

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

CHAPTER 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

Case No. 09-36379-PGH
Case No. 09-36396-PGH
(Jointly Administered)

Debtors.

**LIQUIDATING TRUSTEE'S MOTION TO
APPROVE SETTLEMENT WITH DEAN P. VLAHOS**

Any interested party who fails to file and serve a written response to this motion within 21 days after the date of service stated in this motion shall, pursuant to Local Rule 9013-1(D), be deemed to have consented to the entry of an order in the form attached to this motion. Any scheduled hearing may then be cancelled.

Barry E. Mukamal, in his capacity as liquidating trustee ("*Liquidating Trustee*") for the Palm Beach Finance Partners Liquidating Trust and the Palm Beach Finance II Liquidating Trust (collectively, the "*Palm Beach Liquidating Trusts*"), by and through undersigned counsel, and pursuant to *Fed. R. Bankr. P.* 9019, seeks an Order from this Court approving a settlement of claims that could be asserted against Dean P. Vlahos (the "*Transferee*") as well as payment of counsel's contingency fee. In support of this relief, the Liquidating Trustee states the following:

I. Factual Background

A. Procedural Background

1. Prepetition, Palm Beach Finance Partners, L.P. and Palm Beach Finance II, L.P. (collectively, the "*Debtors*") operated as hedge funds. Together, David Harrold and Bruce Prevost managed the Debtors' fund raising and investment activities.

2. The principal investment strategy of the Debtors was to invest in purchase financing transactions supposedly sourced by Thomas Petters (“*Mr. Petters*”) and his company, Petters Company, Inc. and its affiliated entities (collectively, “*PCI*”).

3. The reality, however, was that Mr. Petters and PCI were engaging in a massive *Ponzi* scheme.

4. On November 30, 2009, the Debtors filed voluntary Chapter 11 petitions in the United States Bankruptcy Court for the Southern District of Florida. By subsequent Order of this Court, the cases are jointly administered.

5. On January 29, 2010, the United States Trustee appointed the Liquidating Trustee as Chapter 11 trustee in both of the Debtors’ estates. [ECF No. 107].

6. On October 21, 2010, this Court entered its Order Confirming Second Amended Plan of Liquidation [ECF No. 444], creating the Palm Beach Liquidating Trusts, appointing the Liquidating Trustee as Liquidating Trustee and appointing Geoffrey Varga as Trust Monitor.

B. The Vennes Litigation, the Adversary Proceeding and the Transferee’s Bankruptcy

7. The Debtors were introduced to Mr. Petters through Frank E. Vennes, Jr. (“*Mr. Vennes*”) and his entity, Metro Gem, Inc. (“*Metro Gem*”; and together with Mr. Vennes, the “*Vennes Parties*”).

8. On November 29, 2011, the Liquidating Trustee filed suit against the Vennes Parties, Adversary Case No. 11-03041-PGH-A (the “*Vennes Action*”). The Vennes Action asserts various tort and avoidance claims against the Vennes Parties.

9. On May 4, 2012, the Transferee filed a voluntary petition for relief under Chapter 7 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Minnesota (“*Minnesota Bankruptcy Court*”), Case No. 12-42728 (“*Minnesota Bankruptcy Case*”). The

Liquidating Trustee was not listed as a creditor or potential creditor of the Transferee, nor was he provided notice of the Minnesota Bankruptcy Case.

10. On April 2, 2013, the Minnesota Bankruptcy Court entered an Order granting the Transferee a discharge under 11 U.S.C. § 727 (“**Discharge Order**”), once again without notice to the Liquidating Trustee.

11. On September 22, 2014, the Liquidating Trustee, on behalf of the Liquidating Trusts, commenced suit against the Transferee, Adv. Case No. 14-1668-PGH (the “**Florida Adversary**”). The Florida Adversary sought to avoid net fraudulent transfers in the amount of \$2,051,594.00 made to or for the benefit of the Transferee by Metro Gem (the “**Transfers**”).

