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8 UNITED STATES DISTRICT COURT
 9 FOR THE NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION

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 11)
 12 SECURITIES AND EXCHANGE COMMISSION,)
)
 13 Plaintiff,)
) Case No. CV-07-6423-MMC
 14 v.)
)
 15 ROBERT OLINS,)
 16 SPATIALIGHT, INC., and)
 ARGYLE CAPITAL MANAGEMENT CORP.)
 17)
 18 Defendants.)
)

19 -----x
 20 **ORDER APPOINTING**
~~PROPOSED~~ ORDER TO APPOINT TAX ADMINISTRATOR

21 The Court having reviewed the Securities and Exchange Commission’s motion to appoint
 22 Damasco & Associates LLP as Tax Administrator and for good cause shown,

23 **IT IS HEREBY ORDERED:**

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 25 1. The funds under this Court’s jurisdiction in this case (the “Distribution Fund”) constitute a
 26 Qualified Settlement Fund (“QSF”) under section 468B(g) of the Internal Revenue Code (IRC), 26
 27 U.S.C. § 468B(g), and related regulations, 26 C.F.R. §§ 1.468B-1 through 1.468B-5.

1 2. Damasco & Associates LLP is appointed as Tax Administrator to execute all income tax
2 reporting requirements, including the preparation and filing of tax returns, with respect the
3 Distribution Fund.

4 3. Damasco & Associates LLP shall be designated the administrator of the Distribution Fund,
5 pursuant to section 468B(g) of the Internal Revenue Code (IRC), 26 U.S.C. § 468B(g), and related
6 regulations, and shall satisfy the administrative requirements imposed by those regulations, including but
7 not limited to (a) obtaining a taxpayer identification number, (b) filing applicable federal, state, and local
8 tax returns and paying taxes reported thereon out of the Distribution Fund, and (c) satisfying any
9 information, reporting, or withholding requirements imposed on distributions from the Distribution
10 Fund. The Tax Administrator shall contemporaneously provide copies of all such filings to the
11 Commission's counsel of record.
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14 4. The Tax Administrator shall, at such times as the Tax Administrator deems necessary to
15 fulfill the tax obligations of the Distribution Fund, request that the Commission's counsel of record file
16 with the Court a motion, supported by the Tax Administrator's declaration of the amount of taxes due,
17 to transfer funds from the Distribution Fund on deposit with the Court to pay any tax obligations of the
18 Distribution Fund.
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20 5. The Tax Administrator shall be entitled to charge reasonable fees for tax compliance services
21 and related expenses in accordance with its agreement with the Commission. The Tax Administrator
22 shall, at such times as the Tax Administrator deems appropriate, submit a declaration of fees and
23 expenses to the Commission's counsel of record for submission to the Court for approval and for
24 payment from the Distribution Fund. No fees or expenses may be paid absent the Court's prior
25 approval.
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1 6. At least ten (10) days before any motion to pay fees and expenses is filed with the Court, the
2 Tax Administrator shall provide the Commission counsel of record with a draft of the supporting
3 declaration for review. If the Commission has any corrections or objections to the declaration, the Tax
4 Administrator and the Commission's counsel shall attempt to resolve them on a consensual basis. If a
5 consensual resolution is not reached, the Commission may submit with the motion any objections along
6 with the Tax Administrator's response thereto.
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8 Dated: September 7, 2012
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11 UNITED STATES DISTRICT JUDGE
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