA,</b> | ) | <b>E-filing</b>                              |
| 16 |                                  | ) |  |
| 17 | <b>Plaintiff,</b>                | ) | <b>Civil Case No. C06 3879 SC</b>            |
| 18 |                                  | ) |  |
| 19 | <b>v.</b>                        | ) |  |
| 20 |                                  | ) |  |
| 21 | <b>ALTOTECH II, L.P.</b>         | ) | <b>Date: <del>August 6, 2008, Wed.</del></b> |
| 22 |                                  | ) | <b>Time: <del>10:30 AM</del></b>             |
| 23 |                                  | ) | <b>Room: C, 15<sup>th</sup> Floor</b>        |
| 24 | <b>Defendant</b>                 | ) | <b>450 Golden Gate Avenue, SF</b>            |

25 **ORDER APPROVING THE RECEIVER’S NOTICE AND DETERMINATION OF**  
 26 **CLAIMS, AUTHORIZING PAYMENT OF APPROVED CLAIMS AND**  
 27 **ESTABLISHING SUMMARY DISPOSITION PROCEDURES**

28 This matter came before the Court on the Motion for Entry of an Order Approving the Receiver’s Notice and Determination of Claims, Authorizing Payment of Approved Claims and Establishing Summary Disposition Procedures filed by the U. S. Small Business Administration

**C06 3879 SC – ORDER APPROVING THE RECEIVER’S NOTICE AND DETERMINATION OF CLAIMS, AUTHORIZING PAYMENT OF APPROVED CLAIM AND ESTABLISHING SUMMARY DISPOSITION PROCEDURES**

1 ("SBA") as Receiver ("Receiver") for AltoTech II, L.P., ("ALT"). After reviewing the  
2 pleadings,

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4 **IT IS HEREBY ORDERED THAT:**

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6 1. The Receiver's Motion for Entry of an Order Approving the Receiver's Notice and  
7 Determination of Claims, Authorizing Payment of Approved Claims and Establishing Summary  
8 Disposition Procedure is **GRANTED IN PART**; and **DENIED IN PART** *regarding*  
9 *subordinating the Management's claim to the SBA's claim*

10 2. The Receiver's Notice and Determination of Claims Received in Response to the  
11 Claims Bar Date, and the Receiver's recommendations therein are **APPROVED**; and

12 3. The Receiver is authorized to pay the following claims in the following order of  
13 priority, to the extent of available receivership assets, and the following claims are hereby  
14

15 **APPROVED:**

16 a) First, any and all administrative expenses of the receivership estate as reported in  
17 the Receiver's Reports to this Court;

18 b) Second, for payment of the approved general claim for uncollected/deferred  
19 management fees from former Managing Directors of ALT (Gloria Wahl and Walter Lee) for a  
20 total of \$335,311.83. The claim is treated as a single claim for administration purposes. The  
21 litigation in case number C07 4530 has been resolved as to SBA as Receiver. This single claim  
22 has been resolved and settled as to its treatment within this receivership action.

23 c) Third, to the United States Small Business Administration, a federal agency and  
24 the sole Preferred Limited Partners in the amount of \$ 14,250,000 for repayment of leverage  
25 financing it provided to ALT in the principal amount of \$14,250,000. No payments have been  
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1 made on the Participating Securities and the total principal amount, \$14,250,000 is still  
2 outstanding;

3 4. After the expenses and claims in paragraph three are paid in full, any surplus, if  
4 any, shall be distributed to the equity shareholders of ALT in accordance with the Agreement of  
5 Limited Partnership; and

6 5. Any claimant who opposes the Receiver's recommended disposition of its claim,  
7 which recommended disposition is hereby approved and ratified by this Court, is hereby ordered  
8 either to file a Motion objecting to the Receiver's recommended disposition of its claim, together  
9 with a Memorandum in support of its Motion setting forth the specific factual and legal grounds  
10 on which it objects to the Receiver's recommended disposition, and a proposed Order, within 30  
11 days from the date of service of a copy of this Order by the Receiver on the claimant, or such  
12 claimant's claim shall be forever barred and deemed to be null and void, and such claimant shall  
13 be permanently enjoined from asserting, pursuing or prosecuting any such claim against ALT, its  
14 Receiver, their successors or assigns, or against assets or funds in the possession of the Receiver.  
15 The claimant is further ordered to serve copies of its Motion, Memorandum and all exhibits  
16 thereto, and proposed Order on the attorney for the Receiver via first class mail, postage prepaid;  
17 and  
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19 6. The Receiver is hereby authorized to file an Opposition to any such Motion, and  
20 Memorandum in Support of its Opposition, together with a proposed Order, within 30 days after  
21 receipt of claimant's Motion, Memorandum, and proposed Order; and

22 7. This Court will resolve any Claimant's objection on the basis of the claim  
23 documents previously submitted to the Receiver, the Notice and Determination of Claims filed  
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1 herein by the Receiver, the claimant's Motion in objection, and the Receiver's opposition thereto,  
2 without hearing, unless this Court, *sua sponte*, orders otherwise; and

3           8.       The Receiver is ordered to serve a copy of this Order on each Claimant at its last  
4 known address, via first class mail, postage prepaid, and to file a Certificate of Service with the  
5 Clerk of this Court; and

6           9.       This Order shall become a Final Order thirty (30) days after service hereof by the  
7 Receiver with respect all claimants, as well as all other persons who failed to file claims pursuant  
8 to the terms of the Court's Order establishing the Claims Bar Date, except for any claimant which  
9 files a Motion objecting to the Receiver's recommended disposition of its claim, together with a  
10 Memorandum in support of its Motion as set forth in paragraph 5, above, and all such persons  
11 shall be forever barred and shall be permanently enjoined from asserting, pursuing or prosecuting  
12 any pre-Bar Date Claim against ALT, the Receiver, their successors or assigns, or against assets  
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1 or funds in the possession of the Receiver.

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**IT SO ORDERED** this 30 day of June \_\_\_\_\_ 2010\_\_, in San Francisco, California.

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THE HONORABLE SAMUEL CONTI  
UNITED STATES DISTRICT JUDGE

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