

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, and)	
)	
MORRISS HOLDINGS, LLC,)	
)	
Relief Defendant.)	
)	

MOTION TO ESTABLISH CLAIMS BAR DATE, APPROVE MANNER AND FORM OF NOTICE OF CLAIMS BAR DATE AND APPROVE PROCESS FOR SUBMITTING CLAIMS

Receiver Claire M. Schenk, in her capacity as receiver (“Receiver”) for Acartha Group, LLC, Acartha Technology Partners, L.P., MIC VII, LLC, and Gryphon Investments III, LLC (collectively, the “Receivership Entities”), respectfully moves this Court for an Order, substantially in the form of the Proposed Order filed simultaneously herewith, (i) establishing a claims bar date for the filing of claims against the Receivership Entities and the Receivership estate, (ii) approving the manner and form of notice of the claims bar date, and (iii) approving the proof of claim form and procedures for submitting proofs of claim.

For all the reasons specifically addressed in the accompanying Memorandum of Law, the Receiver respectfully requests that the Court grant this Motion and:

(A) enter the proposed claims bar date order, substantially in the form attached to the Memorandum in Support of Motion as **Exhibit A**, which, among other things, will establish 5:00 p.m. Central Standard Time on the date that is sixty (60) days after entry of the proposed claims bar date order as the deadline for the filing of claims against the Receivership Entities and the Receivership estate;

(B) approve the form and manner of the proposed notices thereof, which notices are attached to the Memorandum in Support of Motion as **Exhibit B** and **Exhibit D**; and

(C) approve the proposed proof of claim form, attached to the Memorandum in Support of Motion as **Exhibit C**, and the proposed claims procedures for submitting proofs of claim, as set forth in the Memorandum in Support of Motion and proposed claims bar date order;

(D) direct that claimants submitting claims after the bar date 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 estates or property, as provided for in the proposed claims bar date order;

(E) direct that submission of a proof of claim form will subject the claimant to the jurisdiction of the United States District Court for the Eastern District of Missouri; and

(F) grant such other and further relief as this Court deems just and proper.

Respectfully Submitted,

THOMPSON COBURN LLP

December 3, 2012

By /s/ Kathleen E. Kraft

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CERTIFICATE OF SERVICE

I hereby certify that on December 3, 2012, I electronically filed the foregoing with the Clerk of the Court through the Court's CM/ECF system which will send a notice of electronic filing to the following:

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I further certify that on December 3, 2012, I served the foregoing document by First Class U.S. Mail on:

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St. Louis, Missouri 63105

Morriss Holdings, LLC
c/o Corporation Service Company
221 Bolivar Street
Jefferson City, Missouri 65101

/s/ Kathleen E. Kraft _____

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
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SECURITIES AND EXCHANGE COMMISSION,)	
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Plaintiff,)	
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BURTON DOUGLAS MORRISS, et al.,)	
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Defendants, and)	
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MORRISS HOLDINGS, LLC,)	
)	
Relief Defendant.)	
)	

**MEMORANDUM OF LAW IN SUPPORT OF MOTION TO ESTABLISH CLAIMS BAR DATE,
APPROVE MANNER AND FORM OF NOTICE OF CLAIMS BAR DATE
AND APPROVE PROCESS FOR SUBMITTING CLAIMS**

In support of the *Motion to Establish Claims Bar Date, Approve Manner and Form of Notice of Claims Bar Date and Approve Process for Submitting Claims* (the “Motion”) filed simultaneously herewith, the Receiver states as follows:

I. Introduction

Pursuant to the *Order Appointing Receiver* entered in this case on January 17, 2012 (Dkt. No. 16) (the “Receivership Order”), the Receiver is charged with administering and managing the business affairs and assets of the Receivership Entities, acting as the managing member or partner of the Receivership Entities, marshalling and safeguarding all of the assets of the Receivership Entities and taking such actions as are necessary to protect investors. In furtherance of her obligations under the Receivership Order, the Receiver believes that it is in the best interests of the Receivership Entities and the investors to establish a claims bar date by which all Claimants¹ of the Receivership Entities must assert any claims

¹ For purposes of this motion and the proposed Claims Bar Date Order, a “Claimant” is defined as and includes any person or entity (including, without limitation, individuals, partnerships, corporations, estates, trusts, and governmental units) that holds a Claim.

they may have against the Receivership Entities and the Receiver may evaluate and process those claims for purposes of recommending an eventual plan of distribution to the Court.

II. Relief Requested

In the Motion, the Receiver seeks entry of an Order (the “Claims Bar Date Order”), substantially in the form attached hereto as **Exhibit A**, (i) establishing 5:00 p.m. Central Standard Time on the date that is sixty (60) days after entry of the Claims Bar Date Order as the deadline by which all Claimants must submit completed and signed proofs of claim evidencing their Claims² against one or more of the Receivership Entities; (ii) approving the form and manner of the notice thereof; and (iii) approving the proof of claim form and the proposed procedures for submitting proofs of claim in the Claims Bar Date Order (the “Claims Procedures”).