12. The Liquidating Trustee has asserted that it did not have notice or actual knowledge of the Minnesota Bankruptcy Case in time to timely file a proof of claim or otherwise object to the Transferee’s discharge.

13. On November 30, 2014, the Transferee filed Proof of Claim No. 14-1 in the Minnesota Bankruptcy Case listing the Liquidating Trustee as a general unsecured creditor based on his claims in connection with the Florida Adversary (“**Transferee Proof of Claim**”)

14. On January 8, 2015, the Transferee commenced an Adversary Proceeding in the Minnesota Bankruptcy Case to determine the dischargeability of the Transferee’s debt to the Liquidating Trustee related to the Florida Adversary, Adv. Case No. 15-4004 (“**Minnesota Adversary**,” and collectively with the Florida Adversary, the “**Adversaries**”).

15. On May 15, 2015, the Liquidating Trustee, on behalf of the Liquidating Trusts, filed Proof of Claim No. 15 in the Minnesota Bankruptcy Case with respect to his claims in connection with the Florida Adversary (“**Liquidating Trustee Proof of Claim**”; and collectively with the Transferee Proof of Claim, the “**Proofs of Claim**”).

16. The Transferee denies any liability arising from the Florida Adversary or the Liquidating Trustee Proof of Claim.

17. The Parties engaged in discussions in an attempt to resolve any and all issues, including the Adversaries and the Proofs of Claim, which ultimately led to a consensual resolution pursuant to the terms and conditions as set forth below.

II. Settlement Terms

18. The key aspects of the stipulation of settlement between the Parties ("*Stipulation*") are the following:¹

- a) The Transferee shall not be entitled to any monetary distribution whatsoever, directly or indirectly, from the Liquidating Trusts or the Palm Beach Funds. To the extent that the Transferee was scheduled by the Palm Beach Funds in the Florida Bankruptcy Cases as having a claim or has filed any proof of claim or proof of interest in the Florida Bankruptcy Cases, such claims or interests are deemed withdrawn in their entirety and will be stricken or otherwise disallowed.
- b) The Parties shall exchange mutual, general releases.
- c) The Transferee shall withdraw the Transferee Proof of Claim and shall not object to or in any way oppose the Liquidating Trustee Proof of Claim or any other proof of claim filed by the Liquidating Trustee, on behalf of the Liquidating Trusts, in the Minnesota Bankruptcy Case relating to the Florida Adversary.²

III. Relief Requested

19. The Liquidating Trustee seeks an Order from this Court (a) approving the Stipulation and (b) directing payment of the Contingency Fee (as defined below).

¹ A copy of the Stipulation is attached as Exhibit 1. To the extent the terms set forth in this Motion differ from those set forth in the Stipulation, the Stipulation controls.

² Moreover, Timothy D. Moratzka, in his capacity as Chapter 7 Trustee of the Transferee's estate in the Minnesota Bankruptcy Case, has represented to the Parties that he will treat the Liquidating Trustee Proof of Claim as timely filed.

20. Federal Rule of Bankruptcy Procedure 9019 provides in relevant part that “[o]n motion ... and after a hearing on notice to creditors; the debtor ... and to such other entities as the Court may designate, the Court may approve a compromise or settlement.”

21. Approval of a settlement in a bankruptcy proceeding is within the sole discretion of the Court and will not be disturbed or modified on appeal unless approval or disapproval is an abuse of discretion. *See In re Arrow Air*, 85 BR 891 (Bankr. S.D. Fla. 1988).

22. The standards for approval are well settled and require the Court to inquire into the reasonableness of the proposed settlement. *See, e.g., Protective Comm. for Indep. Stockholders of TMT Trailer Ferry, Inc. v. Anderson*, 390 U.S. 414, 424 (1968); *In re W.T. Grant Co.*, 699 F.2d 599, 608 (2d Cir. 1983); *Florida Trailer and Equip. Co. v. Deal*, 284 F.2d 567, 571 (5th Cir. 1960). The inquiry need only determine whether the settlement falls below the lowest point of the range of reasonableness. *See W.T. Grant Co.*, 699 F.2d at 608; *see also In re Martin*, 91 F.3d 389 (3rd Cir. 1996); *In re Louise's Inc.*, 211 B.R. 798 (D. Del. 1997) (setting forth considerations by the Court for approval of a settlement, including: (i) the probability of success in litigation, (ii) the likely difficulties in collection; (iii) the complexity of the litigation involved, and the expense, inconvenience and delay necessarily attending it; and (iv) the paramount interest of the creditors.

