

1 Michael R. Brooks, Esq.
State Bar No. 167315
2 Bruce T. Bauer, Esq.
State Bar No. 149781
3 BROOKS BAUER LLP
1645 Village Center Circle, Suite 200
4 Las Vegas, Nevada 89134
Ph (702) 851-1191
5 Fax (702) 851-1198
efile@brooksbaauer.com
6 Attorneys for Receiver,
Thomas A. Seaman
7

8
9 **UNITED STATES DISTRICT COURT**
10 **CENTRAL DISTRICT OF CALIFORNIA**
11 **SOUTHERN DIVISION**

12 SECURITIES AND EXCHANGE
13 COMMISSION,

14 Plaintiff,

15 v.

16 MEDICAL CAPITAL HOLDINGS,
17 INC.; MEDICAL CAPITAL
CORPORATION; MEDICAL
18 PROVIDER FUNDING
CORPORATION VI; SIDNEY M.
19 FIELD; and JOSEPH J.
LAMPARIELLO,
20

21 Defendants.

Case No. SA CV09-0818 DOC (RNBx)

**FIRST AND FINAL FEE
APPLICATION OF BROOKS
BAUER LLP FOR RECEIVERSHIP
ENTITY MEDICAL PROVIDER
FINANCIAL CORPORATION III**

Date: February 13, 2012
Time: 8:30 a.m.
Ctm: 9D
Judge: Hon. David O. Carter

22
23 Brooks Bauer LLP ("Brooks Bauer"), counsel retained by Thomas A. Seaman
24 ("Receiver"), the Court-appointed permanent receiver for Defendants Medical Capital Holdings,
25 Medical Capital Corporation, Medical Provider Funding Corporation VI and their subsidiaries
26 and affiliates, submits this first and final fee application for approval and payment of fees and
27 reimbursement of costs and expenses. This application covers fees and expenses incurred during
28 the period October 1, 2010 through November 30, 2011 for legal work performed on behalf of

BROOKS BAUER LLP
1645 VILLAGE CENTER CIRCLE, SUITE 200, LAS VEGAS, NV 89134
TELEPHONE: (702) 851-1191 FAX: (702) 851-1198

1 receivership entity Medical Provider Financial Corporation III (“MPIII”).

2 Brooks Bauer seeks an order allowing Brooks Bauer compensation for services rendered
3 and expenses incurred in litigation to obtain a judgment for the benefit of the receivership estate
4 in excess of \$26,000,000.00. The total amount of compensation requested is \$16,727.72;
5 consisting of fees for legal services performed in the amount of \$15,910.50 and actual out-of-
6 pocket expenses incurred by Brooks Bauer in the amount of \$817.22. As requested by the
7 Receiver, Brooks Bauer has carefully reviewed and made several adjustments to its invoices in
8 light of the Receiver’s desire to provide the best possible value to the receivership estate.

9 **I. INTRODUCTION**

10 In January 2007, receivership entity MPIII entered into a loan agreement pursuant to
11 which MPIII extended credit to Robert J. Aquino, M.D. (“Dr. Aquino”) in an original amount not
12 to exceed \$12,800,000.00 (the “Loan Agreement”). Through a series of amendments, Dr.
13 Aquino ultimately received a total of \$16,444,835.65 in funds under the Loan Agreement. In
14 November 2007, Dr. Aquino defaulted on his obligations and subsequently failed and refused to
15 pay the outstanding amount due under the Loan Agreement.

16 In October 2010, the Receiver retained Brooks Bauer to assist in prosecuting a lawsuit for
17 the benefit of the receivership estate and against Dr. Aquino to recover the losses caused by Dr.
18 Aquino’s breach of the Loan Agreement. The Receiver retained Brooks Bauer due to its
19 experience in representing creditors in Nevada, the jurisdiction in which any suit arising out of
20 the Loan Agreement was required to be brought. Brooks Bauer has successfully completed its
21 work in this matter, which culminated in the entry of a judgment against Dr. Aquino for damages
22 in an amount in excess of \$26,000,000.00.

23 In performing its work in this matter, Brooks Bauer has utilized a number of strategies to
24 reduce the amount of attorney’s fees incurred, including the use of junior attorneys and
25 paralegals as appropriate. The fees and costs sought in this application were critical to obtaining
26 a significant judgment for the benefit of the receivership estate. By this Fee Application, Brooks
27 Bauer respectfully requests to be compensated for the services provided.

28 ///

1 **II. SUMMARY OF TASKS PERFORMED BY BROOKS BAUER IN THE**
2 **LITIGATION AGAINST DR. AQUINO**

3 Brooks Bauer performed a number of tasks in prosecuting the litigation against Dr.
4 Aquino to a successful conclusion, which are summarized below.

- 5 • Brooks Bauer reviewed and analyzed the loan documents and developed an appropriate
6 strategy to seek recovery of the losses caused by Dr. Aquino's breach of the Loan
7 Agreement;
- 8 • Brooks Bauer conducted legal research regarding bases for federal jurisdiction and
9 methods for service under federal and Nevada rules;
- 10 • Brooks Bauer drafted and revised various papers and pleadings filed in the litigation,
11 including a complaint for breach of contract, disgorgement, specific performance,
12 injunctive relief and other causes of action, a motion for leave to serve by publication, a
13 motion for entry of default, and an application for default judgment with supporting
14 declarations;
- 15 • Brooks Bauer coordinated a number of attempts to serve the summons and complaint on
16 Dr. Aquino and, eventually, effected service by publication and mailing; and
- 17 • Brooks Bauer conferred with the Receiver and his counsel, Allen Matkins Leck Gamble
18 Mallory & Natsis LLP, regarding strategy, status and documents and information needed
19 to prove Dr. Aquino's liability and the amount of MPIII's damages.

20 **III. FEE APPLICATION**

21 Brooks Bauer requests the Court's approval of \$15,910.50 in fees and \$817.22 in
22 expenses incurred for work performed to obtain the judgment against Dr. Aquino. The fees and
23 costs are detailed in the invoices attached hereto as Exhibit "A" and summarized in the tables
24 that follow. The matter was assigned to different associate attorneys over time due to the
25 departure of two associates from the firm. However, the attached invoices have been carefully
26 reviewed and the entries related to changes in the assigned attorneys have been revised to ensure
27 the Receiver was not billed for tasks performed as a result of the assignment of a new attorney.

28 ///

A. Fees Requested (\$15,910.50)

Brooks Bauer seeks approval and payment of \$15,910.50 in fees, which are categorized in the following table.

