

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

SECURITIES AND EXCHANGE COMMISSION,)	
Plaintiff,)	
v.)	Case No. 4:12-cv-00080-CEJ
BURTON DOUGLAS MORRISS, et al.,)	
Defendants.)	

**NOTICE OF CLAIMS BAR DATE AND
PROCEDURES FOR SUBMITTING PROOFS OF CLAIM**

TO: ALL CLAIMANTS OF THE ACARTHA RECEIVERSHIP ENTITIES

PLEASE TAKE NOTICE OF THE FOLLOWING:

On March 4, 2013, the United States District Court for the Eastern District of Missouri - Eastern Division (the “District Court”) entered an order in the above-captioned case (the “Claims Bar Date Order”) establishing **MONDAY, MAY 6, 2013 at 11:59 p.m. (prevailing Central Time)** as the deadline (the “Bar Date”) for certain claimants to submit a completed and signed Proof of Claim Form under penalty of perjury, together with supporting documentation (a “Proof of Claim Form”), against the following entities: Acartha Group, LLC; Acartha Technology Partners, L.P.; MIC VII, LLC; and Gryphon Investments III, LLC (collectively, the “Receivership Entities”).

1. WHAT IS THE BAR DATE?

The Bar Date is the date by which the individuals and entities described below must submit a Proof of Claim Form with the Receiver in the manner indicated below. The Bar Date is **MONDAY, MAY 6, 2013 at 11:59 p.m. (prevailing Central Time)**. To be considered timely, Proof of Claim Forms must be (i) officially postmarked on or before the Bar Date, if sent by mail, (ii) actually received by the Receiver on or before the Bar Date, if hand-delivered or sent by courier, or (iii) transmitted on or before the Bar Date, if sent by electronic mail.¹ Claimants who submit Proof of Claim Forms by courier service, overnight service, hand delivery or electronic mail should retain a copy of their bill of lading or other proof of delivery of their Proof of Claim Form. Please note that any Proof of Claim Forms postmarked after the Bar Date, if sent by mail, received after the Bar Date, if sent by hand-delivery or courier, or transmitted after the Bar Date, if sent by electronic mail, will be subject to disallowance, which means that you would not receive any distribution from the Receiver or the Receivership Entities.

2. WHO NEEDS TO SUBMIT A PROOF OF CLAIM FORM?

All persons or entities (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, trusts, and governmental units) that believe they possess a potential or claimed right to payment, or a potential claim of any nature, against any of the Receivership Entities and believe that they are owed any money by, or are entitled to a distribution (including distribution of a debt, equity or hybrid type interest) from, any of the Receivership Entities must submit a Proof of Claim Form, unless otherwise expressly stated herein, regardless of whether such claim has been acknowledged by the Receiver (each a “Claimant”).

Holders of claims that arose after January 17, 2012, including “Administrative Claimants” that provided goods or services to the Receivership Entities or the Receiver at the request of the Receiver after the Receiver was appointed on January 17, 2012, are not required to submit a Proof of Claim Form prior to the Bar Date.

¹ Date and time of transmission will be determined by the time stamp given to the email by the Claimant’s email provider.

Persons and entities should file Proof of Claim Forms only for claims against one or more of the Receivership Entities. Persons and entities should not file Proof of Claim Forms for claims against any other entities, including but not limited to Morris Administration d/b/a Acartha Group Funding, Acartha Merchant Partners, Acartha Special Situations Funding, Acartha Specialty Finance Investment, Clearbrook Acquisition, Evergrid Acquisition, Evergrid MIC VII, Integrien Acquisition Capital II, LLC, Integrien Acquisition II, LLC, Integrien Acquisitions, LLC, Librato Acquisition II, LLC, Tervela Acquisition II, LLC, Tervela Acquisition III, LLC, Tervela Acquisition, LLC, or other special purpose vehicle entities established by the Receivership Entities.

This notice is being sent to many persons and entities that have had some relationship or have done business with the Receivership Entities. The fact that you have received this notice does not necessarily mean that you are a Claimant, that you have a valid claim, or that the District Court or the Receiver believes you have a claim against the Receivership Entities.

3. DO I NEED TO SUBMIT A PROOF OF CLAIM FORM IF I HAVE PREVIOUSLY SUBMITTED EVIDENCE OF A CLAIM TO THE RECEIVER?

Yes. A Claimant that previously has submitted evidence of a Claim with the Receiver must submit a Proof of Claim Form evidencing such Claim in order to be entitled to receive a distribution from any of the Receivership Entities.

