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UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
SOUTHERN DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

MEDICAL CAPITAL HOLDINGS,
INC.; MEDICAL CAPITAL
CORPORATION; MEDICAL
PROVIDER FUNDING
CORPORATION VI; SIDNEY M.
FIELD; and JOSEPH J.
LAMPARIELLO,

Defendants.

Case No. SA CV09-0818 DOC (RNBx)

[PROPOSED] ORDER ON FINAL FEE
APPLICATION OF KILPATRICK
TOWNSEND & STOCKTON LLP,
COUNSEL FOR RECEIVERSHIP
ENTITY NATIONAL HEALTH
BENEFITS CORPORATION

Date: June 13, 2011
Time: 8:30 a.m.
Ctrm: 9D
Judge: Hon. David O. Carter

The Final Fee Application of Kilpatrick Townsend & Stockton LLP ("Kilpatrick Townsend"), Counsel to receivership entity National Health Benefits Corporation, came before the Court. Appearances were noted on the record.

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

1 IT IS ORDERED that the Final Fee Application of Kilpatrick Townsend is
2 allowed and approved in the amount of \$16,391.00 in attorneys' fees for services
3 performed during the First Application Period from October 16, 2009 through
4 January 31, 2010.

5 IT IS FURTHER ORDERED that the Final Fee Application of Kilpatrick
6 Townsend is allowed and approved in the amount of \$18,240.50 in attorneys' fees
7 and \$409.33 in costs for services performed and costs incurred during the Final
8 Application Period from February 1, 2010 through March 3, 2011.

9 The Receiver is authorized to pay the 100% of the allowed amount of
10 Kilpatrick Townsend's fees, which amount is \$34,631.50, and to pay 100% of the
11 allowed amount of Kilpatrick Townsend's costs, which amount is \$409.33, out of
12 assets of the Receivership Estate.

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Dated: _____

Hon. David O. Carter
Judge, United States District Court

Presented by:
s/ Brent W. Brougher
Brent W. Brougher (SBN 167791)
KILPATRICK TOWNSEND &
STOCKTON LLP
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Counsel for Receivership Entity
NATIONAL HEALTH BENEFITS
CORPORATION