Name	Title	Rate (\$)	Hours	Fees
M. Brooks	Managing Partner	350.00	10.7	3,745.00
M. Brooks	Managing Partner	0.00 (No Charge)	1.2	0.00
G. Habermas	Associate Attorney	210.00	33.5	7,035.00
G. Habermas	Associate Attorney	0.00 (No Charge)	8.2	0.00
T. Williams	Associate Attorney	210.00	14.7	3,087.00
T. Williams	Associate Attorney	0.00 (No Charge)	0.6	0.00
N. Cannizzaro	Associate Attorney	185.00	3.7	684.50
N. Cannizzaro	Associate Attorney	0.00 (No Charge)	0.8	0.00
M. Moran	Associate Attorney	185.00	5.8	1,073.00
D. Balazs	Paralegal	110.00	0.9	99.00
B. Constantino	Paralegal	110.00	0.5	55.00
J. Sallade	Paralegal	110.00	1.2	132.00
TOTAL HOURS / FEES			81.8	15,910.50

Michael R. Brooks, Esq. was lead counsel in this engagement. Mr. Brooks has been practicing law in California and Nevada for more than eighteen years and is the Managing Partner of Brooks Bauer. Mr. Brooks received his J.D. from the University of Southern California Law Center and his practice focuses on creditors' rights and workouts. He has represented numerous clients in contract disputes.

Regina A. Habermas, Esq. (identified as "Gina Habermas" in the attached invoices) is an associate with Brooks Bauer and has been licensed in Nevada since 2003. Ms. Habermas received her J.D. from Chicago-Kent College of Law and has worked in the area of creditors'

1 rights and workouts since 2007. Ms. Habermas has represented a number of clients in contract
2 disputes.

3 Telia U. Williams, Esq. is a former associate with Brooks Bauer and has been licensed in
4 Nevada since 2005. Ms. Williams received her J.D. from Harvard Law School and had worked
5 in the area of debtor and/or creditor representation since December 2009. Ms. Williams has
6 represented a number of clients in contract disputes.

7 Nicole J. Cannizzaro, Esq. is a former associate with Brooks Bauer and has been licensed
8 in Nevada since October 2010. Ms. Cannizzaro received her J.D. from the William S. Boyd
9 School of Law and had worked in the area of creditors' rights and workouts since November
10 2010. Ms. Cannizzaro has represented a number of clients in contract disputes.

11 Macaire K. Moran, Esq. is a former associate with Brooks Bauer and has been licensed in
12 Nevada since 2007. Ms. Moran received her J.D. from the William S. Boyd School of Law and
13 had worked in the area of creditors' rights and workouts since January 2010. Ms. Moran
14 represented a number of clients in contract disputes.

15 Daniela Balazs is a former paralegal with Brooks Bauer. Ms. Balasz has worked as a
16 legal assistant and/or paralegal in Nevada for more than eight years.

17 Brandon Constantino is a paralegal with Brooks Bauer. Mr. Constantino has worked as a
18 legal assistant and/or paralegal in Nevada for more than five years.

19 Jill Sallade is a paralegal with Brooks Bauer. Ms. Sallade has worked as a paralegal in
20 the area of creditor's rights and workouts in Nevada for sixteen years.

21 The requested fees are reasonable and should be allowed. Brooks Bauer has staffed each
22 task as efficiently as possible, using junior attorneys and paralegals where appropriate. The fees
23 incurred were necessary to initiate and bring the lawsuit against Dr. Aquino to a successful
24 conclusion. The requested fees are based upon Brooks Bauer's customary billing rates charged
25 in similar matters at the time the Receiver retained the firm. Although Brooks Bauer raised its
26 rates during the pendency of the action against Dr. Aquino, Brooks Bauer did not increase the
27 rates charged to the Receiver due to Brooks Bauer's desire to provide the best possible value to
28 the receivership estate. Finally, Brooks Bauer's rates are comparable to those charged on

1 similarly complex matters in the community in which Brooks Bauer is located.

2 **B. Expenses Requested (\$817.22)**

3 Brooks Bauer seeks approval and payment of \$817.22 in costs, which are categorized in
4 the following table.

Description	Price (\$)	Cost (\$)
Court Fees	Set by Court	350.00
Outside Services (Service of Summons and Complaint)	Contract Rates	285.00
Photocopies (Copies, Printouts and Scanning)	0.10	160.40
Postage	Set by U.S. Post Office	21.82
TOTAL EXPENSES		817.22

11 The expenses incurred on this matter are reasonable and should be allowed. Brooks
12 Bauer took several actions to minimize the costs incurred on this matter, including making all
13 photocopies in-house rather than using commercial vendors. In addition, Brooks Bauer does not
14 charge for incoming or outgoing facsimile transmissions, long-distance telephone calls or
15 computer research. No travel expenses were incurred because Brooks Bauer requested the court
16 decide all motions and applications without oral argument as permitted by the court's local rules
17 and Dr. Aquino failed to appear in the action. Finally, the expenses for which Brooks Bauer is
18 seeking reimbursement are all of the type customarily charged to its clients and are charged at
19 prices comparable to the prices charged in the community in which Brooks Bauer is located.

20 **IV. CONCLUSION**

21 Brooks Bauer has worked diligently to assist the Receiver in fulfilling his assigned duties
22 and has provided valuable services to the receivership estate by obtaining a significant judgment
23 against Dr. Aquino. Therefore, Brooks Bauer respectfully requests an order:

- 24 1. Approving and allowing fees totaling \$15,910.50 for Brooks Bauer's services in
25 this matter;
- 26 2. Approving and allowing reimbursement of costs totaling \$817.22 incurred by
27 Brooks Bauer in this matter;
28

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1 3. Authorizing the Receiver to pay 100% of the allowed amount of Brooks Bauer's
2 fees, which amount is \$15,910.50;

3 4. Authorizing the Receiver to pay 100% of the allowed amount of Brooks Bauer's
4 costs, which amount is \$817.22; and

5 5. For such other and further relief as the Court deems appropriate.

6 Dated this 13th day of January, 2012.

7 **BROOKS BAUER LLP**

8
9 By: /s/Michael R. Brooks, Esq.
10 Michael R. Brooks, Esq.
11 State Bar No. 167315
12 Bruce T. Bauer, Esq.
13 State Bar No. 149781
14 1645 Village Center Circle, Suite 200
15 Las Vegas, NV 89134
16 Ph (702) 851-1151
17 Fax (702) 851-1198
18 Attorneys for Receiver,
19 Thomas A. Seaman
20
21
22
23
24
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26
27
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BROOKS BAUER LLP
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9 **UNITED STATES DISTRICT COURT**
10 **CENTRAL DISTRICT OF CALIFORNIA**
11 **SOUTHERN DIVISION**

12 SECURITIES AND EXCHANGE
13 COMMISSION,

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15 v.

