

# EXHIBIT 5

Prepared by:  
Wiand Guerra King P.A.  
5505 West Gray Street  
Tampa, FL 33609

RECEIVER'S DEED

THIS INDENTURE, made as of the \_\_\_\_ day of \_\_\_\_\_ 2018, by and between **Burton W. Wiand, Receiver** (hereinafter referred to as the "Grantor"), having a mailing address of 5505 West Gray Street, Tampa, Florida 33609, and Spanish Oaks Properties LLC (hereinafter referred to as the "Grantees");

WITNESSETH:

That Burton W. Wiand was appointed as Receiver for the Property, as hereinafter described, pursuant to that certain Order Appointing Receiver in *Securities and Exchange Commission v. Arthur Nadel, et al.*; United States District Court, Middle District of Florida, Tampa Division, Case No. 8:09-cv-87-T-26TBM. The sale having been duly approved by Order of The United States District Court, Middle District of Florida, entered \_\_\_\_\_, 2018 (hereinafter referred to as the "Order" and attached hereto as Exhibit A and incorporated herein by this reference).

That for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency whereof are hereby acknowledged, Grantor has granted, bargained, sold, aliened, conveyed and confirmed and does hereby grant, bargain, sell, alien, convey and confirm unto Grantees all of Grantor's right, title and interest in and to all that certain tract or parcel of land lying and being in Buncombe County, North Carolina, being more particularly described in Exhibit B attached hereto and by this reference made a part hereof (hereinafter referred to as the "Property").

TO HAVE AND TO HOLD said Property, together with all and singular the rights, members and appurtenances thereof, to the same being, belonging or in anywise appertaining, to the only proper use, benefit and behoof of Grantees forever, in as full and ample a manner as the same was held by Grantor.

IN WITNESS WHEREOF, Grantor has signed and sealed this Receiver's Deed, the day and year first above written.

*Signed, sealed and delivered in the presence of:*

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Witness signature

Burton W. Wiand, Receiver

\_\_\_\_\_  
Printed name

\_\_\_\_\_  
Witness signature

\_\_\_\_\_  
Printed name

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2018, by  
Burton W. Wiand, Receiver.

\_\_\_\_\_  
Notary Public  
Print

Name: \_\_\_\_\_

My Commission

Expires: \_\_\_\_\_

Personally Known \_\_\_\_\_(OR) Produced Identification \_\_\_\_\_

Type of identification produced \_\_\_\_\_

**EXHIBIT A TO RECEIVER'S DEED**

**COURT ORDER**

**UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF FLORIDA  
TAMPA DIVISION**

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

ARTHUR NADEL,  
SCOOP CAPITAL, LLC,  
SCOOP MANAGEMENT, INC.,

Defendants.

CASE NO.: 8:09-cv-0087-T-26TBM

SCOOP REAL ESTATE, L.P.,  
VALHALLA INVESTMENT PARTNERS, L.P.,  
VALHALLA MANAGEMENT, INC.,  
VICTORY IRA FUND, LTD,  
VICTORY FUND, LTD,  
VIKING IRA FUND, LLC,  
VIKING FUND, LLC, AND  
VIKING MANAGEMENT, LLC.

Relief Defendants.

\_\_\_\_\_ /

**ORDER**

Before the Court is the Receiver's Unopposed Verified Motion for Approval of Private Sale of Six Parcels of Undeveloped Land Located in Buncombe County, North Carolina (the "Motion") (Dkt. \_\_\_\_). Upon due consideration of the Receiver's powers as set forth in the Order Appointing Receiver (Dkt. 8) and the Orders Reappointing Receiver (Dkts. 140, 316, 493, 935 and

984), and applicable law, it is **ORDERED AND ADJUDGED** that the Motion is **GRANTED**.

The sale of the parcels B, C, D, E, F/G and the HOA parcel of Bird Creek Estates located in Buncombe County, North Carolina, better known as Parcel Numbers: 0637-90-0133-00000; 0637-90-1306-00000; 0637-90-3386-00000; 0637-90-3019-00000; 0636-99-2659-00000 and 0637-90-0585-00000, as more fully described in the Motion and pursuant to the Purchase and Sale Agreement attached as Exhibit 3 to the Motion, is hereby approved.

The Court finds that the Receiver has substantially complied with the provisions of 28 U.S.C. § 2001 and the Receiver is hereby directed to transfer free and clear of all claims, liens, and encumbrances to Spanish Oaks Properties LLC by way of a Receiver's Deed, pursuant to Purchase and Sale Agreement, title to the real property located in Buncombe County, North Carolina.