The Court possesses the authority to grant the requested relief. The Court’s power to supervise an equity receivership and to determine the appropriate actions to be taken in the administration of the receivership is extremely broad. *SEC v. Elliott*, 953 F.2d 1560, 1566 (11th Cir. 1992); *see McFarland v. Winnebago South, Inc.*, 863 F. Supp. 1025, 1034 (W.D. Mo. 1994) (“A federal district court presiding over an equity receivership has extremely broad power to supervise the receivership and protect receivership assets.”); *SEC v. Lincoln Thrift Ass’n*, 577 F.2d 600, 606 (9th Cir. 1978) (“The district court has broad powers and wide discretion to determine the appropriate relief in an equity receivership.”). The relief sought herein falls squarely within the Court’s equitable powers.

“Every person who has any claim or demand against the [receivership] estate or property in the custody of the court through the receiver, must assert such claim or demand in the court in which such

² For purposes of this motion and the proposed Claims Bar Date Order, a “Claim” is defined as: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, mature, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured, against one or more of the Receivership Entities; (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured, against one or more of the Receivership Entities; or (c) a right to a distribution from one or more of the Receivership Entities, including but not limited to a right based on an investment in or through one or more of the Receivership Entities.

receiver was appointed.” 3 Ralph E. Clark, *Clark on Receivers* § 646, at 1132 (3rd ed. 1992). Although there are many ways in which a claimant can assert a claim, one such way is for claimants to file their claim with the receiver pursuant to a general order of the appointing court. *See id.* The claim is ultimately approved or disapproved by the appointing court, which event is equivalent to a decree determining the existence and amount of the indebtedness of the receivership entity to the claimant. *See id.* In addition to approving a process for submitting claims, it is not unusual for a receivership court to enter an order limiting the time within which claims must be presented. *Id.* § 652, at 1142. Such an order facilitates the receivership proceedings and “promotes dispatch in the settlement of the estate.” *Id.*, citing *Chicago Title & Trust Co. v. Fox Theatres Corp.*, 91 F.2d 907 (2d Cir. 1937); *People of New York v. Hopkins*, 18 F.2d 731 (2d Cir. 1927). It also has been deemed necessary to “lay the foundation for the court to order payments to creditors and distribution to those entitled to receive.” *Id.* § 651, at 1142.³

In order to execute her duties under the Receivership Order, the Receiver must identify the nature and scope of the potential claims against, and liabilities of, the Receivership Entities. For this reason, the imposition of a claims bar date and the establishment of claims procedures are necessary and critical to the efficient administration of the Receivership. Furthermore, the imposition of a claims bar date will assist the Receiver in marshalling assets and eventually closing out the Receivership.

It is critically important to the administration of the Receivership and the fair distribution of assets among Claimants that claims be timely filed and untimely claims be barred. With limited proceeds available for distribution, the proposed Claims Procedures will ensure that the available proceeds are maximized and distributed to Claimants that hold valid Claims asserted prior to the deadline for doing so.

³ Further support for the relief requested herein can be found in other receivership cases, where courts have held that orders similar to the one proposed herein were in the best interests of the receivership entities, their creditors, holders of claims, and other parties in interest. *See, e.g., SEC v. Stanford Int’l Bank, Ltd, et al.*, Case No. 3:09-cv-00298-N at Dkt. No. 1584 (N.D. Texas May 4, 2012); *SEC v. Princeton Econ. Int’l Ltd.*, 2008 WL 7826694 (S.D.N.Y. Sept. 30, 2008); *SEC v. Tanner*, 2006 WL 897462, at *1 (D. Kan. 2006); *SEC v. Cook*, 2003 WL 22272065 (N.D. Tex. Sept. 30, 2003).

Therefore, the Receiver believes it is reasonable, necessary, advisable and in the best interest of the Receivership Entities that the procedures set forth herein and in the attached exhibits be approved by this Court.

III. Proposed Claims Procedures

Bar Date. The Receiver requests that the Court establish 5:00 p.m. Central Standard Time on the date that is sixty (60) days after entry of the Claims Bar Date Order as the deadline by which all Claimants must submit completed and signed proofs of claim evidencing their Claims against one or more of the Receivership Entities (the "Bar Date"). The proposed Bar Date will allow the Receiver sufficient time to arrange for and publish the proposed Notices (as defined herein) and give Claimants sufficient time to file a proof of claim form with the Receiver. The Receiver requests that the Claims Bar Date Order (i) outline eligibility to submit proofs of claim, (ii) provide that Claimants must file a proof of claim form in order to participate in any distribution of any of the Receivership Entities' assets, and (iii) direct that any proof of claim form received by the Receiver after the Claims Bar Date shall be disallowed.