16 MEDICAL CAPITAL HOLDINGS,
17 INC.; MEDICAL CAPITAL
CORPORATION; MEDICAL
18 PROVIDER FUNDING
CORPORATION VI; SIDNEY M.
19 FIELD; and JOSEPH J.
LAMPARIELLO,
20

21 Defendants.

Case No. SA CV09-0818 DOC (RNBx)

**DECLARATION OF MICHAEL R.
BROOKS, ESQ. IN SUPPORT OF
FIRST AND FINAL FEE
APPLICATION OF BROOKS
BAUER LLP FOR RECEIVERSHIP
ENTITY MEDICAL PROVIDER
FINANCIAL CORPORATION III**

Date: February 13, 2012
Time: 8:30 a.m.
Ctrm: 9D
Judge: Hon. David O. Carter

22
23 I, Michael R. Brooks, declare as follows:

24 1. I am an attorney licensed to practice before all of the courts of the State of
25 California and the State of Nevada and am a Partner with Brooks Bauer LLP, attorneys of record
26 for Thomas A. Seaman, the duly appointed and acting Federal Equity Receiver for Medical
27 Provider Financial Corporation III in the above-captioned action.

28 ///

1 2. I am the attorney primarily responsible for the supervision of this matter. I have
2 personal knowledge of the facts set forth below, except for those facts that are stated upon
3 information and belief, and as to those matters, I believe them to be true. If called upon to
4 testify, I could and would do so truthfully and competently.

5 3. This declaration is offered in support of the First and Final Fee Application of
6 Brooks Bauer LLP for Receivership Entity Medical Provider Financial Corporation III, filed
7 concurrently herewith (the "Fee Application").

8 4. Brooks Bauer LLP ("Brooks Bauer") was retained by the Court-appointed
9 permanent receiver, Thomas A. Seaman, to represent him in prosecuting a Nevada lawsuit for
10 the benefit of the receivership estate and against Robert J. Aquino, M.D. to recover losses caused
11 by Dr. Aquino's breach of a loan agreement.

12 5. Attached hereto as Exhibit "A" are true and correct copies of the invoices
13 generated in this matter, redacted to remove information protected by the attorney-client
14 privilege and work product doctrine.

15 6. As requested by the Receiver, Brooks Bauer has written off and written down fees
16 and costs as appropriate to provide the best value to the receivership estate. The fees and costs
17 sought in the Fee Application were critical to obtaining a judgment in excess of \$26,000,000.00
18 for the benefit of the receivership estate.

19 7. Whenever possible, I incorporated or utilized the services of support staff
20 including paralegals and associate attorneys to ensure that the case was handled in the most cost-
21 effective manner possible. The rates billed in this matter were reasonable in exchange for the
22 experience and education of the professionals employed by Brooks Bauer and in the community
23 in which they work.

24 8. Although Brooks Bauer raised its rates during the pendency of the action against
25 Dr. Aquino, Brooks Bauer did not increase the rates charged to the Receiver due to Brooks
26 Bauer's desire to provide the best possible value to the receivership estate.

27 9. By the Fee Application, Brooks Bauer seeks approval of \$15,910.50 in fees and
28 requests that the Receiver be authorized to pay 100% of the requested fees at this time.

1 10. Brooks Bauer also seeks reimbursement of 100% of the allowed costs totaling
2 \$817.22 incurred in this matter.

3 I declare under penalty of perjury under the laws of the State of California that the
4 foregoing is true and correct.

5 Executed this 13th day of January, 2012, at Las Vegas, Nevada.

6
7 */s/Michael R. Brooks, Esq.*
MICHAEL R. BROOKS, ESQ.

EXHIBIT A

EXHIBIT A

EXHIBIT A

Brooks Bauer LLP
 Attn: Accounting
 1645 Village Center Cir, Ste 200
 Las Vegas, NV 89134

(702)851-1191
 Statement as of October 31, 2010
 Invoice No: 5980

Thomas Seaman Company
 Thomas Seaman Company
 3 Park Plaza, Suite 550
 Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
10/11/2010	MKM	Review Preliminary Injunction Order and loan documents. Telephone conference call with client to discuss [REDACTED] [REDACTED] Opening new matter and run conflicts check (1.2).	1.20	185.00	222.00
10/12/2010	MRB	Review of new file regarding pursuit of collection on behalf of SEC receiver. (0.4).	0.40	350.00	140.00
10/21/2010	MKM	Receive and review retainer agreement (0.2).	0.20	185.00	37.00
10/26/2010	MRB	Conference with counsel regarding [REDACTED] [REDACTED] [REDACTED] (0.5).	0.50	350.00	175.00

Sub-total Fees: 574.00

Michael Brooks	0.90 hours at \$	350.00/hr	315.00
Macaire K Moran	1.40 hours at \$	185.00/hr	259.00
Total hours:		<u>2.30</u>	

Expenses		Units	Price	Amount
10/31/2010	Total Photocopies for October.	97.00	0.10	9.70
Sub-total Expenses:				<u>9.70</u>

Brooks Bauer LLP

Page: 2

Courtesy Discount:	0.00
Total Now Due:	583.70

Payment is Due Upon Receipt
Tax ID Number: 27-0289494
Please Make Checks to Brooks Bauer LLP
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Brooks Bauer LLP

Attn: Accounting
 1645 Village Center Cir, Ste 200
 Las Vegas, NV 89134

(702) 851-1191
 Statement as of November 30, 2010
 Invoice No: 5981

Thomas Seaman Company
 Thomas Seaman Company
 3 Park Plaza, Suite 550
 Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
11/12/2010	MKM	Telephone call with Ted Fates regarding [REDACTED] (0.2).	0.20	185.00	37.00
11/13/2010	MRB	Review of status of complaint; Correspondence with client contact regarding [REDACTED] (0.4).	0.40	350.00	140.00
11/18/2010	MKM	Begin drafting Complaint (0.4).	0.40	185.00	74.00
11/23/2010	MKM	Finish drafting Complaint (3.2).	3.20	185.00	592.00
				Sub-total Fees:	843.00

Michael Brooks	0.40 hours at \$	350.00/hr	140.00
Macaire K Moran	3.80 hours at \$	185.00/hr	703.00
Total hours:		4.20	

Expenses		Units	Price	Amount
11/30/2010	Total Photocopies for November.	48.00	0.10	4.80
Sub-total Expenses:				4.80

