

**IN THE UNITED STATES DISTRICT COURT FOR THE
WESTERN DISTRICT OF MISSOURI
WESTERN DIVISION**

THE WEITZ COMPANY, LLC,)
)
 Plaintiff/Third-Party Plaintiff,)
)
 vs)
)
 MH WASHINGTON, LLC and)
 MACKENZIE HOUSE, LLC,)
)
 Defendants/Counterclaimant,)
)
 vs.)
)
 McCAMBRIDGE BROTHERS)
 CONSTRUCTION COMPANY, INC., et al.,)
)
 Third-Party Defendants.)

Case No. 06-00559-CV-W-DGK

CHARGING ORDER

The Court, having reviewed the Judgment entered in this case and the Motion for Charging Order filed by Plaintiff and Judgment Creditor The Weitz Company, LLC (“Weitz”), hereby:

FINDS that Weitz is the holder of a Judgment against Mackenzie House, LLC (the “Judgment Debtor”); and

FURTHER FINDS that, as Judgment Creditor, Weitz is entitled to attach its Judgment to the interest of Judgment Debtor in any limited liability company in which Judgment Debtor holds an interest, by issuance of a Charging Order.

Consequently, it is hereby:

ORDERED that any interest held by Judgment Debtor in MH Metropolitan, LLC, a limited liability company registered to do business in Missouri, is hereby charged with the unsatisfied amount of the Judgment together with interest thereon.

IT IS FURTHER ORDERED the Judgment Debtor is directed to pay directly to counsel for Weitz, all present and future distributions, credits, drawings, or payments arising from Judgment Debtor’s membership interest in MH Metropolitan, LLC, until Weitz’ Judgment is satisfied in full including interest, costs and attorneys fees.

IT IS FURTHER ORDERED that within ten days of service of a copy of this Charging Order upon the registered agent of the Judgment Debtor, the Judgment Debtor shall supply to Weitz:

- (a) a full, complete, and accurate copy of the Judgment Debtor's Operating Agreement, including any and all amendments or modifications thereto, as well as the Operating Agreement and any and all amendments or modifications thereto referencing and setting out Judgment Debtor's interest in MH Metropolitan, LLC;
- (b) true, complete and accurate copies of any and all federal and state income tax or informational income tax returns filed for the Judgment Debtor, and those reflecting Judgment Debtor's interests in MH Metropolitan, LLC, within the past three years;
- (c) balance sheets and profit and loss statements for the Judgment Debtor and those reflecting Judgment Debtor's interests in MH Metropolitan, LLC, for the past three years; and
- (d) balance sheet and profit and loss statement for the Judgment Debtor and those reflecting Judgment Debtor's interests in MH Metropolitan, LLC, for the most recent present period for which same has been completed.

IT IS FURTHER ORDERED that until said Judgment is satisfied in full including interest, costs and attorneys fees,

- (e) Judgment Debtor shall not assign, change or transfer its interest in MH Metropolitan, LLC to any other party without either Court approval or approval of Weitz herein;
- (f) Judgment Debtor shall not make any capital acquisitions without either Court approval or approval of Weitz herein;
- (g) Judgment Debtor shall not accept, consent to or approve of any loans from MH Metropolitan, LLC without either Court approval or approval of Weitz herein;
- (h) Judgment Debtor shall not undertake, enter into, or consummate any sale, encumbrance, hypothecation, or modification of any membership interest in MH Metropolitan, LLC without either Court approval or approval of Weitz herein;
- (i) the Judgment Debtor shall not make any amendment or modification to its Operating Agreement or to the Operating Agreement for MH Metropolitan, LLC without either Court approval or approval of the Weitz herein; and
- (j) all future statements reflecting cash position, balance sheet position, and profit and loss for the Judgment Debtor and those reflecting Judgment Debtor's interests in MH Metropolitan, LLC, shall be supplied to Weitz within thirty days of the close of the respective accounting period for which said data is or may be generated.

IT IS FURTHER ORDERED that counsel for Weitz shall cause a copy of this Order to be personally served on MacKenzie House, LLC and MH Metropolitan, LLC and file a return of service with the Court within 60 days from the date of this Order.

IT IS SO ORDERED.

Date: November 16, 2011

/s/ Greg Kays
GREG KAYS, JUDGE
UNITED STATES DISTRICT COURT