Eligibility to Submit Proofs of Claim. The Receiver requests that the Court define a Claimant's eligibility to submit a proof or proofs of claim in the Claims Bar Date Order as follows: Proofs of claim shall be submitted by all persons or entities (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, trusts and governmental units) that are Claimants and believe that they are owed any money by or have a right to distribution (including distribution of a debt, equity or hybrid type interest) from any of the Receivership Entities, regardless of whether the Claim at issue has been acknowledged by the Receiver or whether the Claim at issue is held with or through any person or entity or based on primary, secondary, direct, indirect, secured, unsecured or contingent liability.

Administrative and Professional Claims. The Receiver also requests that the Court "carve out" administrative and professional claims from the processes and requirements of the Claims Bar Date Order, as follows: Creditors holding claims based on the provision of goods or services to the Receivership Entities or the Receiver at the request of the Receiver ("Administrative Claims") arising

after the January 17, 2012 appointment of the Receiver will not be required to submit proofs of claim on or before the Bar Date and will not be subject to the Bar Date. Additionally, the Receiver and the retained professionals will not be required to submit proofs of claim on or before the Bar Date, and all claims of the Receiver and the retained professionals (“Professional Claims”) will be addressed in accordance with the Receivership Order and other relevant orders of this Court.

Notice. The Receiver and her professionals have spent, and continue to spend, time, effort and resources examining documents and other data relating to the Receivership Entities. Based on the review of this information, the Receiver believes that she will be able to identify many, if not substantially all, of the Receivership Entities’ potential Claimants.

To reach both known and unknown potential Claimants, the Receiver proposes the following efforts to ensure broad notice to all Claimants:

1. Notice by Electronic Mail and/or Regular Mail. The Receiver proposes to serve all known potential Claimants by electronic mail, or by regular mail (only if no electronic mail address is available), within twenty (20) business days after entry of the Claims Bar Date Order, with:
(a) a notice of the Bar Date and the procedures for submitting proofs of claim, substantially in the form of the notice attached hereto as **Exhibit B** (the “Bar Date Notice”) and (b) a proof of claim form substantially in the form of the document attached hereto as **Exhibit C** (the “Proof of Claim Form”). With respect to known potential Claimants for which the Receiver does not have an electronic mail address, the Receiver proposes to serve (i) those located in the United States by United States first class mail and (ii) those located outside the United States by any method she deems reasonable in her discretion. With respect to those potential known Claimants that have communicated with the Receiver through counsel or that the Receiver has been advised are represented by counsel, the Receiver proposes to serve such potential known Claimants through their counsel according to the methods described above.
2. Notice by Publication. The Receiver proposes to make the Bar Date Notice and the Proof of Claim Form available, within ten (10) calendar days from the date of entry of the Claims Bar

Date Order, on the Receiver's website (<http://www.thompsoncoburn.com/news-and-information/acartha-receivership-information.aspx>). Further, the Receiver proposes to publish, within thirty (30) calendar days after the entry of the Claims Bar Date Order, a notice of the Bar Date and the procedures for submitting proofs of claim, substantially in the form of the notice attached hereto as **Exhibit D** (the "Bar Date Publication Notice" and together with the Bar Date Notice, the "Notices"), in the St. Louis Post-Dispatch and the Star-Ledger (Newark), on two days that are two weeks apart.

3. Notice upon Inquiry. Finally, the Receiver proposes to promptly provide the Bar Date Notice and Proof of Claim Form to any Claimant who makes a written request for such documents to the Receiver's electronic mail address (acartha.receivership@thompsoncoburn.com) or to the physical address 505 North 7th Street, St. Louis, Missouri 63101.

Procedures for Submitting Proofs of Claim. The Receiver proposes that, except as otherwise ordered by the Court or provided below, each Claimant must submit a completed and signed Proof of Claim Form under penalty of perjury and evidencing such Claimant's Claim, together with supporting documentation (a "Proof of Claim"), with the Receiver in the manner indicated below, so that such Proof of Claim is actually received on or before the Bar Date. Proofs of Claim may be submitted to the Receiver (a) in person, by courier, or by mail addressed to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101, or (b) by electronic mail, as an attachment in portable document format (.pdf) to acartha.receivership@thompsoncoburn.com. Proofs of Claim filed in any other manner, including with the Court, will not be considered properly submitted. Prior submissions by Claimants will **not** be treated as properly filed Claims; such Claimants must submit completed and signed Proof of Claim Forms to the Receiver on or before the Bar Date.