Courtesy Discount: 0.00
Total Now Due: 847.80

Brooks Bauer LLP

Page: 2

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Brooks Bauer LLP

Attn: Accounting
1645 Village Center Cir, Ste 200
Las Vegas, NV 89134

(702)851-1191
Statement as of December 31, 2010
Invoice No: 5982

Thomas Seaman Company
Thomas Seaman Company
3 Park Plaza, Suite 550
Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
12/1/2010	MRB	Review and revise Complaint for breach of contract. (0.8).	0.80	350.00	280.00
12/6/2010	MRB	Review and revise complaint for damages. (0.8).	0.60	350.00	210.00
12/7/2010	MKM	Editting Complaint and send copy to Ted Fates for review (0.4).	0.40	185.00	74.00
Sub-total Fees:					<u>584.00</u>

Michael Brooks	1.40 hours at \$	350.00/hr	490.00
Macaire K Moran	0.40 hours at \$	185.00/hr	74.00
Total hours:	<u>1.80</u>		

Courtesy Discount: 0.00
Total Now Due: 584.00

Payment is Due Upon Receipt
Tax ID Number: 27-0289494
Please Make Checks to Brooks Bauer LLP
Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
 1645 Village Center Cir, Ste 200
 Las Vegas, NV 89134

(702)851-1191
 Statement as of February 28, 2011
 Invoice No: 5983

Thomas Seaman Company
 Thomas Seaman Company
 3 Park Plaza, Suite 550
 Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
2/18/2011	MRB	Review of status of proceedings against physician for breach of contract and fraud. (0.4).	0.40	350.00	140.00
2/18/2011	MKM	Review and follow up with client regarding [REDACTED] (0.2).	0.20	185.00	37.00
Sub-total Fees:					<u>177.00</u>

Michael Brooks	0.40 hours at \$	350.00/hr	140.00
Macaire K Moran	0.20 hours at \$	185.00/hr	37.00
Total hours:	<u>0.60</u>		

Courtesy Discount: 0.00
Total Now Due: 177.00

Payment is Due Upon Receipt
 Tax ID Number: 27-0289494
 Please Make Checks to Brooks Bauer LLP
 Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
 1645 Village Center Cir, Ste 200
 Las Vegas, NV 89134

(702)851-1191
 Statement as of March 31, 2011
 Invoice No: 6287

Thomas Seaman Company
 Thomas Seaman Company
 3 Park Plaza, Suite 550
 Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
3/2/2011	TUW	Follow-up on filing Complaint; read status email from Ms. Moran, Esq.	0.20	0.00	0.00
3/30/2011	TUW	Review file in light of questions posed by redlined version of Complaint; review and revise draft of Complaint; email Ted Fates, Esq. with [REDACTED] briefly review indictment of Aquino.	2.30	210.00	483.00
3/31/2011	TUW	Review and make revisions from Ted Fates to Complaint, and reply to his email; finalize document for filing.	0.50	210.00	105.00

Sub-total Fees: 588.00

Telia U. Williams	0.20 hours at \$	0.00/hr	0.00
Telia U. Williams	2.80 hours at \$	210.00/hr	588.00
Total hours:	<u>3.00</u>		

Courtesy Discount: 0.00
Total Now Due: 588.00

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
16,176.72	13,416.22	2,172.50	0.00	0.00

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Brooks Bauer LLP

Attn: Accounting
1645 Village Center Cir, Ste 200
Las Vegas, NV 89134

(702)851-1191
Statement as of April 30, 2011
Invoice No: 6286

Thomas Seaman Company
Thomas Seaman Company
3 Park Plaza, Suite 550
Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
4/2/2011	TUW	Email Ted Fates regarding [REDACTED]	0.20	210.00	42.00
4/4/2011	MRB	Review and finalize Complaint in preparation for filing.	0.60	350.00	210.00
4/4/2011	TUW	Telephone call from Ted Fates, Esq; Email Ted Fates.	0.40	210.00	84.00
4/6/2011	TUW	Review ancillary and federal question jurisdiction as opposed to diversity jurisdiction for Thomas Seaman, in order to convert Complaint for filing in federal court; Draft additional Jurisdiction and Venue section of Complaint suitable for federal court.	0.40	0.00	0.00
4/8/2011	NJC	Reviewed Complaint; researched and reviewed case and statutory law regarding federal receivers, ancillary jurisdiction, and federal question jurisdiction; Drafted portions of complaint regarding jurisdiction and venue in federal district court, as required for filing in the federal district court.	2.90	185.00	536.50
4/8/2011	TUW	Review and revise draft Complaint for Federal court filing based on Thomas Seaman as a federal receiver and supporting statutes, with instructions to Ms. Cannizzaro, Esq. to draft and input changes.	0.30	210.00	63.00
4/11/2011	NJC	Reviewed statutory provisions regarding federal question jurisdiction over claims asserted by a Federal Equity Receiver;	0.40	0.00	0.00

Brooks Bauer LLP

Page: 2

Revised jurisdictional statement for federal court complaint.

4/12/2011	NJC	Revised complaint for proper format for filing with U.S. District Court.	0.30	185.00	55.50
4/12/2011	TUW	Emails back and forth with Ted Fates, Esq. regarding [REDACTED] [REDACTED] re-review case law and loan documents and lightly redraft Jurisdiction and Venue sections in accordance with discussion with Mr. Fates; Review draft of Complaint and forward to Mr. Fates; Telephone call to Mr. Fates.	3.10	210.00	651.00
4/13/2011	TUW	Review and respond to emails from Ted Fates and redlined comments; Review Order; revise and finalize Complaint.	1.20	210.00	252.00
4/14/2011	MRB	Final review of summons and complaint.	0.40	350.00	140.00
4/14/2011	TUW	Review status and supervise filing of federal complaint; review federal cause of action (aside from jurisdiction) statute for filing civil cover sheet; plan and discuss schedule of service on Defendant; Wmail and respond to Ted Fates, Esq; Review Notices and Minute Orders issued by federal District Court in case after filing.	0.60	210.00	126.00
4/14/2011	TUW	Emails to Ted Fates, Esq.	0.30	210.00	63.00
4/19/2011	TUW	Draft and supervise filing of Certificate of Interested Parties in federal court.	0.30	210.00	63.00
4/22/2011	MRB	Review of status and final review of certificate of interested parties.	0.30	350.00	105.00
4/29/2011	MRB	Review of status of service of summons and complaint.	0.30	350.00	105.00
				Sub-total Fees:	<u>2,496.00</u>

Michael Brooks	1.60 hours at \$	350.00/hr	560.00
Nicole J. Cannizzaro	0.40 hours at \$	0.00/hr	0.00
Nicole J. Cannizzaro	3.20 hours at \$	185.00/hr	592.00
Telia U. Williams	0.40 hours at \$	0.00/hr	0.00
Telia U. Williams	6.40 hours at \$	210.00/hr	1,344.00
Total hours:	<u>12.00</u>		