**DONE and ORDERED** in chambers in Tampa, Florida this \_\_\_\_ day of \_\_\_\_\_, 2018.

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RICHARD A. LAZZARA  
UNITED STATES DISTRICT JUDGE

**COPIES FURNISHED TO:**  
Counsel of Record

**EXHIBIT B TO RECEIVER'S DEED**

**LEGAL DESCRIPTIONS**

**Lots B, C, D, E**

Lot B, Bird Creek Estates located in Buncombe County, North Carolina / 20 Laurel Cottage Lane (Parcel Identification Number: 0637-90-0133-00000) – Titled in the name of The Guy-Nadel Foundation, Inc.; 2.05 acres.

Lot C, Bird Creek Estates located in Buncombe County, North Carolina / 26 Laurel Cottage Lane (Parcel Identification Number: 0637-90-1306-00000) – Titled in the name of The Guy-Nadel Foundation, Inc.; 1.43 acres.

Lot D, Bird Creek Estates located in Buncombe County, North Carolina / 30 Laurel Cottage Lane (Parcel Identification Number: 0637-90-3386-00000) – Titled in the name of The Guy-Nadel Foundation, Inc.; 1.13 acres

Lot E, Bird Creek Estates located in Buncombe County, North Carolina / 15 Laurel Cottage Lane (Parcel Identification Number: 0637-90-3019-00000) – Titled in the name of The Guy-Nadel Foundation, Inc.; 2.06 acres

As shown in the General Warranty Deed recorded in Book 3886 at Page 864-866 transferring title from Laurel Mountain Preserve, LLC to Guy-Nadel Foundation, Inc.

(continued)

A tract of land lying in the Broad River Township of Buncombe County, North Carolina being more particularly described as follows:

Beginning at an existing ½ inch rebar with ID cap marking the terminus of the first call of that property described in deed recorded in Book 3780, at Page 112 of the Buncombe County, NC register's Office and runs thence from such Beginning point established South 59° 49' 46" West 10.28 feet to an unmarked point in the center of that proposed 45 foot wide right of way for Laurel Cottage Lane; thence with the centerline of Laurel Cottage Lane North 14° 18' 31" East 28.28 feet to an unmarked point; thence leaving Laurel Cottage Lane North 74° 03' 34" West 250.54 feet to a No. 5 rebar with cap set in the margin of the aforesaid Laurel Cottage Lane; thence continuing North 74° 03' 34" West 22.89 feet to an unmarked point in the center of Laurel Cottage Lane; thence with the centerline of Laurel Cottage Lane the following twenty (20) calls: North 26° 34' 38" East 35.27 feet; North 9° 50' 22" East 63.79 feet; North 15° 06' 54" East 89.52 feet; North 15° 06' 54" East 77.07 feet; North 38° 56' 09" East 59.63 feet; North 38° 56' 09" East 79.70 feet; North 59° 56' 54" East 85.33 feet; North 55° 49' 03" East 91.27 feet; North 64° 57' 07" East 35.61 feet; North 83° 23' 07" East 36.55 feet; South 80° 23' 23" East 55.18 feet; South 69° 21' 24" East 86.74 feet; South 62° 34' 43" East 120.46 feet; South 50° 43' 23" East 42.75 feet; South 33° 15' 16" East 41.23 feet; South 10° 15' 20" East 37.84 feet; South 16° 03' 08" West 21.47 feet; South 49° 22' 19" West 28.70 feet; South 78° 26' 14" West 114.07 feet; and South 70° 52' 00" West 100.57 feet; thence leaving Laurel Cottage Lane South 38° 07' 29" East 23.80 feet to a No. 5 rebar with cap set in the margin of the aforesaid Laurel Cottage Lane; thence continuing South 38° 07' 29" East 321.09 feet to a ¾ inch existing iron pin in the western line of Lot 110 as shown on that plat recorded in Plat Book 46, at Page 163 of the Buncombe County, NC Register's Office; thence South 86° 57' 26" West 357.15 feet to a No. 5 rebar with cap set in the margin of the aforesaid Laurel Cottage Lane; thence South 86° 57' 26" West 15.89 feet to the place and point of Beginning; being Lots B, C, D and E as shown on that survey entitled "Survey for Laurel Mountain Preserve" prepared by David E. Summey, PLLC dated November 24, 2004 bearing File Number 4157-14, said survey incorporated herein and referred to for a more particular description of said property.

Together With and Subject To the benefits and burdens of that certain proposed 45 foot wide private right of way for Laurel Cottage Lane, said right of way being identified and referenced to in the description above of the property being conveyed herein.

