

1 CHRISTOPHER J. MCCLINTOCK, VA Bar No. 68417
 2 ARLENE M. EMBREY, FL Bar no. 0125539
 3 Trial Attorney
 4 Office of General Counsel
 5 U.S. Small Business Administration
 6 409 Third St., S.W.
 7 Washington, DC 20416
 8 Telephone: (202) 205-7715
 9 Facsimile: (202) 481-5497
 10 Email: christopher.mcclintock@sba.gov

11 Attorneys for Plaintiff U.S. Small Business Administration
 12 as Receiver for Novus Ventures II, L.P.

13 **UNITED STATES DISTRICT COURT**
 14 **NORTHERN DISTRICT OF CALIFORNIA**
 15 **SAN JOSE DIVISION**

16 UNITED STATES OF AMERICA,)	Civil No: CV 12-cv-00523 LHK
)	
17 Plaintiff,)	
)	PROPOSED ORDER APPROVING THE
)	PROCEDURES FOR WINDING UP AND
18 v.)	TERMINATING THE RECEIVERSHIP
)	
19 NOVUS VENTURES II, L.P.,)	
)	Date: Thurs., August 20, 2015
20 Defendant(s).)	Time: 1:30 p.m.
)	Location: San Jose Courthouse,
)	Courtroom 8, 4 th Floor
)	280 South 1 st St., San Jose, CA 95113
)	Hon. Judge Lucy H. Koh
)	

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 22 This matter comes upon the Motion of the Small Business Administration as Receiver for
 23 Novus Ventures II, L.P. (“Novus”) for an Order Approving the Procedures for Winding Up and
 24 Terminating the Receivership. After careful consideration, this Court, being duly advised on the
 25 merits of the Motion, and there being no opposition,

26 **HEREBY ORDERS AND DECREES THAT:**

27 1. The Receiver’s Motion to reopen this case for entry of an Order Approving the
 28 Procedures for Winding Up and Terminating the Receivership is granted in its entirety.

1 2. The Receiver's agents will perform all administrative and accounting tasks
2 necessary to wind up and close the Novus receivership estate in an orderly manner, and to
3 discharge the Receiver and its agents. These tasks will include, but are not limited to, finalizing
4 the receivership accounting books and records, arranging for the return of control of Novus
5 Ventures II, L.P. to its general partner, DT Associates II, LLC, in the care of Greg Lahann,
6 remitting payments and/or assigning assets from the estate in accordance with this Court's June
7 2, 2014 Order, as funds permit, and delivering Novus's post-receivership records to the Federal
8 Records Center.

9 3. This Court approves and confirms the form and manner of the procedures for
10 winding up and closing the Novus receivership as set forth in the motion filed by the Receiver.
11 Within ninety (90) days of receipt of notification of the entry of this Wind-Up Order, the
12 Receiver and its agents shall perform any and all administrative and accounting tasks necessary
13 to implement the provisions of this Wind-Up Order in order to windup and terminate the Novus
14 receivership and discharge the Receiver, its agents, attorneys, contractors, SBA, and its
15 employees, and all other persons who have acted on the Receiver's behalf.

16 4. Any and all expenses associated with the windup and closing procedures shall be
17 and are hereby chargeable and payable as administrative expenses of the Novus receivership.
18 The Receiver is hereby authorized to prepay monies to the Receiver's agents, accountants and
19 others to facilitate the closing of the receivership after the Novus receivership bank account is
20 closed. Any funds not expended in the closing of the Novus receivership shall be remitted to
21 SBA, in accordance with the Court's June 2, 2014 Order. Remittance to SBA of any prepared
22 funds not expended in the closing of the Novus receivership shall occur after a final
23 reconciliation is completed post termination of the Novus receivership estate.

24 5. In accordance with this Court's June 2, 2014 Order, the Receiver is hereby
25 ordered to transfer and/or assign all the remaining assets of Novus whether legal or equitable,
26 acquired through stock purchases, mortgage, pledge, assignment, delivery or otherwise, whether
27 real property, personal property or mixed to SBA. The transfer and assignment documents to
28 SBA will provide for the unconditional assignment, transfer and delivery of the assets to SBA,

1 the attention of Angela Wingard-Brush, Financial Analyst, Office of SBIC Liquidation
2 Investment Division, U.S. Small Business Administration, 409 Third Street, S.W., Sixth Floor,
3 and Washington, D.C. 20416. In the event that all priority administrative claims and allowed
4 perfected security interests of SBA are satisfied in full at the close of the Receivership, then any
5 remaining assets will be distributed in the order and priority of allowed claims previously
6 established by the Court.