Brooks Bauer LLP

Page: 3

Expenses		Units	Price	Amount
4/14/2011	Filing Fees.	1.00	350.00	350.00
4/30/2011	Total Photocopies for April.	81.00	0.10	8.10
Sub-total Expenses:				358.10

Courtesy Discount: 0.00
Total Now Due: 2,854.10

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
16,218.72	10,562.12	2,802.50	0.00	0.00

Payment is Due Upon Receipt
 Tax ID Number: 27-0289494
 Please Make Checks to Brooks Bauer LLP
 Please include Invoice Number on Check

Brooks Bauer LLP
Attn: Accounting
1645 Village Center Cir, Ste 200
Las Vegas, NV 89134

(702)851-1191
Statement as of May 31, 2011
Invoice No: 6285

Thomas Seaman Company
Thomas Seaman Company
3 Park Plaza, Suite 550
Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
5/4/2011	TUW	Supervise service of federal complaint in New York; Reply to email from Ted Fates, Esq.	0.20	210.00	42.00
5/4/2011	TUW	Email Ted Fates, Esq. regarding [REDACTED] [REDACTED] Review status of service of defendant.	0.20	210.00	42.00
5/11/2011	TUW	Review status of service on Aquino.	0.20	210.00	42.00
5/12/2011	TUW	Review status of service; Email to Ted Fates.	0.20	210.00	42.00
5/16/2011	TUW	Review status of service; Correspondence with process server in New York; Review and respond to emails from Ted Fates, Esq; Supervise re-serving of complaint to home address.	0.70	210.00	147.00
5/18/2011	TUW	Review email, and email summary and thoughts regarding [REDACTED] to Ted Fates, Esq; review means to serve Aquino and email with Ted Fates, Esq.	1.50	210.00	315.00
5/19/2011	TUW	Communicate service request to process server to document Aquino's attempt to evade service.	0.40	210.00	84.00
5/19/2011	TUW	Telephone conference with Ted Fates, Esq. regarding [REDACTED] [REDACTED] Review requirements for service by publication in terms of this case.	0.50	210.00	105.00
5/23/2011	TUW	Review service on Aquino; Telephone conference with Ted Fates.	0.40	210.00	84.00

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Page: 2

5/24/2011	TUW	Telephone conference with Ted Fates, Esq.	0.40	210.00	84.00
Sub-total Fees:					<u>987.00</u>

Telia U. Williams	4.70 hours at \$	210.00/hr	987.00
Total hours:	<u>4.70</u>		

Expenses		Units	Price	Amount
5/25/2011	Process Service; Summons & Complaint.	1.00	50.00	50.00
5/31/2011	Process Service.	1.00	135.00	135.00
Sub-total Expenses:				<u>185.00</u>

Courtesy Discount:	0.00
Total Now Due:	1,172.00

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
16,376.72	9,390.12	5,814.60	0.00	0.00

Payment is Due Upon Receipt
 Tax ID Number: 27-0289494
 Please Make Checks to Brooks Bauer LLP
 Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
1645 Village Center Cir, Ste 200
Las Vegas, NV 89134

(702) 851-1191
Statement as of June 30, 2011
Invoice No: 6288

Thomas Seaman Company
Thomas Seaman Company
3 Park Plaza, Suite 550
Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
6/1/2011	TUW	Supervise Notice of Change of Address for filing in federal court; update Ted Fates.	0.30	210.00	63.00
6/2/2011	TUW	Review status of Motion for Publication; Draft memorandum.	0.30	210.00	63.00
6/3/2011	TUW	Email with Ted Fates regarding [REDACTED]	0.20	210.00	42.00
6/9/2011	NJC	Researched Nevada Rules of Civil Procedure to verify proper procedure for service by publication, including jurisdiction in which publication must take place.	0.50	185.00	92.50
6/10/2011	JS	Prepare Ex Parte Motion to Publish, Declaration, and Order for attorney review and signature.	1.20	110.00	132.00
6/13/2011	MRB	Review Ex Parte Motion to serve complaint; Review of attempts at service; Draft Status Update to Client.	0.80	350.00	280.00
6/13/2011	NJC	Meeting with Mr. Brooks, Ms. Habermas and Mr. Todd to discuss status of the case and referral of the case to Ms. Habermas; reviewed previous communications and proceedings in federal district court; reviewed Federal Rules of Civil Procedure and Nevada Rules of Civil Procedure for support for Motion to Serve by Publication.	0.40	0.00	0.00
6/13/2011	GH	Review complaint and affidavits of non-service; Online research regarding status of defendant's medical license and	2.80	210.00	588.00

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address maintained by licensing authority;
 Review local rules governing ex parte motions and extensions of time; Begin legal research regarding federal standard for extension of time to serve.

6/14/2011	GH	Finish legal research regarding federal standard for extension of time to serve; Review correspondence file for key dates related to attempts to serve defendant; Revise ex parte motion to serve by publication to add request for extension of time to serve, expand on standard for service by publication and add facts demonstrating diligence on client's part; Revise proposed order and declaration in support of said motion.	5.00	210.00	1,050.00
6/20/2011	MRB	Correspondence concerning filing of Motion for Service; Review of status of filing.	0.40	350.00	140.00
6/20/2011	GH	Communications with client regarding [REDACTED] [REDACTED] Finalize said motion, declaration in support of motion and proposed order granting motion.	0.30	210.00	63.00
6/20/2011	GH	Prepare motion to have Ms. Williams removed as counsel of record in court's electronic filing system.	0.30	0.00	0.00
6/24/2011	GH	Review order granting ex parte motion to serve by publication and extend time to serve.	0.20	210.00	42.00
6/29/2011	MRB	Review of Order Granting Service by Publication; Review of status of publication.	0.30	350.00	105.00
6/29/2011	MRB	Conference regarding fee application; Review of process for fee application.	0.40	0.00	0.00
6/29/2011	GH	Communications with client regarding [REDACTED] [REDACTED]	0.20	210.00	42.00

Sub-total Fees: 2,702.50

Michael Brooks	0.40 hours at \$	0.00/hr	0.00
Michael Brooks	1.50 hours at \$	350.00/hr	525.00
Nicole J. Cannizzaro	0.40 hours at \$	0.00/hr	0.00
Nicole J. Cannizzaro	0.50 hours at \$	185.00/hr	92.50
Gina Habermas	0.30 hours at \$	0.00/hr	0.00
Gina Habermas	8.50 hours at \$	210.00/hr	1,785.00
Jill Sallade	1.20 hours at \$	110.00/hr	132.00

Brooks Bauer LLP

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Telia U. Williams	0.80 hours at \$ 210.00/hr	168.00
Total hours:	13.60	