A. *The Stipulation Ought to be Approved*

23. Based upon the above legal principles, the Liquidating Trustee asserts that the Stipulation falls well above the lowest point of the range of reasonableness and, thus, should be approved.

Probability of success in litigation

24. There is considerable litigation risk, which is one of the main factors driving the Liquidating Trustee's settlement of his Claims against the Transferee.

25. The Liquidating Trustee could assert that the Liquidating Trustee's Claims against the Transferee are constructively fraudulent transfers under Minnesota's variant of the Uniform Fraudulent Transfer Act – the Minnesota Uniform Fraudulent Transfer Act ("**MUFTA**") or subject to recovery under 11 U.S.C. § 550.

26. While the Liquidating Trustee believes that he may be successful in prosecuting this cause of action, there are litigation risks both on proving the elements of the claim as well as on the affirmative defenses that the Transferee could assert.

Collectability

27. Collectability is a significant consideration with respect to the Transferee, due to his pending chapter 7 bankruptcy proceeding and the Discharge Order.

Complexity of litigation and attendant expense, inconvenience and delay

28. This is a meaningful consideration that militates in favor of approval of the Stipulation. In sum, although many of the claims outlined above are typical claims litigated before this Court, they still potentially require retention of experts and extensive fact discovery before a trial could take place. Coupled with the legal hurdles outlined above, the result of these efforts will be substantial fees of professionals that would significantly diminish the net result of any recovery against the Transferee.

29. The Stipulation addresses these concerns. The parties avoid litigating fact specific claims, with the attendant expense and delay of litigation being nullified.

Paramount interest of creditors

30. The Stipulation is an appropriate resolution of the Liquidating Trustee's claims, which have significant legal and collectability concerns, gives certainty to the Liquidating Trusts and avoids the risk, expense and delay attendant with litigation. As such, the Stipulation is in the paramount interest of the Liquidating Trusts and their stakeholders and should be approved.

WHEREFORE, the Liquidating Trustee respectfully requests that this Court enter an Order (similar in form to the Order attached as Exhibit 2) (i) approving the Stipulation; (ii) approving payment of the Contingency Fee; and (iii) granting such other relief this Court deems just and proper.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that, on July 20, 2015, a true and correct copy of the foregoing was served via the Court's Notice of Electronic Filing on those parties listed on the attached Exhibit 3, via U.S. Mail upon the parties listed on the attached Manual Notice List attached as Composite Exhibit 4, the Court's Matrices in Case No. 09-36379-BKC-PGH and Case No. 09-36396-BKC-PGH attached as Composite Exhibit 5³, and those additional addresses set forth on Exhibit 6.

s/ Jessica L. Wasserstrom
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Attorneys for Barry E. Mukamal,
Liquidating Trustee

³ "ADDL" means these additional parties served as a courtesy. *See Exhibit 6.*

"BAD" means that it is a bad known address; hence, no service by mail.

"DUP" means that the address appears more than once on this exhibit and is only being served one time by mail.

"INC" means that the Matrix contains an incomplete addresses; hence, no service by mail.

"NEF" means that service was made by Notice of Electronic Filing as set forth on Exhibit 3 and is not being additionally served by mail.

"NNR" means no notice is required. Examples are professionals retained.

"PBFP" means that entity appears on both matrices and only being served once.