Contents and Form of Proof of Claim. The Receiver also requests that each Proof of Claim submitted to the Receiver conform substantially to and contain all of the information sought in the Proof of Claim Form approved by the Court. The Receiver proposes to reserve the right to reject any altered Proof of Claim Form or any Proof of Claim Form that is not filled out completely and properly executed

by the correct legal entity or individual. The Receiver proposes that the following rules apply to the preparation and submission of Proofs of Claim:

1. General. Each Proof of Claim must be signed by the Claimant or the authorized agent of the Claimant. The Claimant must attest under penalty of perjury that the information in the Proof of Claim is true and correct. Each Proof of Claim must be legible, written in English and denominated in United States currency.
2. Supporting Documentation. Each Claimant should attach to each Proof of Claim copies of all documents, including any electronic data, available to the Claimant that substantiate the Proof of Claim, including, but not limited to, copies of personal checks, cashier's checks, wire transfer advices and other documents evidencing the investment funds; copies of signed investment contracts; 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 agreements, promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements or other evidence of perfection of liens; and other documents evidencing the amount and basis of the Claim. If supporting documentation is not available, the Claimant must attach an explanation of why the documentation is unavailable.
3. Identify Receivership Entity. Each Proof of Claim must identify the Receivership Entity to which the Claim relates. If the Claimant has a claim against more than one Receivership Entity, the Claimant must file a separate Proof of Claim against each such Receivership Entity.

Submission to Jurisdiction of the Court. The Receiver proposes that the submission of a Proof of Claim Form will subject the Claimant to the jurisdiction of the United States District Court for the Eastern District of Missouri.

Effect of Failure to Submit Proof of Claim Before Bar Date. The Receiver proposes that any Claimant who is required to submit a Proof of Claim, but fails to do so in a timely manner or in the proper form, (a) be forever barred, estopped, and enjoined to the fullest extent allowed by applicable law from asserting, in any manner, such Claim against the Receiver, the Receivership Entities and their respective estates or property, (b) not be permitted to object to any distribution plan proposed by the Receiver on account of such Claim, (c) be denied any distributions under any distribution plan implemented by the Receiver on account of such Claim, and (d) not receive any further notices on account of such Claim.⁴ 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.

Requests for Additional Information on Submitted Proofs of Claim. The Receiver proposes that, if after receiving a Proof of Claim, the Receiver determines that she needs additional information to review and process a Claim, the Receiver may contact the Claimant by telephone or email to request such additional information from the Claimant. Additionally, the Receiver proposes that the Court require all Claimants to submit to a recorded interview by the Receiver if the Receiver in her discretion requests an interview to facilitate the processing of the Claim.

Claim Disputes and Resolutions. The Receiver proposes to inform the Court of any and all Claims she receives through the Claims Procedures. The Receiver also proposes to review all the Claims received, negotiate with Claimants regarding any disputed Claims and attempt to settle all such Claims. The Receiver proposes that the Receiver should have the authority to compromise and settle any Claim, at any time, as appropriate, subject to Court approval sought in connection with a proposed plan of distribution, and that all parties should be directed to cooperate with the Receiver to the maximum extent possible to achieve swift resolution of disputes concerning Claims. In the event that a Claimant and the

⁴ While the imposition of a claims bar date seeks to forever bar untimely claims, the Court, as the receivership court, always retains the discretion both to allow the filing of late claims against a receivership estate and to rule upon a receiver's recommendations as to filing of the late claim. *See Chicago Title & Trust v. Fox Theatres Corp.*, 91 F.2d 907, 911 (2d Cir. 1937).

Receiver are unable to resolve a dispute over a Claim, the Receiver proposes to move the Court for summary disposition of the dispute.

Reservation of Rights. The Receiver intends that nothing in these proposed Claims Procedures shall prejudice any right of the Receiver 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. Furthermore, nothing in these proposed Claims Procedures is intended to preclude the Receiver from objecting to any Proof of Claim on any grounds.

IV. Conclusion

For the reasons set forth above, the Receiver asks that the Motion be granted and that the Court:

- (A) enter the Claims Bar Date Order, substantially in the form attached hereto as **Exhibit A**,
 - (i) establishing 5:00 p.m. Central Standard Time on the date that is sixty (60) days after entry of the Claims Bar Date Order as the deadline by which all Claimants must submit completed and signed proofs of claim evidencing their Claims against one or more of the Receivership Entities;
 - (ii) approving the form and manner of the Notices thereof, which Notices are attached hereto as **Exhibit B** and **Exhibit D**; and
 - (iii) approving the Proof of Claim Form, attached hereto as **Exhibit C**, and the proposed Claims Procedures for submitting proofs of claim, as set forth in the Claims Bar Date Order;
- (B) direct that Claimants submitting Claims after the Bar Date 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 estates or property, as provided for in the Claims Bar Date Order;
- (C) direct that submission of a Proof of Claim Form will subject the Claimant to the jurisdiction of the United States District Court for the Eastern District of Missouri; and
- (D) grant such other and further relief as this Court deems just and proper.