Expenses

		Units	Price	Amount
6/30/2011	Total Photocopies for June.	327.00	0.10	32.70
	Sub-total Expenses:			32.70

Courtesy Discount:	0.00
Total Now Due:	2,735.20

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
13,286.62	8,378.92	2,172.50	0.00	0.00

Payment is Due Upon Receipt
 Tax ID Number: 27-0289494
 Please Make Checks to Brooks Bauer LLP
 Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
 1645 Village Center Cir, Ste 200
 Las Vegas, NV 89134

(702)851-1191
 Statement as of July 31, 2011
 Invoice No: 6283

Thomas Seaman Company
 Thomas Seaman Company
 3 Park Plaza, Suite 550
 Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
7/5/2011	GH	Review Rules 16 and 26 and related local rules regarding discovery conference, initial disclosures and discovery plan; Determine time frames within which parties must confer regarding discovery plan, make initial disclosures and submit proposed discovery plan and scheduling order.	1.00	210.00	210.00
7/12/2011	MRB	Review of status of service upon Dr. Aquino.	0.30	350.00	105.00
7/12/2011	GH	Review Nevada rule regarding date upon which service by publication is deemed complete; Review federal rule regarding time for response to complaint; Communications with client regarding [REDACTED]	0.50	210.00	105.00
7/29/2011	GH	Review recent fee applications filed by counsel for receiver.	0.50	0.00	0.00
Sub-total Fees:					420.00

Michael Brooks	0.30 hours at \$	350.00/hr	105.00
Gina Habermas	0.50 hours at \$	0.00/hr	0.00
Gina Habermas	1.50 hours at \$	210.00/hr	315.00
Total hours:		2.30	

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Expenses		Units	Price	Amount
7/1/2011	Postage.	1.00	8.03	8.03
7/1/2011	Postage.	1.00	2.88	2.88
7/5/2011	Service by Publication.	1.00	100.00	100.00
7/8/2011	Postage.	1.00	8.03	8.03
7/8/2011	Postage.	1.00	2.88	2.88
7/31/2011	Total Photocopies for July.	132.00	0.10	13.20
Sub-total Expenses:				135.02

Courtesy Discount: 0.00
Total Now Due: 555.02

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
13,486.62	5,945.00	6,986.60	0.00	0.00

Payment is Due Upon Receipt
Tax ID Number: 27-0289494
Please Make Checks to Brooks Bauer LLP
Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
 1645 Village Center Cir, Ste 200
 Las Vegas, NV 89134

(702)851-1191
 Statement as of August 31, 2011
 Invoice No: 6278

Thomas Seaman Company
 Thomas Seaman Company
 3 Park Plaza, Suite 550
 Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
8/12/2011	GH	Review and revise certificate of mailing summons and complaint to plaintiff's last known address; Closely review loan and security agreement and table summarizing loan history and amounts due; identify information needed for initial disclosures and/or default prove up; Online research to determine whether UCC financing statements were recorded (3.1).	3.10	210.00	651.00
8/15/2011	GH	Prepare list of documents needed for initial disclosures and/or default prove up; Communications with client regarding [REDACTED] (1.5).	1.50	210.00	315.00
8/17/2011	GH	Further communications with client regarding [REDACTED] (0.2).	0.20	210.00	42.00
8/18/2011	MRB	Conference with client regarding [REDACTED] (0.5).	0.50	350.00	175.00
8/18/2011	GH	Conference call with client contacts regarding [REDACTED] (0.5).	0.50	210.00	105.00
8/29/2011	GH	Review docket and confirm defendant failed to respond to complaint; Review recently amended local rules for revisions regarding entry of default; Prepare default for entry by	0.70	210.00	147.00

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		court clerk (0.7).			
8/30/2011	DB	Drafted Motion for Entry of Default; Drafted Declaration in Support of Motion for Entry of Default and Certificate of Service of Motion for Entry of Default as per us district court's request. (0.8); telephone call to us district court clerk regarding default. (0.1).	0.90	110.00	99.00
8/31/2011	MRB	Review of status of default judgment against Aquino. (0.3).	0.30	350.00	105.00
8/31/2011	GH	Review and revise motion for entry of default and declaration in support of same (1.6).	1.60	210.00	336.00
				Sub-total Fees:	<u>1,975.00</u>

Daniela Balazs	0.90 hours at \$	110.00/hr	99.00
Michael Brooks	0.80 hours at \$	350.00/hr	280.00
Gina Habermas	7.60 hours at \$	210.00/hr	1,596.00
Total hours:	<u>9.30</u>		

Courtesy Discount: 0.00
Total Now Due: 1,975.00

Payment is Due Upon Receipt
Tax ID Number: 27-0289494
Please Make Checks to Brooks Bauer LLP
Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
1645 Village Center Cir, Ste 200
Las Vegas, NV 89134

(702)851-1191
Statement as of September 30, 2011
Invoice No: 6290

Thomas Seaman Company
Thomas Seaman Company
3 Park Plaza, Suite 550
Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
9/2/2011	MRB	Review of status of default; Review of Motion for Default Judgment.	0.20	350.00	70.00
9/2/2011	MRB	Evaluate Fee status and application.	0.20	0.00	0.00
9/2/2011	GH	Communications with client regarding [REDACTED]	0.20	210.00	42.00
9/13/2011	GH	Review additional loan documents received from receiver's office, including amendments to loan agreement and UCC financing statements.	0.60	210.00	126.00
9/14/2011	GH	Review federal and local rules governing default judgments; Legal research regarding effect of entry of default and Ninth Circuit standard for entry of default judgment; Begin to prepare receiver's declaration in support of application for default judgment.	3.50	210.00	735.00
9/22/2011	GH	Online research regarding status of defendant's medical license; Finish receiver's declaration in support of application for default judgment.	1.90	210.00	399.00
9/23/2011	GH	Prepare application for default judgment.	3.20	210.00	672.00
9/29/2011	MRB	Finalize application for default prove-up; Review declaration in support of said application.	0.50	350.00	175.00
9/29/2011	GH	Review billing and calculate attorney's fees and costs incurred by client through August 2011 for inclusion in damages sought in application for default judgement; Prepare	3.00	210.00	630.00

Brooks Bauer LLP

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Mr. Brooks' declaration in support of application for default judgment.

