

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

UNITED STATES SECURITIES)
AND EXCHANGE COMMISSION,)

Plaintiff,)

v.)

VEROS PARTNERS, INC,)
MATTHEW D. HAAB,)
JEFFERY B. RISINGER,)
VEROS FARM LOAN HOLDING LLC,)
TOBIN J. SENEFELD,)
FARMGROWCAP LLC,)
PINCAP LLC, and)

Defendants,)

PIN FINANCIAL LLC,)

Relief Defendant.)

Case No. 1:15-cv-659-JMS-MJD

RECEIVER’S MOTION FOR AUTHORITY TO SETTLE ILLINOIS LITIGATION

William E. Wendling, Jr., the Receiver herein, by counsel, respectfully requests authority to settle litigation filed on behalf of FarmGrowCap LLC, a Receivership entity, which presently is pending (but stayed) in the state of Illinois and in support thereof, states:

1. On February 3, 2015 (before the Receiver was appointed), FarmGrowCap, LLC (“FGC”), by and through its attorneys, filed a Complaint for Breach of Contract and Other Specified Relief in the Circuit Court of the Sixth Judicial Circuit in Piatt County, Illinois against RJW Williams Farms, Inc., James R. Williams, Robert Williams (hereinafter all Williams are referred to jointly and severally as “Williams”), First Farmers Bank & Trust, Gifford State Bank

and Non-Record Claimants.

2. On May 1, 2015, this Court entered its Agreed Order appointing William E. Wendling, Jr., as the Receiver over FGC and other defendants herein [[Filing No. 34](#)].

3. Pursuant to the general powers and duties of the Receiver set forth in Section II, paragraphs 5 through 8(k) of Agreed Order, the Receiver has the authority to act on behalf of FGC in the Piatt County, Illinois lawsuit [[Filing No. 34, at ECF pp. 3-5](#)].

4. Pursuant to Section VIII, paragraphs 33 through 35 of said Agreed Order [[Filing No. 34, at ECF pp. 14-15](#)], all civil legal proceedings involving the Receivership Defendants (FGC), including the Piatt County, Illinois litigation, are stayed in their entirety and all Courts having any jurisdiction thereof are enjoined from taking any action until further order of this Court.

5. Since his appointment on May 1, 2015, the Receiver has reviewed all of the pleadings, background and supporting documents related to the Piatt County, Illinois litigation, has researched the loans involved and payments received thereon, has had numerous discussions with all involved parties, including legal counsel previously retained by FGC.

6. The Receiver has concluded that it would best serve the interests of FarmGrowCap's investors to settle the Piatt County, Illinois litigation. Attached hereto and incorporated herein by reference as Exhibit A for the Court's review is a copy of the proposed Settlement Agreement.

7. The Receiver respectfully requests the Court to enter an Order granting a relief from the stay of litigation for the Piatt County, Illinois litigation for the purposes of settling this matter pursuant to the terms and provisions of the proposed Settlement Agreement and granting the Receiver authority to execute the Settlement Agreement and associated documents

referenced therein, and thereafter to enter into a Stipulation of Dismissal of the Piatt County, Illinois litigation.

8. In support thereof, the Receiver states:

a. The Receiver had several meetings and conferences with FGC's counsel from Kroger, Gardis & Regas regarding the status of the litigation and the future legal strategy in pursuing the same.

b. At the onset of the Receivership, the Receiver requested a conference with all of the parties involved in the litigation. During that meeting, it was apparent that the best interest of all the parties would be served if a compromise could be reached.

c. Since that time, the Receiver has been working diligently to resolve the issues in dispute and propose a settlement of this matter. The Receiver has reviewed the probability of prevailing in this litigation, and collecting on any judgment, and compared that to the time, expense and uncertainties that would be involved in protracted litigation. In addition, the Receiver has considered the counterclaims asserted against FGC by certain defendants. The Receiver believes that the resolution of this matter pursuant to the proposed settlement agreement is in the best interest of the FGC investors.