STIPULATION OF SETTLEMENT

This Stipulation of Settlement ("***Stipulation***") is entered into on June 23, 2015 by and between (a) Barry E. Mukamal, in his capacity as liquidating trustee ("***Liquidating Trustee***") of the Palm Beach Finance Partners Liquidating Trust and the Palm Beach Finance II Liquidating Trust (collectively, the "***Liquidating Trusts***"), and (b) Dean P. Vlahos ("***Transferee***") (the Liquidating Trustee and the Transferee are at times individually referred to herein as a "***Party***" or collectively, the "***Parties***"). The terms of this Stipulation are as follows:

RECITALS

C. On November 30, 2009 ("***Petition Date***"), Palm Beach Finance Partners, L.P. and Palm Beach Finance II, L.P. ("***Palm Beach Funds***") commenced Chapter 11 bankruptcy cases by filing voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Florida ("***Florida Bankruptcy Court***"), Case. Nos. 09-36379 and 09-36396, respectively ("***Florida Bankruptcy Cases***");

D. On October 21, 2010, the Florida Bankruptcy Court entered its Order Confirming Second Amended Plan of Liquidation [Case No. 09-36379, ECF No. 444], creating the Liquidating Trusts and appointing the Liquidating Trustee as liquidating trustee;

E. On November 29, 2011, the Liquidating Trustee commenced litigation against Frank E. Vennes, Jr. ("***Vennes***") and Metro Gem, Inc. ("***Metro Gem***") on behalf of the Liquidating Trusts. *Mukamal v. Metro Gem, Inc. et al.*, Adv. No. 11-03041 (Bankr. S.D. Fla.). The Liquidating Trustee asserts claims arising in tort based on certain representations Vennes made to the Palm Beach Funds regarding their advances to Palm Beach Finance Holdings, Inc. and also for fraudulent transfers to recover certain investment transfers Vennes and Metro Gem received from the Palm Beach Funds as investors in the Palm Beach Funds;

F. On May 4, 2012, the Transferee filed a voluntary petition for relief under Chapter 7 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Minnesota (*"Minnesota Bankruptcy Court"*), Case No. 12-42728 (*"Minnesota Bankruptcy Case"*);

G. On September 22, 2014, the Liquidating Trustee, on behalf of the Liquidating Trusts, commenced an Adversary Proceeding in the Florida Bankruptcy Cases asserting claims against the Transferee for the avoidance and recovery of fraudulent transfers, Adv. Case No. 14-1668 (*"Florida Adversary"*), relating to funds the Transferee received from Vennes or Metro Gem;

H. On April 2, 2013, the Minnesota Bankruptcy Court entered an Order granting the Transferee a discharge under 11 U.S.C § 727 (*"Discharge Order"*);

I. The Liquidating Trustee asserts that he did not have notice or actual knowledge of the Minnesota Bankruptcy Case in time to timely file a proof of claim;

J. On November 30, 2014, the Transferee filed Proof of Claim No. 14-1 in the Minnesota Bankruptcy Case listing the Liquidating Trustee as a general unsecured creditor based on his claims in connection with the Florida Adversary (*"Transferee Proof of Claim"*);

K. On January 8, 2015, the Transferee commenced an Adversary Proceeding in the Minnesota Bankruptcy Case to determine the dischargeability of the Transferee's debt to the Liquidating Trustee related to the Florida Adversary, Adv. Case No. 15-4004 (*"Minnesota Adversary"*); and collectively with the Florida Adversary, the *"Adversaries"*);

L. On May 5, 2015, the Liquidating Trustee, on behalf of the Liquidating Trusts, filed Proof of Claim No. 15 in the Minnesota Bankruptcy Case on his claims in connection with the Florida Adversary (*"Liquidating Trustee Proof of Claim"*); and collectively with the Transferee Proof of Claim, the *"Proofs of Claim"*);

M. Timothy D. Moratzka, in his capacity as Chapter 7 Trustee of the Transferee's estate in the Minnesota Bankruptcy, has represented to the Parties that he will treat the Liquidating Trustee Proof of Claim as timely filed;

N. The Transferee expressly denies any liability arising from the Florida Adversary or the Liquidating Trustee Proof of Claim;

O. The Transferee asserts that he was a victim of the Petters crimes precisely because he was duped about Petters' business;

P. The Parties have engaged in discussions in an attempt to resolve any and all issues, including the Adversaries and the Proofs of Claim;

Q. To avoid the continued expense and risk of litigation, the Parties have agreed to resolve the Adversaries and the Proofs of Claim pursuant to the terms and conditions of this Stipulation.