Sub-total Fees: 2,849.00

Michael Brooks	0.20 hours at \$	0.00/hr	0.00
Michael Brooks	0.70 hours at \$	350.00/hr	245.00
Gina Habermas	12.40 hours at \$	210.00/hr	2,604.00
Total hours:		<u>13.30</u>	

Expenses

		Units	Price	Amount
9/30/2011	Total Photocopies for September.	271.00	0.10	27.10
Sub-total Expenses:				<u>27.10</u>

Courtesy Discount: 0.00
Total Now Due: 2,876.10

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
14,927.92	9,879.32	2,172.50	0.00	0.00

Payment is Due Upon Receipt
 Tax ID Number: 27-0289494
 Please Make Checks to Brooks Bauer LLP
 Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
1645 Village Center Cir, Ste 200
Las Vegas, NV 89134

(702) 851-1191
Statement as of October 31, 2011
Invoice No: 6291

Thomas Seaman Company
Thomas Seaman Company
3 Park Plaza, Suite 550
Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
10/11/2011	GH	Communications with client regarding [REDACTED]	0.20	210.00	42.00
10/13/2011	MRB	Review and finalize Application for Default Judgment.	0.70	350.00	245.00
10/14/2011	GH	Review minute order regarding reassignment of magistrate judge on case; Review and redact invoices to be submitted with application for default judgment to remove information protected by attorney-client privilege and work product doctrine; Revise application for default judgment pursuant to Mr. Brooks' comments; Forward draft application for default judgment and supporting declarations to client for review.	1.50	210.00	315.00
10/18/2011	MRB	Review and revise Application for Default Judgment.	0.40	350.00	140.00
10/18/2011	GH	Communications with client regarding [REDACTED]	0.20	210.00	42.00
10/24/2011	GH	Review and redact September and October 2011 invoices to be submitted with application for default judgment to remove information protected by attorney-client privilege and work product doctrine.	0.20	210.00	42.00
10/27/2011	MRB	Review and finalize Application for Default Judgment.	0.50	350.00	175.00
10/28/2011	GH	Review conformed copies of default	0.20	210.00	42.00

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judgment application and supporting
 declarations and forward said copies to
 client.

10/31/2011	MRB	Review of correspondence from court clerk regarding application for default judgment.	0.30	350.00	105.00
Sub-total Fees:					1,148.00

Michael Brooks	1.90 hours at \$	350.00/hr	665.00
Gina Habermas	2.30 hours at \$	210.00/hr	483.00
Total hours:		4.20	

Expenses		Units	Price	Amount
10/31/2011	Total Photocopies for October.	648.00	0.10	64.80
Sub-total Expenses:				64.80

Courtesy Discount: 0.00
Total Now Due: 1,212.80

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
16,140.72	9,879.32	2,172.50	2,876.10	0.00

Payment is Due Upon Receipt
 Tax ID Number: 27-0289494
 Please Make Checks to Brooks Bauer LLP
 Please Include Invoice Number on Check

Brooks Bauer LLP

Attn: Accounting
1645 Village Center Cir, Ste 200
Las Vegas, NV 89134

(702) 851-1191
Statement as of November 23, 2011
Invoice No: 6293

Thomas Seaman Company
Thomas Seaman Company
3 Park Plaza, Suite 550
Irvine, Ca 92614

1154-0001: Aquino, M.D.; Capitol Health Management, Inc.

Professional Fees			Hours	Rate	Amount
11/1/2011	BC	Telephone call with Judge's assistant regarding proposed order for default judgment; Draft proposed order for default judgment.	0.50	110.00	55.00
11/7/2011	MRB	Final review of proposed order granting Application for Default Judgment.	0.40	350.00	140.00
11/7/2011	GH	Review and revise draft order granting default judgment; Communications with client regarding [REDACTED]	1.20	210.00	252.00
11/21/2011	MRB	Conference with client regarding [REDACTED]	0.40	350.00	140.00
11/21/2011	GH	Telephone call with contact at receiver's office regarding [REDACTED] [REDACTED] Review invoices submitted with application for default judgment and identify entries to be modified pursuant to guidance received from receiver's office prior to submission of fee application in receivership case.	1.20	0.00	0.00
11/22/2011	GH	Communications with Mr. Brooks regarding modifications to invoices pursuant to guidance received from receiver's office; Revise invoices pursuant to Mr. Brooks' comments; Prepare fee application to be submitted in receivership case.	4.20	0.00	0.00

Brooks Bauer LLP

Page: 2

11/23/2011	MRB	Review and finalize Fee Application for Receivership.	0.60	0.00	0.00
11/23/2011	GH	Review revised invoices to ensure adjustments properly made; Redact information protected by attorney-client privilege and work product doctrine from said invoices; Review and finalize fee application to be submitted in receivership case.	2.00	0.00	0.00

Sub-total Fees: 587.00

Michael Brooks	0.60 hours at \$	0.00/hr	0.00
Michael Brooks	0.80 hours at \$	350.00/hr	280.00
Brandon Costantino	0.50 hours at \$	110.00/hr	55.00
Gina Habermas	7.40 hours at \$	0.00/hr	0.00
Gina Habermas	1.20 hours at \$	210.00/hr	252.00
Total hours:	<u>10.50</u>		

Courtesy Discount: 0.00
Total Now Due: 587.00

Total Due Aging Statement

Total Due	Less than 30 Days	30 Days Past Due	60 Days Past Due	90+ days past due
16,727.72	11,092.12	2,172.50	2,876.10	0.00

Payment is Due Upon Receipt
 Tax ID Number: 27-0289494
 Please Make Checks to Brooks Bauer LLP
 Please Include Invoice Number on Check

1 Michael R. Brooks, Esq.
State Bar No. 167315
2 Bruce T. Bauer, Esq.
State Bar No. 149781
3 BROOKS BAUER LLP
1645 Village Center Circle, Suite 200
4 Las Vegas, Nevada 89134
Ph (702) 851-1191
5 Fax (702) 851-1198
efile@brooksbaauer.com
6 Attorneys for Receiver,
Thomas A. Seaman
7

8
9 **UNITED STATES DISTRICT COURT**
10 **CENTRAL DISTRICT OF CALIFORNIA**
11 **SOUTHERN DIVISION**

12 SECURITIES AND EXCHANGE
13 COMMISSION,

14 Plaintiff,

15 v.

16 MEDICAL CAPITAL HOLDINGS,
17 INC.; MEDICAL CAPITAL
CORPORATION; MEDICAL
18 PROVIDER FUNDING
CORPORATION VI; SIDNEY M.
19 FIELD; and JOSEPH J.
LAMPARIELLO,
20

21 Defendants.

Case No. SA CV09-0818 DOC (RNBx)

**[PROPOSED] ORDER ON FIRST
AND FINAL FEE APPLICATION OF
BROOKS BAUER LLP FOR
RECEIVERSHIP ENTITY MEDICAL
PROVIDER FINANCIAL
CORPORATION III**

Date: February 13, 2012
Time: 8:30 a.m.
Ctrm: 9D
Judge: Hon. David O. Carter

22
23 The First and Final Fee Application of Brooks Bauer LLP for Receivership Entity
24 Medical Provider Financial Corporation III (the "Fee Application") came before the Court.
25 Appearances were as noted on the record.