d. As a result of the Receiver's meetings with the Illinois litigation Defendants, Williams agreed to make several payments to the Receiver from proceeds of the 2014 crop sales. From May 19, 2015 through December 31, 2015, William paid the Receiver a total of \$1,191,429.63, all of which has been credited against the balance owed by Williams to FGC related to the Illinois litigation. Pursuant to the terms of the Settlement Agreement, Williams will make an additional cash payment to the Receiver of no less than \$306,613.40 upon the Court's approval of this Settlement, which will result in a total of approximately

\$1,498,043.03 in cash payments received from Williams since the Receiver's appointment.

e. In addition, as a result of the Receiver's efforts FFB&T has agreed to make a cash payment of \$300,000, which will further benefit FGC's investors and reduce the balance owed by Williams.

f. Accordingly, the anticipated balance owed by Williams pursuant to this settlement agreement will be no more than \$2,635,594.94 to be paid at \$500,000 (principal and interest) per year commencing December 30, 2016 with a simple interest rate of five percent (5%). Under the Settlement Agreement, this remaining balance, with interest, will be paid in full within six years, or by December 30, 2022, for a total amount of \$3,122,059.99.

9. Counsel for the United States Securities and Exchange Commission and the Defendants herein have been provided with the proposed Settlement Agreement and do not object.

10. The Receiver will communicate with FGC's investors about the proposed Settlement Agreement, and the anticipated benefits of that agreement to FGC's investors. At this time the Receiver is not aware of any objection to the proposed Settlement Agreement. However, if the Receiver becomes aware of any such objection within fourteen (14) days of filing of this motion, he will inform the Court so the objection can be considered.

11. In addition, the Receiver is prepared to discuss the merits of the proposed Settlement Agreement, with the Court or any interested party, at a hearing if the Court deems it advisable.

12. As set forth above, the Illinois lawsuit against Williams was initiated prior to the Receiver's appointment herein, and the law firm of Kroger Gardis & Regas, LLP was hired to represent FGC. Jeffrey D. Richardson of Richardson & Erickson in Decatur, Illinois was hired

as local counsel for FGC and the two firms have represented FGC in said lawsuit since its initiation. Attached hereto as [Exhibit A](#) are copies of correspondence and invoices from Jeffrey D. Richardson showing a balance due to Mr. Richardson for fees and expenses in the total amount of \$1,638.98. Attached hereto as [Exhibit B](#) is the invoice from Kroger Gardis & Regas, LLP showing a current balance due for fees and expenses in the total amount of \$30,920.83.

13. The Receiver believes that the services performed by the FGC Indiana counsel and local Illinois counsel were necessary and essential to the success of the Illinois litigation. Said counsel assisted the Receiver after his appointment to understand the status of the litigation and the legal strategy involved therewith, and from time to time, the Receiver and counsel for FGC have had to participate in status conferences with the Piatt Circuit Court to update the Court as to the status of the Receivership and the potential settlement of the lawsuit. The Receiver believes the FGC counsels' fees are reasonable and requests authority to pay the same from funds collected in this matter.

WHEREFORE, William E. Wendling, Jr., Receiver, by counsel, respectfully requests the Court to enter an order that:

1. The Settlement Agreement, in the form attached hereto and incorporated herein by reference as Exhibit A, is approved;
2. The Receiver is authorized to execute the Settlement Agreement and the associated documents referenced therein;
3. The Piatt County, Illinois litigation is hereby released from stay of litigation for the purposes of completing the settlement and subsequent dismissal of said litigation;
4. The Receiver is authorized to pay Jeffrey D. Richardson the sum of \$1,638.98 and to

pay Kroger Gardis & Regas the sum of \$30,920.83 from funds collected in this matter.

5. For such other and further relief as this Court may deem just and proper.

Respectfully submitted,

By s/Anne Hensley Poindexter.