Respectfully Submitted,

THOMPSON COBURN LLP

December 3, 2012

By /s/ Kathleen E. Kraft

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CERTIFICATE OF SERVICE

I hereby certify that on December 3, 2012, I electronically filed the foregoing with the Clerk of the Court through the Court's CM/ECF system which will send a notice of electronic filing to the following:

Catherine L. Hanaway, Esq.
Ashcroft Hanaway LLC
222 South Central Ave., Suite 110
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Counsel for Defendant Burton Douglas Morriss

Adam L. Schwartz
Robert K. Levenson
Brian T. James
Securities and Exchange Commission
801 Bricknell Avenue, Suite 1800
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Attorneys for Plaintiff

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/s/ Kathleen E. Kraft

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
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SECURITIES AND EXCHANGE COMMISSION,)	
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BURTON DOUGLAS MORRISS, et al.,)	
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Defendants.)	

**ORDER ON MOTION TO ESTABLISH CLAIMS BAR DATE,
APPROVE MANNER AND FORM OF NOTICE OF CLAIMS BAR
DATE AND APPROVE PROCESS FOR SUBMITTING CLAIMS**

This matter is before the Court on the *Motion to Establish Claims Bar Date, Approve Manner and Form of Notice of Claims Bar Date and Approve Process for Submitting Claims* (the “Motion”), and Memorandum of Law in support of the Motion, filed by Claire M. Schenk, the court-appointed receiver (the “Receiver”) for Acartha Group, LLC, MIC VII, LLC, Acartha Technology Partners, L.P. and Gryphon Investments III, LLC (collectively, the “Receivership Entities”) in this action. Having fully considered the Motion, any Objections related thereto and being duly advised as to the merits,

THE COURT DOES HEREBY ORDER THAT

1. The Motion is granted as described herein.
2. Objections Overruled. All objections not withdrawn or resolved by the Order are overruled in all respects.
3. Claims. For purposes of this Order (the “Claims Bar Date Order”), a “Claim” is defined as: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, mature, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured, against one or more of the Receivership Entities; (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured, against one or more of the Receivership Entities; or (c) a right to a distribution from one or

more of the Receivership Entities, including but not limited to a right based on an investment in or through one or more of the Receivership Entities.

4. Claimants. For purposes of this Claims Bar Date Order, a “Claimant” is defined as and includes any person or entity (including, without limitation, individuals, partnerships, corporations, estates, trusts, and governmental units) that holds a Claim.

5. Bar Date. **The Court hereby establishes 5:00 p.m. Central Standard Time on [the date that is sixty (60) days after the entry of this Claims Bar Date Order] as the deadline for Claimants to submit Proofs of Claim against the Receivership Entities (the “Bar Date”).**

6. Claims Procedures. The following Claims Procedures, including the Notices and the Proof of Claim Form (each defined further below), are approved:

(a) Eligibility to Submit Proofs of Claim. Proofs of claim shall be submitted by all persons or entities (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, trusts and governmental units) that are Claimants and believe that they are owed any money by or have a right to distribution (including distribution of debt, equity or hybrid type interest) from any of the Receivership Entities, regardless of whether the Claim at issue has been acknowledged by the Receiver or whether the Claim at issue is held with or through any person or entity or based on primary, secondary, direct, indirect, secured, unsecured or contingent liability.

(b) Administrative and Professional Claims. Creditors holding claims based on the provision of goods or services to the Receivership Entities or the Receiver at the request of the Receiver (“Administrative Claims”) arising after the January 17, 2012 appointment of the Receiver will not be required to submit proofs of claim on or before the Bar Date and will not be subject to the Bar Date. Additionally, the Receiver and retained professionals will not be required to submit proofs of claim on or before the Bar Date, and all claims of the Receiver and retained professionals (“Professional Claims”) will be addressed in accordance with the *Order Appointing Receiver* (Dkt. No. 16) (“Receivership Order”) and other relevant orders of this Court.

(c) Notice. The Receiver shall provide the following notice:

1. Notice by Electronic Mail and/or Mail. The Receiver shall serve all known potential Claimants by electronic mail, or by regular mail (only if no electronic mail address is available), within twenty (20) business days after entry of the Claims Bar Date Order, with: (a) a notice of the Bar Date and the procedures for submitting proofs of claim, substantially in the form of the notice attached to the Motion as **Exhibit B** (the “Bar Date Notice”) and (b) a proof of claim form substantially in the form of the document attached to the Motion as **Exhibit C** (the “Proof of Claim Form”). With respect to known potential Claimants for which the Receiver does not have an electronic mail address, the Receiver shall serve (i) those located in the United States by United States first class mail and (ii) those located outside the United States by any method she deems reasonable in her discretion. With respect to those potential known Claimants that have communicated with the Receiver through counsel or that the Receiver has been advised are represented by counsel, the Receiver shall serve such potential known Claimants through their counsel according to the methods described above.