4. WILL THE RECEIVER NOTIFY ME WHEN SHE RECEIVES MY PROOF OF CLAIM FORM?

The Receiver will not notify a Claimant that the Receiver has received the Claimant's Proof of Claim Form. Claimants, however, may request confirmation of the Receiver's receipt of a Claim. Requests for confirmation of receipt of a particular Proof of Claim Form (each, a "Request for Confirmation of Receipt") shall be made (i) in writing and (ii) delivered to the Receiver by mail at Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101) or electronic mail at acartha.receivership@thompsoncoburn.com. The Receiver shall use her best efforts to respond to the Request for Confirmation of Receipt within ten (10) business days of the Receiver's receipt of the Request for Confirmation of Receipt.

5. WHAT ARE THE CONSEQUENCES OF NOT SUBMITTING A PROOF OF CLAIM FORM?

ANY CLAIMANT WHO IS REQUIRED TO SUBMIT A PROOF OF CLAIM FORM, BUT THAT FAILS TO DO SO IN A TIMELY MANNER, WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED TO THE FULLEST EXTENT ALLOWED BY APPLICABLE LAW FROM ASSERTING, IN ANY MANNER, SUCH CLAIM AGAINST THE RECEIVERSHIP ENTITIES AND THEIR RESPECTIVE PROPERTY OR ESTATES; WILL NOT BE PERMITTED TO OBJECT TO ANY DISTRIBUTION PLAN PROPOSED BY THE RECEIVER ON ACCOUNT OF SUCH CLAIM; WILL BE DENIED ANY DISTRIBUTIONS UNDER ANY DISTRIBUTION PLAN IMPLEMENTED BY THE RECEIVER ON ACCOUNT OF SUCH CLAIM; AND WILL NOT RECEIVE ANY FURTHER NOTICES ON ACCOUNT OF SUCH CLAIM. FURTHER, THE RECEIVERSHIP ENTITIES AND THEIR RESPECTIVE PROPERTY OR ESTATES WILL BE DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM.

6. WHERE CAN I GET A COPY OF THE PROOF OF CLAIM FORM?

For your convenience, enclosed with this notice is a Proof of Claim Form. A copy of the Proof of Claim Form is also available at <http://www.thompsoncoburn.com/news-and-information/acartha-receivership-information.aspx>. Additional information can be found on the Receiver's website at <http://www.thompsoncoburn.com/news-and-information/acartha-receivership-information.aspx>. The Receiver will also provide this notice and the Proof of Claim Form to any potential Claimant who makes a written request for such documents to (a) the e-mail address acartha.receivership@thompsoncoburn.com; or (b) the address of the Receiver, Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101.

7. HOW DO I SUBMIT MY PROOF OF CLAIM FORM?

A completed and signed Proof of Claim Form, together with supporting documentation, must be submitted to the Receiver, so as to be (i) officially postmarked, if sent by mail, (ii) actually received by the Receiver, if hand-delivered or sent by courier, or (iii) transmitted, if sent by electronic mail, no later than **MONDAY, MAY 6, 2013 at 11:59 p.m. (prevailing Central Time)**.

Proof of Claim Forms must be submitted to the Receiver (a) by mail to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101; (b) by courier service, overnight service or hand delivery to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101; or (c) by electronic mail, as an attachment in portable document format (.pdf), to acartha.receivership@thompsoncoburn.com. Proof of Claim Forms should not be filed with the District Court, and any Proof of Claim Form so filed will not be considered properly submitted.

You must identify, in the Proof of Claim Form, the Receivership Entity against which you are asserting a Claim if such information is available to you. However, you may submit a Proof of Claim Form against more than one or all of the Receivership Entities if, based upon a reasonable investigation, you believe that you hold a Claim against those Receivership Entities or are unsure which Receivership Entity you hold a Claim against. If you believe that you hold a Claim against more than one Receivership Entity, you do not need to file a separate Proof of Claim Form against each such Receivership Entity, but must indicate on the Proof of Claim Form each such Receivership Entity to which the Claim relates and the Claim amount(s) attributable to each such Receivership Entity.