Anne Hensley Poindexter, #14051-29
Rodney T. Sarkovics, #19547-49
CAMPBELL KYLE PROFFITT LLP
One Penn Mark
11595 N. Meridian St., Suite 701
Carmel, IN 46032
Telephone: (317) 846-6514
Fax: (317) 843-8097
Email: apoindexter@ckplaw.com
E-mail: rsarkovices@ckplaw.com

Counsel for the Receiver

Certificate of Service

I hereby certify that on February ____, 2016, a copy of the foregoing Receiver's Motion for Authority to Settle Illinois Litigation was filed electronically. Notice of this filing will be made on all ECF-registered counsel by operation of the Court's electronic filing system. Parties may access this filing through the Court's system.

s/Anne Hensley Poindexter
Anne Hensley Poindexter, #14051-29
Rodney T. Sarkovics, #19547-49
CAMPBELL KYLE PROFFITT LLP
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11595 N. Meridian St., Suite 701
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132 SOUTH WATER STREET, SUITE 444
DECATUR, ILLINOIS 62523

JEFFREY D. RICHARDSON
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ANDREW S. ERICKSON
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January 8, 2016

LAURA E. RICHARDSON
lauraerichardson@hotmail.com

EXHIBIT A

VIA E-MAIL and
REGULAR MAIL

Mr. William Wendling
Campbell, Kyle, Proffitt LLP
Attorneys at Law
One Penn Mark
11595 North Meridian Street, Suite 701
Carmel, IN 46032

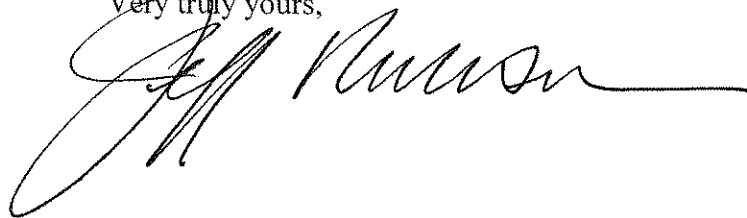
Re: FarmGrowCap, LLC vs. RJW Williams Farms, Inc., et al, No. 15-L-1

Dear Bill:

Following up our telephone conversation on Thursday, I am updating you on the status of my firm's time and expenses in the case commencing January 16, 2015 and running through yesterday. The total attorney's fees were \$4,991.00 and total expenses were \$436.08. I have received two payments totaling \$3,788.10 leaving a balance due of \$1,638.98. All the back up documents are attached.

If you have any questions, please give me a call.

Very truly yours,



JDR/jlm
Enclosures

1/8/2016
9:11 AMRICHARDSON & ERICKSON
Slip Listing

Page 1

Selection Criteria

Slip Classification	Open
Slip Transaction Dat	1/1/2015 - 1/8/2016
Clie Selection	Include: FarmGrow-Wendli

Rate Info - identifies rate source and level

Slip ID	Dates and Time	Posting Status	Description	Timekeeper Activity Client Reference	Units DNB Time Est. Time Variance	Rate Rate Info Bill Status	Slip Value
<u>Extra: none</u>							
83742	7/20/2015	TIME		JDR	0.20	275.00	55.00
	Billed	G:24554	7/31/2015	Correspondence FarmGrow-Wendli	0.00 0.00	C@1	
	Review correspondence re status of case between receiver and David Cox; e-mail to Jim Knauer re Thursdays conf. call.						
83762	7/22/2015	TIME		JDR	0.40	275.00	110.00
	Billed	G:24554	7/31/2015	Correspondence FarmGrow-Wendli	0.00 0.00	C@1	
	Various calls and e-mails about conf. call tomorrow with the Judge including call to the Judge and calls to Jim Knauer.						
83787	7/23/2015	TIME		JDR	0.50	275.00	137.50
	Billed	G:24554	7/31/2015	Correspondence FarmGrow-Wendli	0.00 0.00	C@1	
	Tel. call Jim Evans; tel. call David Cox; two tel. calls to Steve Blakely's off; participate in conf. call with Court and interested parties; follow up call to Steve Blakely following conf. call; prepare notice of hearing indicating this case has been set for a tel. conf. call on October 21 at 8:45 with plaintiff's attorney, James Knauer to provide call in numbers and initiate tel. conf.						
84043	7/31/2015	EXP		JDR	20	0.15	3.00
	Billed	G:24554	7/31/2015	\$Photocopies FarmGrow-Wendli			
	Copying cost - 20 copies						
84973	10/22/2015	TIME		JDR	0.30	275.00	82.50
	Billed	G:24767	10/31/2015	Correspondence FarmGrow-Wendli	0.00 0.00	C@1	
	E-mail to Jim Knauer; participate in tel. conf. call.						
85833	1/7/2016	TIME		JDR	0.40	275.00	110.00
	Billed	G:24896	1/8/2016	Correspondence FarmGrow-Wendli	0.00 0.00	C@1	
	Participate in conf. call with judge, Bill Wendling and special counsel; follow up call with Bill Wendling; letter to Bill Wendling re FarmGrow's current bill to date.						
Total: 1					1.80		498.00
					Billable		