2. Notice by Publication. The Receiver proposes to make the Bar Date Notice and the Proof of Claim Form available, within ten (10) calendar days from the entry of this Claims Bar Date Order, on the Receiver’s website (<http://www.thompsoncoburn.com/news-and-information/acartha-receivership-information.aspx>). Further, the Receiver shall publish, within thirty (30) calendar days after the entry of the Claims Bar Date Order, a notice of the Bar Date and the procedures for submitting proofs of claim, substantially in the form of the notice attached as **Exhibit D** to the Motion (the “Bar Date Publication Notice” and together with the Bar Date Notice, the “Notices”), on two days that are two weeks apart in the following publications: the St. Louis Post-Dispatch and the Star-Ledger (Newark).

3. Notice upon Inquiry. The Receiver shall promptly provide the Bar Date Notice and Proof of Claim Form to any Claimant who makes a written request for such documents to the Receiver's electronic mail address (acartha.receivership@thompsoncoburn.com) or to the physical address 505 North 7th Street, St. Louis, Missouri 63101.

(d) Procedures for Submitting Proofs of Claim. Except as otherwise ordered by the Court or provided below, each Claimant must submit a completed and signed Proof of Claim Form under penalty of perjury and evidencing such Claimant's Claim, together with supporting documentation (a "Proof of Claim"), with the Receiver in the manner indicated below, so that such Proof of Claim is actually received on or before the Bar Date. Proofs of Claim may be submitted to the Receiver (a) in person, by courier, or by mail addressed to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101, or (b) by electronic mail, as an attachment in portable document format (.pdf) to acartha.receivership@thompsoncoburn.com. Proofs of Claim filed in any other manner, including with the Court, will not be considered properly submitted. **Prior submissions by Claimants will not be treated as properly filed Claims; such Claimants must submit completed and signed Proof of Claim Forms to the Receiver on or before the Bar Date.**

(e) Contents and Form of Proof of Claim. Each Proof of Claim submitted to the Receiver must conform substantially to and must contain all of the information sought in the Proof of Claim Form approved by the Court. The Receiver reserves the right to reject any altered Proof of Claim Form or any Proof of Claim Form that is not filled out completely and properly executed by the correct legal entity or individual. The following rules shall apply to the preparation and submission of Proofs of Claim:

1. General. Each Proof of Claim must be signed by the Claimant or the authorized agent of the Claimant. The Claimant must attest under penalty of perjury that

the information in the Proof of Claim is true and correct. Each Proof of Claim must be legible, written in English and denominated in United States currency.

2. Supporting Documentation. Each Claimant should attach to each Proof of Claim copies of all documents, including any electronic data, available to the Claimant that substantiate the Proof of Claim, including, but not limited to, copies of personal checks, cashier's checks, wire transfer advices and other documents evidencing the investment funds; copies of signed investment contracts; 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 agreements, promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements or other evidence of perfection of liens; and other documents evidencing the amount and basis of the Claim. If supporting documentation is not available, the Claimant must attach an explanation of why the documentation is unavailable.

3. Identify Receivership Entity(ies). Each Proof of Claim must identify the Receivership Entity to which the Claim relates. If the Claimant has a claim against more than one Receivership Entity, the Claimant must file a separate Proof of Claim against each such Receivership Entity.

(f) Submission to Jurisdiction of the Court. The submission of a Proof of Claim will subject the Claimant to the jurisdiction of the United States District Court for the Eastern District of Missouri.

(g) Effect of Failure to Submit Proof of Claim Before Bar Date. Any Claimant who is required to submit a Proof of Claim, but fails to do so in a timely manner or in the proper form, (a) shall be forever barred, estopped, and enjoined to the fullest extent allowed by applicable law from asserting, in any manner, such Claim against the Receiver, the Receivership Entities and

their respective estates or property, (b) shall not be permitted to object to any distribution plan proposed by the Receiver on account of such Claim, (c) shall be denied any distributions under any distribution plan implemented by the Receiver on account of such Claim, and (d) shall 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.

(h) Requests for Additional Information on Submitted Proofs of Claim. If after receiving a Proof of Claim, the Receiver determines that she needs additional information to review and process a Claim, the Receiver may contact the Claimant by telephone or email to request such additional information from the Claimant. A Claimant shall submit to a recorded interview by the Receiver if the Receiver, in her discretion, determines that an interview will facilitate the processing of the Claimant's Claim.

(i) Claim Disputes and Resolutions. The Receiver shall inform the Court of any and all Claims she receives through the Claims Procedures. The Receiver also shall review all the Claims received, negotiate with Claimants regarding any disputed Claims and attempt to settle all such Claims. The Receiver is authorized to compromise and settle any Claim, at any time, as appropriate, subject to Court approval sought in connection with a proposed plan of distribution, and all parties are directed to cooperate with the Receiver to the maximum extent possible to achieve swift resolution of disputes concerning Claims. In the event that a Claimant and the Receiver are unable to resolve a dispute over a Claim, the Receiver shall move the Court for summary disposition of the dispute.

(j) Reservation of Rights. Nothing herein shall prejudice any right of the Receiver 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. Nothing herein is intended to preclude the Receiver from objecting to any Proof of Claim on any grounds.

