

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

TAMPA DIVISION SECURITIES
AND EXCHANGE COMMISSION,

Plaintiff,

v.

Case No. 8:09-cv-87-T-26TBM

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

Defendants,

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,

Relief Defendants.

**MOTION FOR LEAVE TO WITHDRAW AND
INCORPORATED MEMORANDUM OF LAW**

Pursuant to Local Rule for the Middle District of Florida 2.03(b), the law firm of Hill Ward Henderson (the “Firm”) hereby moves for the entry of an order allowing it to withdraw as counsel of record for Managed Capital, LLC (the “Client”), and in support thereof states as follows:

1. Irreconcilable differences have arisen between the Client and the Firm, which render the Firm unable to represent the Client.

2. The Client has notified the Firm that it has engaged replacement counsel, and the Firm has shared replacement counsel's contact information with opposing counsel.

3. On October 19, 2010, the Firm filed and served a notice of intent to withdraw pursuant to Local Rule 2.03(b).

4. Undersigned counsel has served a copy of this Motion for Leave to Withdraw on the Client at its last known address: 16970 San Carlos Boulevard, Suite 3-233, Fort Myers, Florida 33908, and has discussed its withdrawal with the principal for the Client, who does not object to the Firm's motion.

WHEREFORE, the undersigned respectfully requests this Court enter an order allowing the Firm to withdraw as counsel of record for the Client together with such other and further relief as the Court may deem appropriate.

MEMORANDUM OF LAW

A motion to permissively withdraw is a matter solely within the discretion of the Court. *Obermaier v. Driscoll*, 2000 WL 33175446 at * 1 (M.D. Fla. December 13, 2000). A Court may permit withdrawal, provided that such withdrawal does not cause delay in the case. *Id.* The Firm's involvement in this matter has been limited. The Firm does not represent any party in this matter, and was engaged for the purpose of responding to a July 8, 2010 subpoena. The Client has provided to the Firm all the documents it believes are responsive to the subpoena, and the Firm has shared all of those documents with opposing counsel. Replacing the Firm with successor counsel should not

cause any unreasonable delay in the case. Consequently, in light of the irreconcilable conflict that now exists, this Court should grant the Firm's Motion to Withdraw.

RULE 3.01(g) CERTIFICATE OF GOOD FAITH

I hereby certify that counsel has conferred with all parties who may be affected by the Withdrawal and that they do not oppose the Court entering an Order permitting the Firm to withdraw as counsel of record for the Client.

Dated: October 29, 2010

/s/ Gregory P. Brown
Gregory P. Brown, Esquire, FBN 098760
HILL WARD HENDERSON
101 E. Kennedy Boulevard, Suite 3700
Tampa, Florida 33601
(813) 221-3900
(813) 221-2900 FAX
Attorney for Managed Capital, LLC

CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that a true copy of the foregoing Motion for Leave to Withdraw has been filed electronically with the Clerk of the Court using the CM/ECF system. I further certify that I mailed the foregoing Motion and the notice of electronic filing by first-class mail to the following non-CM/ECF participant on this 29th day of October, 2010:

Managed Capital, LLC
Attn: James D. Risher
16970 San Carlos Boulevard
Suite 3-233
Fort Myers, Florida 33908

/s/ Gregory P. Brown
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