RICHARDSON & ERICKSON

Attorneys at Law
132 S. WATER STREET, SUITE 444
DECATUR, IL 62523

May 31, 2015

FarmGrowCap LLC
Attn: Mr. Jeffery Risinger
600 E. Carmel Drive, Suite 112
Carmel IN 46032

In Reference To: FarmCapGrow LLC vs. RJW Williams Farms, Inc.

Professional Services

	<u>Amount</u>
5/13/2015 JDR Court appearance.	NO CHARGE
For professional services rendered	<u>\$0.00</u>
Additional Charges :	
5/31/2015 Copying cost - 17 copies	2.55
Total costs	<u>\$2.55</u>
Total amount of this bill	<u>\$2.55</u>
Previous balance	\$1,087.43
Balance due	<u>\$1,089.98</u>

FarmGrow Cap, LLC
 c/o Campbell Kyle Proffitt, LLP
 111595 N. Meridian St., Ste. 701
 Carmel IN 46032

February 09, 2016
 ACCOUNT NO: 150031-01M
 INVOICE NO: 2

EXHIBIT B

ATTN: William E. Wendling, Jr.

re: RJW Williams Farm, Inc.

DRAFT STATEMENT

- Bill & Mail** this statement as is/as modified
- Return** to _____ for letter
- Prepare for sending **VIA EMAIL**
- HOLD/Do not send**
- Send only **previous** balance
- Close File** (only closed if paid in full or balance is written off)
- Pay** this invoice from **TRUST**
- Other: _____

			Rate	HOURS	
02/03/2015	JAK	Call with Jeff Richardson on case filing issues; call with Jeff Risinger on case; post filing call with J Richardson and email to J Risinger re same	395.00	0.60	38
02/04/2015	JAK	Meeting with M Stafford to discuss case issues		0.20	N/C 39
	JAK	Conference call with Jeff Risinger and James Hamstra	395.00	0.80	40
	JAK	FarmGrowCap regarding: Harges Conference call with Jeff Risinger and James HAMstra to discuss potential lending transaction	395.00	0.80	44
02/09/2015	JAK	Long call with Steve Blakely (counsel for FFB&T) concerning case and borrowing history of Williams	395.00	0.40	41
03/02/2015	JAK	Call from Jeff Richardson to review status of service on all defendants and discuss strategy to cure service defects relating to company service	395.00	0.20	47
03/13/2015	JAK	Call from Jeff Richardson to advise that Cox has moved for change of judge	395.00	0.20	48
03/16/2015	JAK	Call from J Richardson to advise of new judge and continuance of hearing; review of docket from Topflight Grain Cooperative case and email comments to Jeff Risinger	395.00	0.40	49
03/23/2015	JAK	Call from Jeff Richardson to explain court funding issue as affecting all court reporters and hearing delays; call with Jeff Risinger and explain court funding issues	395.00	0.30	50
03/31/2015	JAK	Status call with Jeff Risinger	395.00	0.20	52

February 09, 2016

ACCOUNT NO: 150031-01M
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re: RJW Williams Farm, Inc.

