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18 THE BANK OF NEW YORK MELLON

19 **UNITED STATES DISTRICT COURT**  
20 **CENTRAL DISTRICT OF CALIFORNIA, SOUTHERN DIVISION**

21 SECURITIES AND EXCHANGE  
22 COMMISSION,

23 Plaintiff,

24 v.

25 MEDICAL CAPITAL HOLDINGS,  
26 INC.; *et al.*

27 Defendants.  
28

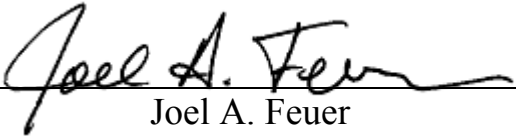
Case No. SACV 09-818 DOC (RNBx)

**THE BANK OF NEW YORK  
MELLON'S RESPONSE TO THE  
RECEIVER'S MOTION FOR ORDER  
APPROVING RECEIVER'S  
PROPOSED DISTRIBUTION PLAN  
AND AUTHORIZING FIRST  
INTERIM DISTRIBUTION**

1 The Bank of New York Mellon (“BNYM”), and the Plaintiffs in the three  
2 pending actions by Noteholders (*Masonek, et al. v. Wells Fargo Bank, National*  
3 *Association, et al.*, Case No. SACV 09-1048 DOC (RNBx), *Bain v. Wells Fargo Bank,*  
4 *National Association, et al.*, Case No. SACV 10-0548 DOC (RNBx), and *Abbate, et al.*  
5 *v. Wells Fargo Bank, National Association, et al.*, Case No. SACV 10-6561 DOC  
6 (RNBx)), have entered into a Settlement, evidenced by the Confidential Settlement  
7 Term Sheet, dated December 21, 2012, and filed with this Court under seal on January  
8 9, 2013, that resolves, among other things, the Noteholders’ actions against BNYM,  
9 subject to approval by the Court. As evidenced by the Confidential Settlement Term  
10 Sheet, Thomas A. Seaman, Federal Equity Receiver (the “Receiver”), has agreed that  
11 the Receiver’s action against BNYM will be resolved upon the Court’s final approval  
12 of the Settlement between BNYM and the Plaintiffs. Pursuant to the Settlement,  
13 BNYM will stipulate to the withdrawal of BNYM’s Claim against the Receivership  
14 Estate, dated on or about May 1, 2011, for trustee fees, default expenses, litigation  
15 expenses and indemnity, subject to the Court’s entry of the Final Orders and  
16 Judgments in the Noteholder actions. BNYM and the Receiver will enter into such a  
17 stipulation and present it to the Court prior to the Court’s hearing on the Receiver’s  
18 pending Motion For Order Approving Receiver’s Proposed Distribution Plan And  
19 Authorizing First Interim Distribution, set for March 11, 2013.

20 DATED: February 4, 2013

GIBSON, DUNN & CRUTCHER LLP

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22 By:   
Joel A. Feuer

23 Attorneys for Defendant  
24 THE BANK OF NEW YORK MELLON  
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**CERTIFICATE OF SERVICE**

I, Babak Lalezari, declare as follows:

I am employed in the County of Los Angeles, State of California; I am over the age of eighteen years and am not a party to this action; my business address is 333 South Grand Avenue, Los Angeles, California 90071-3197, in said County and State. On **February 4, 2013**, I served the following document(s):

**THE BANK OF NEW YORK MELLON’S RESPONSE TO THE RECEIVER’S MOTION FOR ORDER APPROVING RECEIVER’S PROPOSED DISTRIBUTION PLAN AND AUTHORIZING FIRST INTERIM DISTRIBUTION**

on the parties by the following means of service:

- BY CM/ECF Electronic Service:** I caused such document to be served via the Court’s (NEF) electronic filing system on all registered parties.
- BY First-Class Mail, Postage Prepaid:** I caused such document to be served via U.S. mail to the following non-CM/ECF participant(s):

Gary Urbanowicz 105 Kent Drive Cortlandt Manor, NY 10567-6233	Thomas J. Prenovost, Jr Prenovost Normandin Bergh & Dawe 2122 N Broadway Suite 200 Santa Ana, CA 92706-2614
Edward K Blodnick Edward K. Blodnick & Associates, PC 1325 Franklin Avenue Suite 375 Garden City, NY 11530	William Turley The Turley Law Firm APLC 625 Broadway Suite 625 San Diego, CA 92101
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Kimberlee P Visser PO Box 2473 Missoula, MT 59806	Richard W. Regen Susan K. Regen 10 Hillside Road Penfield, NY 14526

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Susan K. Regen 10 Hillside Road Penfield, NY 14526	Marjorie Fuldner 822 North Fort Thomas Avenue number 1 North Fort Thomas, KY 41075
Maryanna Wortham 7343 Ridgepoint Drive Unit 106 Cincinnati, OH 45230	

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

Executed on **February 4, 2013.**



Babak Lalezari