SO ORDERED this the ____ day of _____, 201_.

THE HONORABLE CAROL E. JACKSON
UNITED STATES DISTRICT JUDGE

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 [_____], 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 [_____ __, 2013] at **5:00 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 [_____ __, 2013] at **5:00 p.m. (prevailing Central Time)**, and all Proof of Claim Forms must be actually received by the Receiver on or before that deadline. 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 submitted after the Bar Date 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.

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.

Ex. B

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. 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.

5. 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.

6. 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 actually received no later than [_____, 2013] at 5:00 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 separate Proof of Claim Forms 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.

7. 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.

8. REQUESTS FOR ADDITIONAL INFORMATION AND INTERVIEWS

If after receiving a Proof of Claim, the Receiver determines that she needs additional information to review and process a Claim, the Receiver may contact the Claimant by telephone or email to request such additional information from the Claimant. 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.

9. 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.

10. 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.

11. 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 [] day of [_____].

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

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

PROOF OF CLAIM IS TO BE FILED WITH RECEIVER -- DO NOT FILE WITH COURT

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

SECURITIES AND EXCHANGE COMMISSION,)
Plaintiff,)
v.)
BURTON DOUGLAS MORRISS, et al.,)
Defendants.)

Case No. 4:12-cv-00080-CEJ

PROOF OF CLAIM FORM

Please Type or Print in the Boxes Below
Do NOT use Red Ink, Pencil, or Staples

FOR RECEIVER'S USE ONLY

Claim No.: _____

Date Received: ____ / ____ / ____

PART I: CLAIMANT IDENTIFICATION

Name of Individual (Last, First) or Entity

If Entity, Name (Last, First) of Individual Completing Form on behalf of Entity

Title

Street Address

City

State

Zip Code

Foreign Province

Foreign Postal Code

Foreign Country Name/Abbreviation

Telephone Number (Primary)
____ - ____ - _____

Telephone Number (Alternate)
____ - ____ - _____

Email Address

Ex. C

PART II: CLAIM

AMOUNT OF CLAIM: _____
(if your claim is based on equity or other interest(s) and is not subject to specific valuation, please include such information in the "Specific Grounds for Claim" box below)

DATE CLAIM INCURRED: _____

Please identify, by checking the appropriate box, the Receivership Entity against whom this claim is asserted:

- Acartha Group, LLC
- Acartha Technology Partners, L.P.
- MIC VII, LLC
- Gryphon Investments III, LLC

Specific Grounds for Claim (attach additional sheet(s), if necessary). _____

Secured Claim. Check this box if you contend that your claim is subject to a security interest. Attach copies of all documents that evidence the claim of secured status, including, but not limited to, promissory notes, mortgages, security agreements, and evidence of perfection of lien.

Asserted Value of Collateral:
\$ _____ . 00

Description of Collateral:

If Court Judgment, Date Obtained:
____ / ____ / _____

If Legal Action Pending, Date Commenced, Court Name, and Case No.:
____ / ____ / _____

Claim Status.

- Check box if you are aware that anyone else has filed a Proof of Claim Form relating to your Claim. (Attach statement giving particulars.)
- Check box if the address entered on this form differs from the address on the envelope sent to you by the Receiver (if you received this form via mail).

Check here if this Proof of Claim:

- Amends
- Replaces
- Supplements a previously filed Proof of Claim Form, dated: _____

**YOU MUST READ AND SIGN THE RELEASE AND THE CERTIFICATE OF TRUTHFULNESS OF PAGE 3.
FAILURE TO SIGN THE RELEASE AND THE CERTIFICATE OF TRUTHFULNESS MAY RESULT IN A
DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**

SUPPORTING DOCUMENTATION: Please attach to your Proof of Claim Form only documents (including copies of emails and other 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 documentation is not available, please attach an explanation of why the documents are not available.

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 the Receivership Entities; (2) routine or form correspondence received from the 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.

VERIFICATION OF CLAIMS: All Proof of Claim Forms submitted are subject to verification by the Receiver and approval by the Court. It is important to provide complete and accurate information to facilitate this effort. Claimants must be willing to submit to an interview and may be asked to supply additional information to complete the claims process.

CONSENT TO JURISDICTION: By submitting your Proof of Claim Form, you consent to the jurisdiction of the United States District Court for the Eastern District of Missouri for all purposes 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 your Proof of Claim Form, you agree to be bound by the actions of the United States District Court for the Eastern District of Missouri even if that means your Claim is limited or denied.

CERTIFICATE OF TRUTHFULNESS: Pursuant to 28 U.S.C. § 1746, I, the undersigned, hereby certify, **under penalty of perjury under the laws of the United States of America**, that all of the information provided in this Proof of Claim Form, including all Schedules and attachments to the Proof of Claim, is true and correct and that the undersigned is authorized to make this Claim.