			Rate	HOURS	
04/01/2015	JAK	Conf with M DeGroff on preparing response to motion to dismiss	395.00	0.30	66
04/06/2015	JAK	Prepare deposition request to Williams counsel and call to local on deposition notice and location issues	395.00	0.20	67
04/07/2015	JAK	Call with J Risinger concerning Cox response to email concerning sales and remittances during the past moth	395.00	0.20	68
04/08/2015	JAK	Meeting with Melissa to discuss reply to motion to dismiss	395.00	0.30	69
	JAK	Callback from J Richardson on hearing date	395.00	0.10	70
04/15/2015	JAK	Email exchange with D Cox on hearing and extension to respond to motion to dismiss	395.00	0.20	71
04/16/2015	JAK	Call with Jeff Risinger concerning changes to schedules of receipts for 2013 and 2014 payments	395.00	0.20	77
04/17/2015	JAK	Review of FFB&T Answer to Complaint	395.00	0.50	78
04/20/2015	JAK	Review of answer of FFB&T	395.00	0.40	79
04/24/2015	JAK	Call from J Risinger to advise of SEC action; review of online docket, orders and complaint to determine existence of restrictions on our actions as counsel	395.00	0.70	81
04/27/2015	JAK	Call from J Richardson on hearing and motion to disqualify counsel; also discuss SEC action as affecting case status	395.00	0.20	82
	JAK	Call with Jeff Risinger	395.00	0.10	83
04/29/2015	JAK	Email from J Richardson on conflict issue	395.00	0.20	84
04/30/2015	JAK	Work on rewrite of Motion to Dismiss	395.00	1.50	86
05/01/2015	JAK	Finalize response to motion to dismiss	395.00	0.50	91
	JAK	To court for Receiver hearing	395.00	1.30	92
05/04/2015	JAK	Review of Federal Receiver law on personal jurisdiction and possible refiling of case in Indpls	395.00	0.80	93
05/05/2015	JAK	Research on 28 USC 754 and 1692 as allowing			

February 09, 2016

ACCOUNT NO: 150031-01M

INVOICE NO: 2

re: RJW Williams Farm, Inc.

			Rate	HOURS	
		Illinois action to be dismissed and refiled	395.00	1.30	94
05/06/2015	JAK	Email statutes and case law to Receiver for further discussion	395.00	0.30	95
05/07/2015	JAK	Call and email with W Wendling and his counsel regarding hiring of KGR; call to Rob Moyer of SEC re same; respond to receiver's questions concerning filing per 28 USC 754	395.00	0.50	96
	JAK	meeting with M De Groff on results of call to USDC in Illinois; discuss questions concerning filing issues per 28 USC 754	395.00	0.50	97
	JAK	Review and revise: 1. Motion to partially lift litigation stay and order 2. Motion to employ KGR as special counsel 3. Engagement Letter	395.00	1.50	98
05/08/2015	JAK	Work on finalizing stay relief motion and order; create affidavit of counsel for receiver; revise Receiver's motion to engage Special Counsel and Order; call to local counsel re same; revise notice of appointment of receiver for filing in various districts; call with M De Groff on advice from clerk's office	395.00	3.00	99
05/11/2015	JAK	Long call with J Richardson to discuss this week's hearing, the litigation stay notice, status Receiver hiring KGR and Richardson as special counsel James A. Knauer	395.00	0.30 <u>19.00</u>	100 <u>7,505.00</u>
01/14/2015	MJD	FarmGrowCap: discuss background and plan for proceeding with James Knauer; research Illinois lis pendens requirements.	280.00	0.80	33
01/15/2015	MJD	Farm Grow Cap: work on drafting complaint; multiple ecorrespondence with Jeffrey Risinger and extended telephone call with Mr. Risinger, James Hamstra and James Knauer regarding litigation strategy; research Illinois replevin law.	280.00	8.20	34
01/16/2015	MJD	Research Illinois law on conversion; direct staff to request certified UCC searches from Illinois Secretary of State; multiple ecorrespondence with Jeff Risinger; continue drafting complaint; telephone call with and ecorrespondence to potential local counsel; discuss remaining issues with James Knauer.	280.00	5.50	35