NOW, THEREFORE, it is stipulated, consented to, and agreed, by and among the Parties as follows:

1. **No admission of liability.** The Parties acknowledge that this Stipulation is a compromise and settlement of a controversy. No Party admits, and each expressly denies, any liability on its part.

2. **Entire agreement.** This Stipulation constitutes the entire agreement and understanding between the Parties with respect to the subject matter hereof, and there are no other stipulations, agreements, representations, or warranties other than those specifically set forth herein. All prior agreements and understandings between the Parties concerning the subject matter hereof are superseded by the terms of this Stipulation.



3. **No entitlement to distribution in Florida Bankruptcy Cases.** The Transferee agrees that he, she, or it will not be entitled to any monetary distribution whatsoever, directly or indirectly, from the Liquidating Trusts or the Palm Beach Funds. To the extent that the Transferee was scheduled by the Palm Beach Funds in the Florida Bankruptcy Cases as having a claim or has filed any proof of claim or proof of interest in the Florida Bankruptcy Cases, the Transferee agrees such claims or interests are deemed withdrawn in their entirety and will be stricken or otherwise disallowed.

4. **General releases between the Parties.**

A. For purposes of this Stipulation, the term “*Claims*” means any obligations, claims (including those arising under section 502(h) of the Bankruptcy Code), causes of action, or demands of any type that a party may presently have, may have or have had in the past, upon or by reason of any matter, cause or thing whatsoever, including without limitation any and all obligations, claims, causes of actions, and demands of any kind whatsoever, at law or in equity, indirect, derivative, or direct, known or unknown, discovered or undiscovered, including, but not limited to, the Adversaries and Proofs of Claim.

B. Upon entry of a final, non-appealable order by the Florida Bankruptcy Court approving this Stipulation and dismissal of the Adversaries, the Liquidating Trustee, on behalf of the Liquidating Trusts and the Palm Beach Funds, waives and releases, now and forever, the Transferee from any and all Claims that the Liquidating Trustee, the Liquidating Trusts or the Palm Beach Funds may have against the Transferee; provided that nothing herein will be deemed to release, waive, or otherwise limit any rights or obligations arising out of this Stipulation.

C. Upon entry of a final, non-appealable order by the Florida Bankruptcy Court approving this Stipulation and dismissal of the Adversaries, the Transferee waives and releases, now and forever, the Liquidating Trustee, the Liquidating Trusts and the Palm Beach Funds from any and all Claims that the Transferee may have against the Liquidating Trustee, the Liquidating Trusts and the Palm Beach Funds; provided that this provision does not release, waive, or otherwise limit any rights or obligations arising out of this Stipulation.

5. **Cooperation.** Upon entry of a final, non-appealable order by the Florida Bankruptcy Court approving this Stipulation, the Transferee agrees to and shall cooperate with the Liquidating Trustee in a reasonable and mutually convenient time and manner (without the need for the Liquidating Trustee to issue a formal subpoena), by telephone, in person (if in person, then in Minnesota) or other medium, including but not limited to communicating with the Liquidating Trustee on any topic arising from or relating in any way to the business or personal affairs or operations of the Palm Beach Funds, Thomas Petters or any of their affiliates. The Transferee shall not be entitled to any compensation or reimbursement of expenses for attendance at such meetings, other than parking expense. The Transferee's cooperation with the Liquidating Trustee pursuant to this paragraph shall neither constitute nor be deemed a waiver or breach of any of the Transferee's confidentiality obligations and shall in no way prevent the Transferee from complying with applicable law. Nothing in this paragraph or otherwise in this Stipulation shall prevent or limit the Liquidating Trustee from taking any other action to discover information, documents or evidence, as allowable by applicable law. Transferee makes no representation that he possesses any information of value on the Petters operations or the dealings between Petters, Metro Gem, Vennes and Palm Beach Funds, and has not purported to



represent to the Liquidating Trustee anything to the contrary as an inducement to make this Agreement.