Lots B, C and D are conveyed Together With and Subject To the rights, easements, and obligations associated with the shared well and "Well House Easement" located on property retained by Laurel Mountain Preserve, LLC, identified as "A Remainder of Lot 2" lying to the southeast of the above described property as shown the above referenced survey. The costs of maintaining said well, including but not limited to the costs of electricity or other utilities required to properly supply water to the dwellings, and all costs associated with the maintenance and repair of common elements of the shared water system shall be borne on a pro rata basis among the users of said well and water system. In addition, the users of said well agree to allow entry upon their property whenever reasonably necessary for the purpose of inspecting, maintaining, repairing, and replacing any elements of the shared well and/or the water system connected thereto.

And being a portion of that property described in deeds recorded in Record Book 3780, at Page 112 and in Record Book 3705, at Page 151 of the Buncombe County, NC register's Office.

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**Lot F/G**

Lot F/G, Bird Creek Estates located in Buncombe County, North Carolina 9 Laurel Cottage Lane (Parcel Identification Number: 0636-99-2659-00000) – Titled in the name of Laurel Preserve, LLC.; 5.18 acres

As shown in the General Warranty Deed recorded in Book 4263 at Page 1441-1443 transferring title from Laurel Mountain Preserve, LLC to Laurel Preserve, LLC.

Tracts F and G as shown on the plat of Laurel Mountain Preserve prepared by David E. Summey, P.L.L.C., dated September 10, 2005, and being known as File No. 4157-14 and Map No. F-1018, which plat is duly recorded in Plat Book 98, at page 10, Buncombe County Registry, reference to which is hereby made and incorporated herein for a greater certainty of description by metes and bounds.

SUBJECT TO restrictions, easements and rights-of-way of record.

**HOA Lot/Parcel**

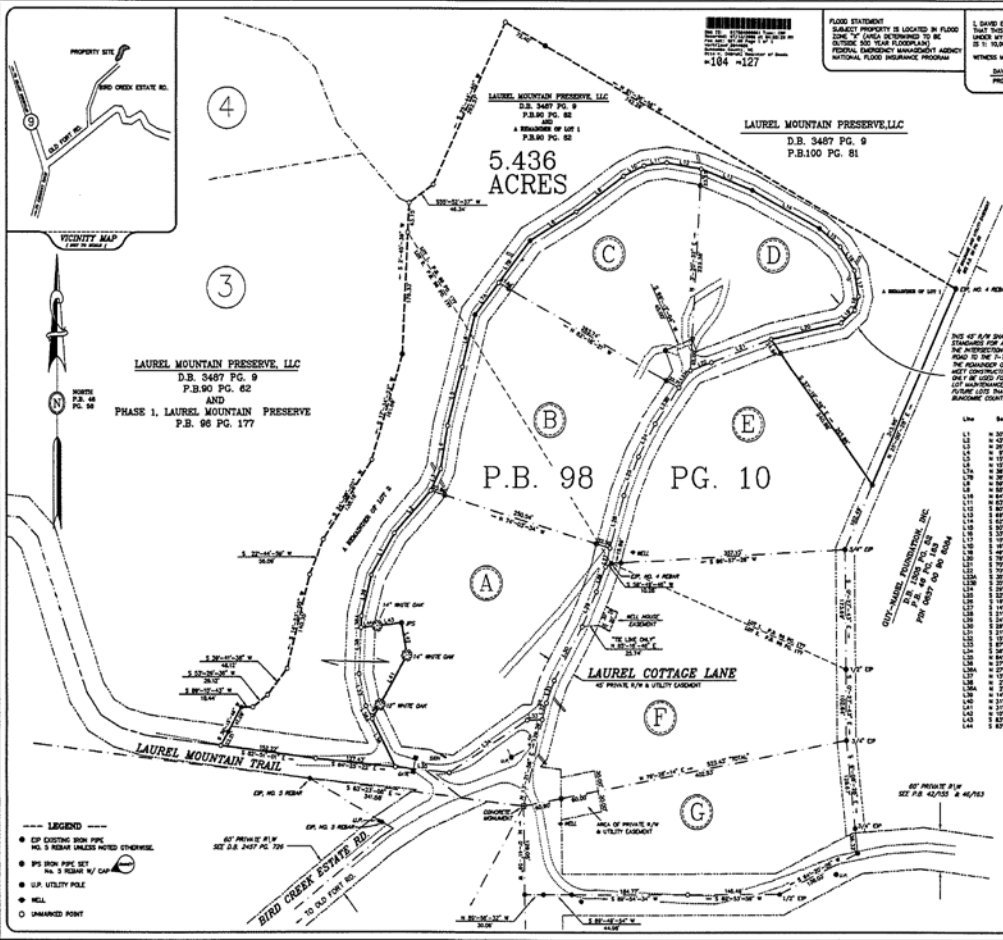
HOA Lot, the 5.44 acre parcel of Bird Creek Estates located in Buncombe County, North Carolina / 94 Laurel Cottage Lane (Parcel Identification Number: 0637-90-0585-00000) – Titled in the name of Laurel Preserve Homeowners Association, Inc.