8. SUPPORTING DOCUMENTS

Please attach to your Proof of Claim Form documents, including any electronic data, that support your Proof of Claim Form. Such documentation may include, but is not limited to: copies of personal checks, cashier's checks, wire transfer advices, account statements and other documents evidencing the investment or payment of funds; any written contract or agreement made in connection with any investment in or with any Receivership Entity; a chronological accounting of all money received by the Claimant from any Receivership Entity or the Receiver, whether such payments are denominated as the return of principal, interest, commissions, finder's fees, sponsor payments, or otherwise; copies of all documentation and records reflecting or regarding any withdrawals ever made by or payments received by the Claimant from any Receivership Entity or the Receiver; copies of all agreements, promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, or evidence of perfection of lien; and other documents evidencing the amount and basis of the Claim. **DO NOT SEND ORIGINAL DOCUMENTS.** If such supporting documentation is not available, please explain why in an addendum that is attached to your Proof of Claim Form.

Please do not submit the following types of materials with a Proof of Claim Form unless requested by the Receiver: (1) marketing brochures and other marketing materials received from Receivership Entities; (2) routine or form correspondence received from Receivership Entities; (3) copies of pleadings on file in any case involving the Receiver or the Receivership Entities; and (4) other documents received from Receivership Entities that do not reflect Claimant specific information concerning the existence or value of a Claim.

9. REQUESTS FOR ADDITIONAL INFORMATION, INTERVIEWS AND NOTICES OF DEFICIENCY

Prior to disallowing a Claim for lack of information, the Receiver will send to you, by email or mail to the email or physical address provided by you in the Proof of Claim Form (if provided) or if no such address was provided, to the original email or physical address to which the Bar Date Notice was sent, a written Notice of Deficiency that specifically identifies the information required to process the Claim. The Notice of Deficiency will further state that the Claim will be disallowed for lack of sufficient information if you do not provided the additional information within sixty (60) days of issuance of the Notice of Deficiency. The Receiver may disallow a Claim if you fail to respond to the Notice of Deficiency within sixty (60) days of issuance of the Notice of Deficiency.

A Claimant shall submit to an interview by the Receiver if the Receiver, in her discretion requests an interview to facilitate processing of the Claimant's Claim.

10. NOTICES OF DETERMINATION

The Receiver will provide a written Notice of Determination to each Claimant that submits a Proof of Claim Form. The Receiver will provide the Notice of Determination with respect to Proof of Claim Forms for which the Receiver did not issue a Notice of Deficiency on or before the date that is sixty (60) days after the Bar Date. The Receiver will provide the Notice of Determination with respect to Proof of Claim Forms for which the Receiver did issue a Notice of Deficiency on or before the later of (i) the date that is sixty (60) days after the date the Receiver issued the Notice of Deficiency to the Claimant or (ii) the date that is sixty (60) days after the date the Receiver receives the Claimant's response to the Notice of Deficiency.

If the Receiver has disallowed the Claim in whole or in part, the Notice of Determination shall so state and will include a statement setting forth the reasons for disallowing the Claim. The Notice of Determination will provide for instructions for challenging the Receiver's determination.

The processes set forth in the Claims Bar Date Order and related documents for submitting Proof of Claim Forms and obtaining the Receiver's determination on submitted Claims do not guarantee a Claimant a distribution from the Receivership Estates or establish a Claimant's priority for distribution purposes. The Receiver anticipates presenting the Court with a proposed order of distribution at a later date, provided that there are Receivership assets to distribute to Claimants.

11. COOPERATION

The Court has directed all parties and Claimants to cooperate with the Receiver to the maximum extent possible to achieve swift resolution of disputes concerning Claims.

12. CONSENT TO JURISDICTION

If you submit a Proof of Claim Form in this case, you consent to the jurisdiction of the District Court for all purposes related to your Claim and agree to be bound by its decisions, including, without limitation, a determination as to the validity and amount of any Claims asserted against the Receivership Entities. In submitting a Proof of Claim Form, you agree to be bound by the actions of the District Court even if that means your Claim is limited or denied.

13. RESERVATION OF RIGHTS

The Receiver reserves the right to dispute, or assert offsets or defenses as to the nature, amount, liability, classification, or otherwise against, any amounts asserted in any Proof of Claim Form. Nothing set forth in this notice or the Proof of Claim Form shall preclude the Receiver from objecting to any Proof of Claim Form, on any grounds.

Dated this 15th day of March, 2013.

BY ORDER OF THE HONORABLE CAROL E. JACKSON
UNITED STATES DISTRICT COURT JUDGE

THOMPSON COBURN L.L.P.
ATTORNEYS FOR RECEIVER CLAIRE M. SCHENK