6. **Proofs of Claim.** Within 5 business days following entry of a final, non-appealable order by the Florida Bankruptcy Court approving this Stipulation, the Transferee agrees to file a withdrawal of the Transferee Proof of Claim. Further, the Transferee agrees not to file any objection to or in any way oppose the Liquidating Trustee Proof of Claim or any other proof of claim filed by the Liquidating Trustee, on behalf of the Liquidating Trusts, in the Minnesota Bankruptcy Case relating to the Florida Adversary.

7. **Dischargeability of Debt.** Upon entry of a final, non-appealable order by the Florida Bankruptcy Court approving this Stipulation, the Liquidating Trustee agrees that he will take no further action whatsoever to oppose or in any way contest the dischargeability of his Claims against the Transferee arising out the Florida Adversary and hereby consents to have such Claims be discharged by the Minnesota Bankruptcy Court pursuant to the Discharge Order. The Parties shall jointly apply to the Minnesota Bankruptcy Court for an Order (i) declaring all of the Liquidating Trustee's claims against Transferee to have been discharged and (ii) otherwise dismissing the Minnesota Adversary.

8. **Dismissal of Adversaries.** Upon entry of a final, non-appealable order by the Florida Bankruptcy Court approving this Stipulation, (1) the Liquidating Trustee, on behalf of the Liquidating Trusts, agrees to seek dismissal of the Florida Adversary, and (2) the Transferee agrees to seek dismissal of the Minnesota Adversary.

9. **Authorization to bind.** The individuals signing below represent and warrant that they have the authority to execute this Stipulation on behalf of the applicable Party and bind them to its terms.



10. **Review/No Duress.** Each of the Parties acknowledges that he, she, or it has read all of the terms of this Stipulation, has had an opportunity to consult with counsel of his, her, or its own choosing or knowingly and voluntarily waived such opportunity, and enters into those terms voluntarily and without duress.

11. **Amendments, Waiver.** This Stipulation may not be terminated, amended, or modified in any way except in a writing signed by all the Parties. No waiver of any provision of this Stipulation shall be deemed to constitute a waiver of any other provision hereof, whether or not similar, nor shall such waiver constitute a continuing waiver.

12. **Assignability.** No Party hereto may assign its rights under this Stipulation without the prior written consent of each of the other Parties hereto.

13. **Successors Bound.** This Stipulation shall be binding upon and inure to the benefit of each of the Parties and their successors and permitted assigns, or trustee of the Liquidating Trusts.

14. **No Third-Party Beneficiary.** The Parties do not intend to confer any benefit by or under this Stipulation upon any person or entity other than the Parties hereto and their respective successors and permitted assigns.

15. **Attorney's fees and costs.** Each Party shall bear its own attorney's fees and costs in connection with the negotiation of this Stipulation and motions and orders as may be necessary to obtain the approval of this Stipulation by the Florida Bankruptcy Court; provided that in the event of any litigation between the Parties under this Stipulation or arising as a result of a default under this Stipulation, the prevailing Party shall be entitled to recover reasonable attorney's fees and costs related thereto, including, but not limited to, those incurred at all trial and appellate levels.

16. **Effective date.** This Stipulation shall be effective upon execution by all of the Parties hereto, subject only to approval of this Stipulation by a final, non-appealable order of the Florida Bankruptcy Court. Upon it becoming effective, this Stipulation shall be binding on all of the Parties' successors or assigns.

17. **No effect.** If the Florida Bankruptcy Court does not approve this Stipulation, then the Stipulation shall be of no further force or effect and the Parties shall be restored to their rights as they existed prior to the execution of this Stipulation. Notwithstanding the foregoing, if the Florida Bankruptcy Court does not approve this Stipulation because any of the Parties has failed to provide the Florida Bankruptcy Court with adequate information to rule on the merits of the Stipulation, the Parties will use their best efforts to seek reconsideration of any order declining to approve the Stipulation, or to file an amended motion to approve the Stipulation.

