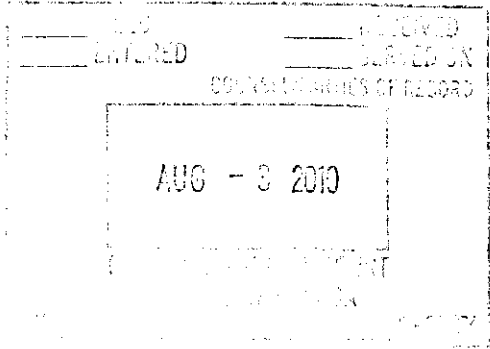


1 DAVID A. SUPER, ESQ.  
 D.C. Bar No. 429359  
 2 BAKER BOTTS L.L.P.  
 3 1299 Pennsylvania Ave., NW  
 Washington, D.C. 20004  
 4 (202) 639-7700  
 (202) 639-1168 -- fax  
 5 david.super@bakerbotts.com



6 *Attorney for the Federal Deposit Insurance Corporation*  
 7 *as Receiver for Silver State Bank*

8 ROBERT L. BRACE, ESQ.  
 Cal. Bar No. 122240  
 9 HOLLISTER & BRACE  
 A Professional Corporation  
 10 P.O. Box 630  
 Santa Barbara, CA 93102  
 11 (805) 963-6711  
 12 rlbrace@hbsb.com

13 *Attorney for Plaintiffs*

14 **UNITED STATES DISTRICT COURT**  
 15 **FOR THE DISTRICT OF NEVADA**

16	IN RE: SOUTHWEST EXCHANGE, INC.	)	<b>CASE NO. 2:07-CV-01394-RCJ-LRL</b>
17	INTERNAL REVENUE SERVICE § 1031	)	<b>MDL NO. 1878</b>
18	TAX DEFERRED EXCHANGE	)	
19	LITIGATION	)	<b>FINAL ORDER AND JUDGMENT OF</b>
20		)	<b>DISMISSAL</b>

21 On 08/02/2010, a hearing was held before this Court to determine (i) whether the terms  
 22 and conditions of the Settlement Agreement between Plaintiffs Howard J. Hawks Trust UTA Dated  
 23 November 1, 1991, SCCAA Holdings LLC, Jon R. Sorrell, Marie L. Sorrell, L.A. Bowden d/b/a  
 24 Bowen-Leavitt Real Estate, Inc., James R. Franklin, Franklin Revocable Trust, Glen Larsen, Jeff  
 25 Baker, Katherine Baker, Jerry A. Bendorf, Patricia A. Bendorf, Bendorf 1995 Family Trust, Meldrum  
 26 Trust Meldrum Family Trust (collectively, "Plaintiffs"), and the Federal Deposit Insurance  
 27 Corporation, as Receiver for Silver State Bank ("FDIC-Receiver"), is fair reasonable and adequate for  
 28 the settlement of all claims released therein by all releasing persons against all released persons and

1 should be approved; and (ii) whether Judgment should be entered dismissing the above entitled action  
2 and with prejudice in favor of the FDIC-Receiver. The Settlement Agreement is incorporated herein  
3 by reference.

4 The Court considered all matters submitted to it at the hearing and otherwise.

5 **NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND**  
6 **DECREED THAT:**

7 1. The Court has jurisdiction over the subject matter of this dispute, Plaintiffs, and FDIC-  
8 Receiver.

9 2. The above entitled action is hereby dismissed with prejudice as against SSB and FDIC-  
10 Receiver and without any other person's costs, expenses, or attorneys' fees to be paid by SSB or  
11 FDIC-Receiver. All Plaintiffs are hereby permanently barred and enjoined from instituting,  
12 commencing, or prosecuting any and all released claims (as set forth in the Settlement Agreement)  
13 against SSB and FDIC-Receiver, including unknown claims. The released claims (as set forth in the  
14 Settlement Agreement) are hereby compromised, settled, released, discharged, and dismissed on the  
15 merits and with prejudice by virtue of the proceedings herein and this Final Order and Judgment.

16 3. To the fullest extent permitted by law, Plaintiffs shall not be permitted to bring a claim  
17 against SSB or FDIC-Receiver, in any way, directly or indirectly, based on, arising from, referable to,  
18 or related to any alleged damages incurred or allegedly incurred, pertaining to or arising from, in any  
19 way, directly or indirectly, (a) the failure of Southwest Exchange, Inc. or Qualified Exchange  
20 Services, Inc., including their subsidiaries or affiliates, or (b) any of the events, acts, or conduct  
21 alleged in (i) the above entitled action, (ii) the action entitled In re: Receivership of Southwest  
22 Exchange, Inc. and Consolidated Litigation, Case No.: 07-A-535439-B, pending in the Eighth Judicial  
23 District Court, Clark County, Nevada, or (iii) the action entitled Napa Valley I, LLC, et al. v. Federal  
24 Deposit Insurance Corporation, as Receiver/Liquidator of Silver State Bank, Case No. 2:09-cv-00920-  
25 RLH-GWF (D. Nev.).

26 4. The Court retains jurisdiction over matters relating the Settlement Agreement,  
27 including the administration and enforcement of the Settlement Agreement and this Final Order and  
28 Judgment.

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

5. The Court has determined that there is no just reason for delay in entering this Final Order and Judgment and hereby enters this Final Order and Judgment as a final judgment pursuant to Federal Rule of Civil Procedure 54(b).

Dated: 08/03/2010



Honorable Robert C. Jones  
United States District Judge

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28