February 09, 2016

ACCOUNT NO: 150031-01M

INVOICE NO: 2

re: RJW Williams Farm, Inc.

			Rate	HOURS	
01/19/2015	MJD	FarmGrowCap: additional research regarding specific performance and conversion; draft additional counts of complaint; identify all documents to be used as exhibits.	280.00	3.20	36
01/20/2015	MJD	FarmGrowCap: complete draft complaint and revise and edit same; direct staff to mark and index exhibits; ecorrespondence to and from Jeff Risinger regarding missing signatures and other issues; revise Mr. Risinger's affidavit and briefly discuss issues with James Knauer.	280.00	6.00	37
01/21/2015	MJD	Ecorrespondence from Jeff Risinger with fully executed documents; ecorrespondence from and to local counsel regarding pro hac vice and filing and service fees; draft two additional counts for complaint; extended telephone call with local counsel regarding pleadings forms, additional requirements.	280.00	3.70	43
02/02/2015	MJD	Voice mail message for, ecorrespondence to and brief telephone call with Jeff Risinger regarding necessity of original signatures.	280.00	0.30	25
02/03/2015	MJD	Confer with James Knauer regarding filing; telephone call with and ecorrespondence to Jeff Richardson; submit out of state attorney affidavits to Illinois ARDC; ecorrespondence from Mr. Richardson and review TopFlight pleadings; ecorrespondence to Jeff Risinger with TopFlight pleadings and proof of complaint filing.	280.00	0.90	28
02/05/2015	MJD	Multiple ecorrespondence from and to Illinois attorney registration and discipline regarding foreign license admission and direct staff to complete same.	280.00	0.20	30
02/12/2015	MJD	Receive and briefly review UCC search results and direct staff to send a copy of same to Jeff Risinger; ecorrespondence to and from title company regarding remaining title search results.	280.00	0.50	31
02/13/2015	MJD	Ecorrespondence to Jeff Richardson regarding file-stamped Rule 707 statements.	280.00	0.20	32
02/24/2015	MJD	Receive and review title commitment and schedule B documents for Macon County properties and ecorrespondence to Jeff Risinger regarding same.	280.00	0.60	42

FarmGrow Cap, LLC

February 09, 2016

ACCOUNT NO: 150031-01M

INVOICE NO: 2

re: RJW Williams Farm, Inc.

			Rate	HOURS	
03/30/2015	MJD	Review notice to set hearing and consult with Jim Knauer regarding same; briefly review motion to dismiss filed by Williams' counsel.	280.00	0.20	51
04/01/2015	MJD	Briefly consult with Jim Knauer regarding defendants' motion to dismiss and telephone call to Jeff Richardson regarding response time; ecorrespondence to Jeff Risinger with copy of motion; work on response to motion to dismiss.	280.00	1.80	54
04/06/2015	MJD	Briefly discuss response to defendants' motion to dismiss with James Knauer.	280.00	0.10	55
04/07/2015	MJD	Research Illinois Uniform Commercial Code provisions regarding farm crops; analyze 2010 UCC; contact First Security Bank	280.00	0.70	56
04/08/2015	MJD	Ecorrespondence to Jeff Richardson regarding response to defendants' motion to dismiss; analyze UCC search results and research Illinois UCC rules regarding lien attachment to farm products and competing priorities.	280.00	3.30	57
04/09/2015	MJD	Extended telephone call with Jeff Richardson; work on response to motion to dismiss	280.00	0.70	58
04/10/2015	MJD	Telephone conference with Dan Schopp, ag banker with First Security Bank; work on drafting response	280.00	1.30	59
04/12/2015	MJD	Research Illinois law on motions to dismiss.	280.00	1.50	60
04/13/2015	MJD	Work on drafting memorandum of law in opposition to motion to dismiss; draft affidavit of Dan Schopp, ag lender for First Security Bank.	280.00	6.70	61
04/14/2015	MJD	Work on draft memorandum in opposition to motion to dismiss.	280.00	1.50	62
04/15/2015	MJD	Discussion with James Knauer regarding response to motion to dismiss, scheduling hearing; draft memorandum in opposition to motion to dismiss	280.00	0.80	63
04/16/2015	MJD	Research Illinois law; work on drafting memorandum of law in opposition to motion to dismiss.	280.00	2.60	64
04/17/2015	MJD	Work on response brief	280.00	1.20	65
04/20/2015	MJD	Work on drafting memorandum of law in			