18. **Controlling law.** This Stipulation shall in all respects be construed in accordance with the laws of the State of Florida applicable to contracts made and to be performed wholly within the State of Florida and by federal law to the extent the same has preempted the laws of the State of Florida, except that the terms granting Transferee a release in paragraph 4B shall be construed under Minnesota law.

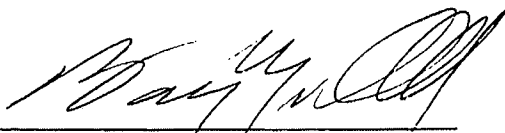
19. **Counterparts.** This Stipulation may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same Stipulation. Delivery of an executed counterpart of a signature page to this Stipulation by facsimile shall be effective as delivery of a manually executed counterpart of this Stipulation.

20. **Construction.** This Stipulation shall be deemed to have been jointly drafted by the Parties, and in construing and interpreting this Stipulation, no provision shall be construed

and interpreted for or against any of the Parties because such provision or any other provision of the Stipulation as a whole is purportedly prepared or requested by such Party.

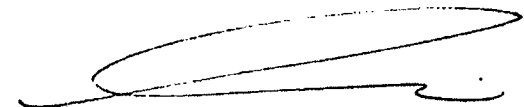
21. **Jurisdiction.** Jurisdiction to enforce the terms of this Stipulation shall rest exclusively with the Florida Bankruptcy Court or the Minnesota Bankruptcy Court and the Parties agree to bring any controversy arising under this Stipulation only in either the Florida Bankruptcy Court or the Minnesota Bankruptcy Court.

STIPULATED AND AGREED TO BY:



Barry E. Mukamal, Liquidating Trustee

Date: 6/23/15



Dean P. Vlahos

Date: 6/15/15

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

CHAPTER 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

Case No. 09-36379-PGH
Case No. 09-36396-PGH
(Jointly Administered)

Debtors.

**ORDER GRANTING LIQUIDATING TRUSTEE'S
MOTION TO APPROVE SETTLEMENT WITH DEAN P. VLAHOS**

THIS CAUSE came before the Court upon the Liquidating Trustee's Motion to Approve Settlement with Dean P. Vlahos [ECF No. ____] ("**Motion**").¹ The Court, having reviewed the Motion and noting that a Certificate of No Response and Request for Entry of Order has been filed, finds that the notice of the proposed compromise and settlement is sufficient to comply

¹ All capitalized terms not defined in this Order shall have the meaning ascribed to such term as set forth in the Motion.

with Bankruptcy Rules 9019 and 2002(a)(3), Local Rule 9013-1(D) and any other applicable notice requirement, and accordingly, it is:

ORDERED as follows:

1. The Motion is **GRANTED**.
2. The Stipulation is **APPROVED**.
3. To the extent that the Transferee was scheduled by the Palm Beach Funds in the Florida Bankruptcy Cases as having a claim or has filed any proof of claim or proof of interest in the Florida Bankruptcy Cases, such claims or interests are deemed withdrawn in their entirety and are stricken or otherwise disallowed.
4. The Court retains jurisdiction to enforce or interpret this Order.

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Submitted By:

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Attorneys for the Liquidating Trustee

Copies Furnished To:

Jessica L. Wasserstrom, Esquire, is directed to serve copies of this Order on all parties in interest and to file a Certificate of Service.

Mailing Information for Case 09-36379-PGH

Electronic Mail Notice List

The following is the list of **parties** who are currently on the list to receive email notice/service for this case.

- **Melissa Alagna** mma@segallgordich.com, jxp@segallgordich.com
- **Vincent F Alexander** vfa@kttl.com, lf@kttl.com
- **Keith T Appleby** kappleby@bankerlopez.com, lbecker@bankerlopez.com
- **Paul A Avron** pavron@bergersingerman.com, efife@bergersingerman.com;efife@ecf.inforuptcy.com
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