7 6. This Court hereby appoints and authorizes (a) Kirk Moore, Principal Agent for
8 the Receiver, (b) Angela Wingard-Brush, Financial Analyst, Office of SBIC Liquidation, or (c)
9 such other agent or employee as SBA in its sole discretion shall designate, to sign and execute on
10 behalf of, and as agent for, the Receiver, any and all papers necessary to effect any transfer(s)
11 and assignment(s) to SBA as described in paragraph 5, above, and to sign and execute on behalf
12 of, and as agent for, any and all papers necessary to wind up and close the Novus Ventures II, L.P.
13 receivership.

14 7. Within ninety (90) days after receiving notification of the entry of this Wind-Up
15 Order by the Court, the Receiver shall transfer and deliver the accounting records of the Novus
16 receivership that may be necessary to enable Novus's general partner to prepare and file tax
17 returns that may become due after the termination of the Novus receivership. In the event such
18 accounting records are not accepted by Novus's general partner, the Receiver is authorized to
19 transfer such accounting records to SBA for delivery to the Federal Records Center in
20 accordance with paragraph 9, below. Parties wishing to obtain copies of such accounting records
21 are order to serve a written request upon SBA, to the attention of Angela Wingard-Brush,
22 Financial Analyst, Office of SBIC Liquidation Investment Division, U.S. Small Business
23 Administration, 409 Third Street, S.W., Sixth Floor, Washington, D.C. 20416 within six (6)
24 years after entry of the Final Order.

25 8. The Receiver is order to provide to Novus's general partner, in care of Greg
26 Lahann, a written estimate of the approximate number of storage boxes containing pre-
27 receivership records, files and portfolio asset files which are proposed to be transferred and
28 delivered to it. The Receiver's written estimate shall be served upon Novus's general partner at

1 its last known address. Service shall be by U.S. Certified Mail, postage prepaid, return receipt
2 requested. The Receiver's written notification shall request written confirmation from Novus's
3 general partner that, in the even the general partner determines that it does not wish to have pre-
4 receivership records returned to it, the Receiver be authorized to destroy such records by the
5 most cost effective means. In the event that (i) delivery of the Receiver's written estimate to
6 Novus's general partner is not effected within (15) days after mailing by the Receiver, (ii)
7 delivery is refused or (iii) no response from Novus's general partner has been received within
8 fifteen (15) days after mailing by the Receiver, the Receiver is authorized to destroy all pre-
9 receivership records by the most cost effective means.

10 9. The Receiver is authorized to transfer to SBA any receivership files not
11 transmitted by the Receiver to Novus's general partner. SBA is authorized to deliver such post
12 receivership files to the Federal Records Center and to dispose of these records and files six (6)
13 years from the date of entry of the Final Order. Parties wishing to obtain copies of such records
14 are ordered to serve a written request upon SBA, to the attention of Angela Wingard-Brush,
15 Financial Analyst, Office of SBIC Liquidation, Investment Division, U.S. Small Business
16 Administration, 409 Third Street, S.W., Sixth Floor, Washington, D.C. 20416 six (6) years from
17 the date of entry of the Final Order.

18 10. The Receiver is hereby authorized and ordered to surrender Novus's SBIC
19 License to the SBA, to the attention of Angela Wingard-Brush, Office of SBIC Liquidation,
20 Investment Division, U.S. Small Business Administration, 409 Third Street, S.W., Sixth Floor,
21 Washington, D.C. 20416, and the SBA is hereby authorized to revoke said license upon entry of
22 this Wind-Up Order.

23 11. Upon completion of the tasks set forth in this Wind-Up Order, the Receiver is
24 hereby ordered to file a Final Receiver's Report with this Court which Report shall confirm that
25 the Receiver has completed the procedures enumerated in the Wind-Up Order for winding up
26 and closing the Novus receivership estate. The Receiver is further order to attach, as an exhibit
27 to the Final Receiver's Report, a Final Cash Receipts and Disbursements Summary from the date
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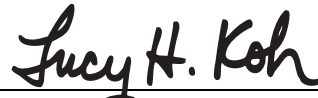
1 of inception of the Novus receivership, August 8, 2012 through the date of the closing of the
2 bank account.

3 12. Control of Novus will be unconditionally transferred and returned to its general
4 partner, DT Associates II, LLC, which transfer shall not be effective unless and until the
5 Receiver has completed its duties under this Order and unless and until this Court enters an
6 Order discharging the Receiver.

7 13. The Receiver is hereby ordered to serve a copy of this Wind-Up Order upon the
8 general and limited partners of Novus Ventures II, L.P.

9 14. This case is now administratively closed. The Receiver may move to re-open the
10 case at a later time, if necessary, for further proceedings.

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13 **SO ORDERED**, this 13 day of August, 2015.

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16 _____
17 THE HONORABLE LUCY H. KOH
18 United States District Court Judge
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