February 09, 2016

ACCOUNT NO: 150031-01M

INVOICE NO: 2

re: RJW Williams Farm, Inc.

			Rate	HOURS	
		opposition to motion to dismiss.	280.00	0.50	72
04/21/2015	MJD	work on response to motion to dismiss.	280.00	0.40	73
04/22/2015	MJD	Draft memorandum in opposition to motion to dismiss.	280.00	2.40	74
04/23/2015	MJD	Telephone call with Jeff Richardson; revise affidavit of Dan Schopp and send same to Mr. Schopp; draft affidavit of Jeffery Risinger and ecorrespondence with Mr. Risinger regarding same; finalize memorandum of law in opposition to motion to dismiss.	280.00	7.00	75
04/24/2015	MJD	Meet with Jeff Risinger regarding affidavit.	280.00	0.10	76
04/27/2015	MJD	Revise memorandum of law in opposition to motion to dismiss.	280.00	1.00	80
05/01/2015	MJD	Review and revise memorandum in opposition to motion to dismiss and direct staff to file and serve; review motion to disqualify Jeffrey Richardson.	280.00	1.00	85
05/06/2015	MJD	Consult with James Knauer regarding Receiver's desire to hire KGR to pursue Illinois litigation on behalf of Receiver; review Illinois court rules regarding voluntary dismissal; work on draft motion to hire KGR.	280.00	0.80	88
05/07/2015	MJD	Telephone call with US District Court clerk's office to obtain certified copies of complaint and order appointing receiver; draft motion to lift litigation stay as to FGC v. Williams et al; telephone call with clerk's office of US District Court for the Central District of Illinois regarding procedure for filing complaint and order appointing receiver; draft notice of filing for receiver to be filed in the Central District of Illinois.	280.00	4.60	89
05/08/2015	MJD	Review revised draft motion to lift litigation stay; travel to District Court clerk's office and meet with clerk regarding proper procedure for filing notice of receiver in another district and prepare documentation for same; telephone call to defendants' counsel regarding Wednesday's hearing; review multiple ecorrespondence with Receiver and his counsel; review Piatt County docket and provide copy of same to Receiver; submit notice of receiver filing to USDC for the			

February 09, 2016

ACCOUNT NO: 150031-01M

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re: RJW Williams Farm, Inc.

