

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

MARC J. FAGEL  
JOHN S. YUN (Cal Bar No. 112260)  
(yunj@sec.gov)  
ERIC M. BROOKS (Cal Bar No. 209153)  
(brookse@sec.gov)

Attorneys for Plaintiff  
SECURITIES AND EXCHANGE COMMISSION  
44 Montgomery Street, Suite 2600  
San Francisco, California 94104  
Telephone: (415) 705-2500

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

SECURITIES AND EXCHANGE COMMISSION,  
  
Plaintiff,  
  
vs.  
  
VIPER CAPITAL MANAGEMENT, LLC,  
COMPASS CAPITAL MANAGEMENT, LLC, and  
EDWARD SEWON EHEE,  
  
Defendants,  
  
and  
  
COMPASS WEST FUND, LP, VIPER FOUNDERS  
FUND, LP, VIPER INVESTMENTS, ALBERT  
EHEE, ROBERT EHEE and JENNIFER EHEE,  
  
Relief Defendants.

Civil Action No. C-06-6966-SI  
  
(Related to Case Nos.  
C 07-02507 SI  
C-07-02508 SI  
C 07-02509 SI)

**[PROPOSED] ORDER GRANTING  
PLAINTIFF SECURITIES AND  
EXCHANGE COMMISSION'S MOTION  
TO DISTRIBUTE DISGORGEMENT OF  
DEFENDANT EDWARD EHEE AND  
APPOINTMENT OF TAX  
ADMINISTRATOR**

Date: November 14, 2008  
Time: 9:00 am  
Judge: Susan Illston  
Courtroom: 10



The Court having reviewed the Commission’s Motion to Distribute Disgorgement of Defendant Edward Ehee and Appointment of Tax Administrator and for good cause shown,

**IT IS HEREBY ORDERED:**

The Court finds that the Commission’s proposed distribution plan is reasonable. The Clerk of the Court is therefore authorized to disburse the payments that Ehee made into the Court’s registry in accordance with instructions received from the Commission so that the money can be paid to those investors that can be located, can be used to cover administrative expenses associated with the distribution, and/or transferred to the United States Treasury. The Court approves the distribution of the following amounts to these investors:

<u>Name</u>	<u>Amount Missing/ Owed by Ehee</u>	<u>Pro Rata Share</u>	<u>Distribution Amount</u>
Kevin Bradford, MMMGOOD Trust Acct.	\$637,567.28	15.3%	\$48,654.00
Kevin Bradford, IRA	\$224,000.00	5.4%	\$17,172.00
Mackenzie Moren Bradford, Trust Acct.	\$49,200.00	1.2%	\$3,816.00
Madison Rand Bradford, Trust Acct.	\$42,200.00	1.0%	\$3,180.00
Giovanni Magistrali	\$64,337.95	1.5%	\$4,770.00
Richard Garman	\$1,500,000.00	36.0%	\$114,480.00
Tae Noh	\$200,000.00	4.8%	\$15,264.00
Anira Advisory Group Roosevelt Fund	\$1,400,000.00	33.6%	\$106,848.00
Joong Yang	\$50,000.00	1.2%	\$3,816.00
		<b>100.00%</b>	<b>\$318,000.00</b>

**IT IS FURTHER ORDERED:**

1. Damasco & Associates is appointed as Tax Administrator to execute all income tax reporting requirements, including the preparation and filing of tax returns, with respect to funds under this Court’s jurisdiction in this case (the “Distribution Fund”).

1           2. Damasco & Associates shall be designated the administrator of the Distribution  
2 Fund, pursuant to section 468B(g) of the Internal Revenue Code (IRC), 26 U.S.C. § 468B(g), and  
3 related regulations, and shall satisfy the administrative requirements imposed by those regulations,  
4 including but not limited to (a) obtaining a taxpayer identification number, (b) filing applicable  
5 federal, state, and local tax returns and paying taxes reported thereon out of the Distribution Fund,  
6 and (c) satisfying any information, reporting, or withholding requirements imposed on distributions  
7 from the Distribution Fund. The Tax Administrator shall contemporaneously provide copies of all  
8 such filings to the Commission's counsel of record.

9           3. The Tax Administrator shall, at such times as the Tax Administrator deems  
10 necessary to fulfill the tax obligations of the Distribution Fund, request that the Commission's  
11 counsel of record file with the Court a motion, supported by the Tax Administrator's declaration of  
12 the amount of taxes due, to transfer funds from the Distribution Fund on deposit with the Court to pay  
13 any tax obligations of the Distribution Fund.

14           4. The Tax Administrator shall be entitled to charge reasonable fees for tax  
15 compliance services and related expenses in accordance with its agreement with the Commission.  
16 The Tax Administrator shall, at such times as the Tax Administrator deems appropriate, submit a  
17 declaration of fees and expenses to the Commission's counsel of record for submission to the Court  
18 for approval and for payment from the Distribution Fund. No fees or expenses may be paid absent  
19 the Court's prior approval.