(Sign your name here)

(Date)

(Type or print your name here)

(Capacity of person(s) signing)

Submit your Proof of Claim Form and supporting documentation to the Receiver: (1) by mail to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101; (2) by courier service, overnight service or hand delivery to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101; or (3) by electronic mail, as an attachment in portable document format (.pdf), to acartha.receivership@thompsoncoburn.com.

Reminder Checklist:

1. Please sign the above declaration.
2. Remember to attach supporting documentation, if available.
3. Keep a copy of your claim form and all supporting documentation for your records.
4. If your contact information changes, please send the Receiver updated information.

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

SECURITIES AND EXCHANGE COMMISSION,
Plaintiff,

v.

BURTON DOUGLAS MORRISS, et al.,
Defendants.

)
)
)
)
)
)
)

Case No. 4:12-cv-00080-CEJ

**NOTICE OF LAST DAY TO SUBMIT A PROOF OF CLAIM FORM
TO ANY CLAIMANTS OF THE RECEIVERSHIP ENTITIES LISTED IN THE BOX BELOW**

PLEASE TAKE NOTICE THAT the United States District Court for the Eastern District of Missouri has entered an order establishing _____, **2013, at 5:00 p.m. (prevailing Central Time)** (the "**Bar Date**") as the last date for each person or entity (including individuals, partnerships, corporations, joint ventures, estates, trusts and governmental units) who asserts a claim (collectively, "**Claimants**", as more specifically defined below) against any of the Receivership Entities listed in the box below to submit a Proof of Claim Form.

or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured, against one or more of the Receivership Entities; or (c) a right to a distribution from one or more of the Receivership Entities, including but not limited to a right based on an investment in or through one or more of the Receivership Entities.

Receivership Entities
Acartha Group, LLC
Acartha Technology Partners, L.P.
MIC VII, LLC
Gryphon Investments III, LLC

A Claimant includes, but is not limited to, any person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, trusts, and governmental units) that holds a Claim.

WHO DOES NOT NEED TO SUBMIT A PROOF OF CLAIM:
"**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.

A Claimant must identify, in the Proof of Claim Form, the Receivership Entity against which it is asserting a Claim if such information is available to the Claimant. However, a Claimant may submit separate Proof of Claim Forms against more than one or all of the Receivership Entities if, based upon a reasonable investigation, such Claimant believes that it holds a Claim against those Receivership Entities or is unsure which Receivership Entity against which it holds a Claim.

WHEN AND WHERE TO SUBMIT A PROOF OF CLAIM
Proof of Claim Forms must be submitted so as to be actually received on or before _____, **2013, at 5:00 p.m. (prevailing Central Time)** by the Receiver in the following manner: (1) by mail to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101; (2) by courier service, overnight service or hand delivery addressed to Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101; or (3) by electronic mail, as an attachment in portable document format (.pdf), to acartha.receivership@thompsoncoburn.com. 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.

The Bar Date and claims filing procedures set forth below apply to all claims against the Receivership Entities that arose prior to January 17, 2012, the date the Receiver was appointed. If you believe any of the Receivership Entities may owe you money or a distribution interest, including a debt, equity or hybrid type interest, you should consider filing a claim before the applicable Bar Date. Holders of claims that arose after January 17, 2012, including Administrative Claimants as described herein, are not required to submit a Proof of Claim Form at this time.

CONSEQUENCES OF FAILURE TO SUBMIT A PROOF OF CLAIM BY THE BAR DATE
If, as described in this notice, you are required to submit a Proof of Claim Form but do not do so on or before the Bar Date of _____, **2013, at 5:00 p.m. (prevailing Central Time)**, you shall 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; shall not be permitted to object to any distribution plan proposed by the Receiver on account of such Claim; shall be denied any distributions under any distribution plan implemented by the Receiver on account of such Claim; and shall not receive any further notices on account of such Claim. Further, the Receivership Entities and their respective property or estates shall be discharged from any and all indebtedness or liability with respect to such Claim. **You may wish to consult an attorney concerning this matter.**

WHO MUST SUBMIT A PROOF OF CLAIM FORM
You **MUST** submit a Proof of Claim Form if you have a Claim against any of the Receivership Entities that arose prior to January 17, 2012. This includes any Claim based on acts or omissions of the Receivership Entities that occurred before January 17, 2012, even if those claims are not now fixed, liquidated, or certain and did not mature or become fixed, liquidated or certain before that date.

To obtain additional information and a Proof of Claim Form, call: (314) 552-6152. Or write to: Acartha Group Receivership, 505 North 7th Street, Saint Louis, Missouri 63101. Or email: acartha.receivership@thompsoncoburn.com.

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 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**").

A copy of the Bar Date Order, Proof of Claim Form, instructions, and additional information for potential claimants is available at <http://www.thompsoncoburn.com/news-and-information/acartha-receivership-information.aspx>.

A "**Claim**" is: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, mature, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured, against one or more of the Receivership Entities; (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether

Ex. D