			Rate	HOURS	
		Central District of Illinois.	280.00	1.60	90
05/19/2015	MJD	Receive docket update from Court, review and direct staff to calendar hearing date.	280.00	0.10	101
10/22/2015	MJD	Participate in telephonic status conference with Illinois state court.	280.00	0.20	102
01/07/2016	MJD	Initiate and participate in telephonic status hearing with Illinois state court.	280.00	0.30	104
02/01/2016	MJD	Review ecorrespondence regarding status conference in Illinois state court, and direct staff to confirm with Court regarding call-in. Melissa J. De Groff	280.00	0.10	105
				72.60	20,328.00
03/31/2015	JLW	Research regarding interpretation of 735 ILCS 5/2-1003(b); Draft email memorandum regarding the same.	255.00	1.00	53
04/24/2015	JLW	Review and revise motion to dismiss; Conference with S. Steele regarding request to admit and documents regarding notice of personal liability. Jennifer L. Watt	255.00	1.00	87
				2.00	510.00
02/04/2015	ADS	Telephone call with Jim Knauer, Jeff Richardson and James Hanstrom regarding case strategy and ADM claim. Amanda D. Stafford	215.00	0.80	46
				0.80	172.00
10/22/2015	TJF	Research email addresses for parties for conference call; call to J. Knauer regarding call attendance; draft email to parties including conference call-in information; Tammy J. Froelich	95.00	1.00	103
				1.00	95.00
		FOR CURRENT SERVICES RENDERED		95.40	28,610.00

RECAPITULATION

TIMEKEEPER	HOURS	HOURLY RATE	TOTAL
James A. Knauer	19.00	\$395.00	\$7,505.00
Melissa J. De Groff	72.60	280.00	20,328.00
Jennifer L. Watt	2.00	255.00	510.00
Amanda D. Stafford	0.80	215.00	172.00
Tammy J. Froelich	1.00	95.00	95.00

FarmGrow Cap, LLC

February 09, 2016

ACCOUNT NO: 150031-01M

INVOICE NO: 2

re: RJW Williams Farm, Inc.

	Reproduction of documents	122.34	
	Mailing expense	18.82	
	TOTAL EXPENSES	<u>141.16</u>	
05/07/2015	Pacer Service Center docket retrieval .	0.20	47
05/07/2015	Pacer Service Center docket retrieval	0.70	48
05/07/2015	Pacer Service Center docket retrieval	3.90	49
05/08/2015	Pacer Service Center docket retrieval	2.50	50
05/08/2015	Pacer Service Center docket retrieval	0.10	51
11/30/2015	Pacer Service Center docket retrieval	1.50	54
	Pacer Service Center docket retrieval	<u>8.90</u>	
01/30/2015	Title fees - Meridian Title Corporation	1,500.00	56
02/23/2015	Title Commitment - Meridian Title Corporation, South Bend, IN	500.00	26
	Title Commitment	<u>2,000.00</u>	
01/16/2015	FarmGrowCap, LLC - UCC Search Fee - Illinois Secretary of State	10.00	27
01/16/2015	FarmGrowCap, LLC - UCC Search Fee - Illinois Secretary of State	10.00	28
01/16/2015	FarmGrowCap, LLC - UCC Search Fee - Illinois Secretary of State	10.00	29
	UCC Search and/or Browse Fee and Copies	<u>30.00</u>	
05/08/2015	Filing Fee	46.00	46
	Filing Fee	<u>46.00</u>	
05/07/2015	Copies at Court - CLERK, U.S. DISTRICT COURT	58.50	43
	Copies at Court	<u>58.50</u>	
03/13/2015	Conference Call Fees - Intercall	0.23	31
07/23/2015	Conference Call Fees - Intercall	10.18	52
10/22/2015	Conference Call Fees - Intercall	7.70	53
12/03/2015	Conference Call Fees - Intercall	8.16	55
	Conference Call Fees	<u>26.27</u>	
	TOTAL ADVANCES	<u>2,169.67</u>	
	TOTAL CURRENT WORK THIS STATEMENT	30,920.83	
	PREVIOUS BALANCE	\$15,669.39	
03/30/2015	Trust Payment	-15,669.39	2

February 09, 2016
ACCOUNT NO: 150031-01M
INVOICE NO: 2

re: RJW Williams Farm, Inc.

BALANCE DUE \$30,920.83

Your trust account balance is

	Opening Balance	\$0.00
03/24/2015	Wire received	15,669.39
03/30/2015	Fees and expenses	
	PAYEE: KROGER GARDIS & REGAS, LLP	<u>-15,669.39</u>
	Closing Balance	\$0.00