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Diane A. Thompson*

**IN THE UNITED STATES DISTRICT COURT  
DISTRICT OF UTAH, CENTRAL DIVISION**

**SECURITIES AND EXCHANGE  
COMMISSION,**

**PLAINTIFF,**

**v.**

**AMERICAN PENSION SERVICES, INC.,  
a Utah Corporation and CURTIS L.  
DeYOUNG, an individual,**

**DEFENDANTS.**

**ORDER APPROVING APPLICATION  
FOR INTERIM COMPENSATION OF  
RECEIVER AND PROFESSIONALS  
FOR SERVICES RENDERED APRIL 25,  
2014 THROUGH JUNE 30, 2014**

**Case No.: 2:14-CV-00309-RJS-DBP**

**Judge Robert J. Shelby  
Magistrate Judge Dustin B. Pead**

Before the court is the Interim Fee Application for Receiver and Receiver's Professionals for Services Rendered April 25, 2014 through June 30, 2014 (the "Fee Application"). (Dkt. 178.) The Fee Application is filed by court-Appointed Receiver (the "Receiver") Diane Thompson. She seeks the allowance of fees and expenses she has incurred in her role as Receiver and those incurred by her forensic accountants Piercy Bowler Taylor & Kern ("PBT&K"), her legal counsel, Ballard Spahr LLP ("Ballard Spahr"), Precision Discovery, Inc., Orange Legal Technologies and Richards Brandt Miller & Nelson for the period of April 25, 2014 through

June 30, 2014 (the “Application Period”) on an interim basis. The court has reviewed the Fee Application, including all Exhibits thereto, the record in this case, and applicable law. The fees and expenses requested for the Application Period are reasonable, necessary and beneficial. For these reasons and those stated on the record at the hearing on September 12, 2014, and for good cause appearing,

**IT IS HEREBY ORDERED THAT:**

1. The Fee Application is **APPROVED**.

2. The fees and expenses incurred by the Receiver and her professionals are

**ALLOWED.**

3. The Receiver may pay the approved fees and expenses from the Operating Account on a pro rata basis, but shall leave two months of APS’s monthly operating expenses (approximately \$60,000 per month for a total of \$120,000) in the Operating Account in order to effectively address business needs during the course of the Receivership.

4. The Receiver may use the balance of the Operating Account that exceeds the two month balance (\$120,000) to be distributed pro rata every two weeks on a continuing basis until the fee obligations are satisfied. The Receiver will keep an accounting of the Operating Account of the payments until the administrative fees approved by the court in this Application are satisfied. The Receiver will provide this accounting to the court as frequently as the court requests.

5. The Receiver is authorized to pay her own fees for services rendered during the Application Period to Ballard Spahr in the total amount of **\$132,705.00** and reimburse out of

pocket expenses paid by Ballard Spahr for the Receiver on behalf of the Receivership Estate in the total amount of \$0.

6. The Receiver is authorized to pay PBT&K fees for services rendered during the Application Period in the total amount of \$348,714, and reimburse out of pocket expenses paid by PBT&K on behalf of the Receivership Estate in the total amount of \$217.65.

7. The Receiver is authorized to pay Ballard Spahr fees for services rendered during the Application Period in the total amount of \$602,814 and reimburse out of pocket expenses paid by Ballard Spahr on behalf of the Receivership Estate in the total amount of \$40,411.04.

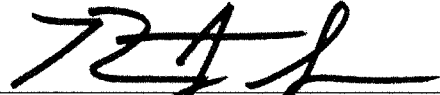
8. The Receiver is authorized to pay Precision Discovery, Inc. fees for services rendered during the Application Period in the total amount of \$20,705 and reimburse out of pocket expenses paid by Precision Discovery, Inc. on behalf of the Receivership Estate in the total amount of \$6,883.28.

9. The Receiver is authorized to pay Orange Legal Technologies fees for services rendered during the Application Period in the total amount of \$0 and reimburse out of pocket expenses paid by Orange Legal Technologies on behalf of the Receivership Estate in the total amount of \$2,069.88.

10. The Receiver is authorized to pay Richards Brandt Miller Nelson fees for services rendered during the Application Period in the total amount of \$3,675 and reimburse out of pocket expenses paid by Richards Brandt Miller Nelson on behalf of the Receivership Estate in the total amount of \$0.

DATED this 18<sup>th</sup> day of September, 2014.

BY THE COURT:

A handwritten signature in black ink, appearing to read 'RJS', written over a horizontal line.

Honorable Robert J. Shelby  
United States District Court