26 The Court having received and read the Motion papers and the Fee Application, including
27 any supporting declarations and objections filed therein, and being so advised in the matter and
28 finding good cause, orders as follows:

BROOKS BAUER LLP
1645 VILLAGE CENTER CIRCLE, SUITE 200, LAS VEGAS, NV 89134
TELEPHONE: (702) 851-1191 FAX: (702) 851-1198

1 **IT IS ORDERED** that the First and Final Fee Application of Brooks Bauer LLP for
2 Receivership Entity Medical Provider Financial Corporation III is allowed and approved in the
3 amount of \$15,910.50 in attorneys' fees and \$817.22 in costs for services performed and costs
4 incurred during the Fee Application period from October 1, 2010 through November 30, 2011.

5 **IT IS FURTHER ORDERED** that the Receiver is authorized to pay 100% of the
6 allowed amount of Brooks Bauer's fees, which amount is \$15,910.50, and to pay 100% of the
7 allowed amount of Brooks Bauer's costs, which amount is \$817.22, out of assets of the
8 Receivership Estate.

9 DATED this _____ day of _____, 2012.

10
11
12 Hon. David O. Carter
13 Judge, United States District Court

14 Respectfully submitted by:

15 BROOKS BAUER LLP

16 /s/Michael R. Brooks, Esq.
17 Michael R. Brooks, Esq.
18 State Bar No. 167315
19 Bruce T. Bauer, Esq.
20 State Bar No. 149781
21 1645 Village Center Circle, Suite 200
22 Las Vegas, NV 89134
23 Ph (702) 851-1151
24 Fax (702) 851-1198
25 Attorneys for Receiver,
26 Thomas A. Seaman
27
28

BROOKS BAUER LLP
1645 VILLAGE CENTER CIRCLE, SUITE 200, LAS VEGAS, NV 89134
TELEPHONE: (702) 851-1191 FAX: (702) 851-1198

1 Michael R. Brooks, Esq.
State Bar No. 167315
2 Bruce T. Bauer, Esq.
State Bar No. 149781
3 BROOKS BAUER LLP
1645 Village Center Circle, Suite 200
4 Las Vegas, Nevada 89134
Ph (702) 851-1191
5 Fax (702) 851-1198
efile@brooksbaauer.com
6 Attorneys for Receiver,
Thomas A. Seaman
7

8
9 **UNITED STATES DISTRICT COURT**
10 **CENTRAL DISTRICT OF CALIFORNIA**
11 **SOUTHERN DIVISION**

12 SECURITIES AND EXCHANGE
13 COMMISSION,

14 Plaintiff,

15 v.

16 MEDICAL CAPITAL HOLDINGS,
17 INC.; MEDICAL CAPITAL
18 CORPORATION; MEDICAL
19 PROVIDER FUNDING
CORPORATION VI; SIDNEY M.
20 FIELD; and JOSEPH J.
LAMPARIELLO,

21 Defendants.

Case No. SA CV09-0818 DOC (RNBx)

PROOF OF SERVICE

Date: February 13, 2012
Time: 8:30 a.m.
Ctm: 9D
Judge: Hon. David O. Carter

22
23 I, the undersigned hereby certify that I am employed in the County of Clark, State of
24 Nevada, am over the age of 18 years and not a party to this action. My business address is that
25 of Brooks Bauer LLP, 1645 Village Center Circle, Suite 200, Las Vegas, Nevada 89134.

26 This is to certify that on January 13, 2012, I served the following documents on the
27 interested parties in the above-captioned action:

28 ///

BROOKS BAUER LLP
1645 VILLAGE CENTER CIRCLE, SUITE 200, LAS VEGAS, NV 89134
TELEPHONE: (702) 851-1191 FAX: (702) 851-1198

- 1 • **FIRST AND FINAL FEE APPLICATION OF BROOKS BAUER LLP FOR**
- 2 **RECEIVERSHIP ENTITY MEDICAL PROVIDER FINANCIAL**
- 3 **CORPORATION III;**
- 4 • **DECLARATION OF MICHAEL R. BROOKS, ESQ. IN SUPPORT OF FIRST**
- 5 **AND FINAL FEE APPLICATION OF BROOKS BAUER LLP FOR**
- 6 **RECEIVERSHIP ENTITY MEDICAL PROVIDER FINANCIAL**
- 7 **CORPORATION III; and**
- 8 • **[PROPOSED] ORDER ON FIRST AND FINAL FEE APPLICATION OF**
- 9 **BROOKS BAUER LLP FOR RECEIVERSHIP ENTITY MEDICAL PROVIDER**
- 10 **FINANCIAL CORPORATION III.**

 X Served via Electronic Notice via the CM/ECF System to:

- 11 • Edward K. Blodnick - EBlodnick@blodnickpc.com
- 12 • James F. Bogan - jbogan@Kilpatrickstockton.com
- 13 • Brent W. Brougher - bbrougher@kilpatrickstockton.com
- 14 • John B. Bulgozdy - bulgozdyj@sec.gov; LAROFiling@sec.gov; marcelom@sec.gov
- 15 • Kenneth Joseph Catanzarite - kcatanzarite@catanzarite.com;
- 16 ncatanzarite@catanzarite.com; jdevera@catanzarite.com
- 17 • Nicholas S. Chung - chungni@sec.gov
- 18 • Frank A. Cialone - fcialone@sflaw.com; calendar@sflaw.com
- 19 • Randall J. Clement - randy@clementandholaw.com
- 20 • Lawrence A. Diamant - larrydiamant@yahoo.com
- 21 • Theresa H. Dykoschak - tdykoschak@faegre.com
- 22 • Michael R. Farrell - mfarrell@allenmatkins.com
- 23 • Edward G. Fates - tfates@allenmatkins.com; bcrfilings@allenmatkins.com
- 24 • Jesse S. Finlayson - jfinlayson@fwtrl.com; wmills@fwtrl.com
- 25 • Philip Andrew Gasteier - pgasteier@rdwlawcorp.com
- 26 • Alan A. Greenberg - greenbergal@gtlaw.com; oclitdock@gtlaw.com;
- 27 sulladaj@gtlaw.com
- 28 • Wayne R. Gross - grossw@gtlaw.com; osborne@gtlaw.com
- Cathy Ann Hongola - chongola@allenmatkins.com
- Robert G. Johnson, Jr - rjohnson@robertgrejohnson.com
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12 /s/Brandon Costantino
13 An Employee of Brooks Bauer LLP

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