As shown in the General Warranty Deed recorded in Book 4253 at Page 1444 transferring title from Laurel Preserve, LLC to Laurel Preserve Homeowners Association, Inc.

BEING all that 5.436 acre tract as shown on the plat of Laurel Preserve, LLC, dated July 5, 2006, which has been duly recorded in Plat Book 104, at page 127, Buncombe County Registry, reference to which is hereby made and incorporated herein by reference, and being the remainder of Lot 1 as shown in Plat Book 90, at page 62, Buncombe County Registry.

SUBJECT TO restrictions, easements and rights of way of record.





FLOOD STATEMENT  
 SUBJECT PROPERTY IS LOCATED IN FLOOD ZONE 17 (AREA SUBJECT TO BE OBTAINING 300 YEAR FLOODPLAIN) FEDERAL EMERGENCY MANAGEMENT AGENCY NATIONAL FLOOD INSURANCE PROGRAM  
 104-127

1. DAVID E. SUMMEY PROFESSIONAL LAND SURVEYOR CERTIFY THAT THIS MAP WAS DRAWN FROM AN ACTUAL FIELD SURVEY PERFORMED UNDER MY DIRECTOR AND SUPERVISION THAT THE DATE OF MEASUREMENT IS 7-05-2006 AND THAT THIS MAP CONFORMS TO GS 47-31 AS AMENDED.  
 WITNESSED BY HAND AND SEAL THIS 5th DAY OF JULY, 2006  
 DAVID E. SUMMEY  
 PROFESSIONAL LAND SURVEYOR 1-2006

NOTES

1. AREA BY DATE.
2. THIS SURVEY IS SUBJECT TO ANY AND ALL EASEMENTS, RESTRICTIONS AND RIGHTS OF WAY ON RECORD AND NOT SHOWN THAT MIGHT LEGALLY AFFECT THIS PROPERTY.
3. THERE MAY BE UNDERGROUND LINES, PIPES, AND UTILITIES THAT ARE NOT SHOWN. THIS IS AN AERIAL GROUND SURVEY FOR THE PURPOSE OF ESTABLISHING THE BOUNDARY AND SHOWING BUILDING IMPROVEMENTS THERE ON.
4. BOLD BROWN LINES ALONG BOUNDARY WERE DRAWN FROM PREVIOUSLY RECORDED MAPS.

PREPARED FOR REVISION AND RECORDED IN THIS OFFICE IN P.B. 1174 PG. 127 THIS 13 DAY OF JULY, 2006. BOOK AT 104-137 RECORDS OF DEEDS COUNTY OF SUBSOMISE, N.C.  
 DAVID E. SUMMEY

NOTE: IF THESE COORDINATES, DEGREE OF BENDS OR LOCALITY ARE NOT SHOWN, THE SURVEYOR SHALL MEET THE CONSTRUCTION STANDARDS FOR A SURVEY SUBMITTED FOR THE REVISION OF AN EXISTING DEED.  
 THIS SURVEY IS OF ANOTHER CATEGORY, SUCH AS THE RECONSTRUCTION OF EXISTING PARCELS (ADJACENT LINES) AND PARTIAL SURVEY OF EXISTING BOUNDARY.

Examined from Subsumise County Land Development and Subdivision Ordinance.  
 JAMES H. COLEMAN  
 Zoning Administrator  
 DATE: 7-13-06

PROPERTY REFERENCE  
 D.B. 3487 PG. 9  
 BEING A PORTION OF LOT 1 & 2 OF PLAT BOOK 96 PAGE 177  
 WARD 28, BROAD RIVER  
 PIN 0637 00 81 0435

PROPERTY OWNER  
 LAUREL MOUNTAIN PRESERVE, LLC  
 1416 MAIN STREET  
 HARRISBURG, PA 17033  
 PHONE 800-838-3830

SURVEY FOR  
**LAUREL PRESERVE, LLC**  
**COMMUNITY AREA**  
 BROAD RIVER TOWNSHIP SUBSOMISE COUNTY, N.C.  
 SCALE 1" = 60' DATE = 7-05-2006  
 DAVID E. SUMMEY, P.L.L.C.  
 P.O. BOX 2813  
 ARDENVILLE, N.C. 28602  
 PHONE 800 254-1405  
 FAX 800 254-0020  
 FILE No. 4157-141