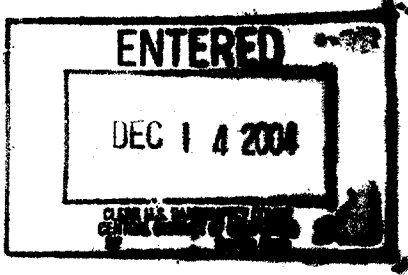


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5 Attorneys for Plaintiff R. Todd Neilson, Trustee of
the "Estate of Reed E. Slatkin and Substantively
6 Consolidated Affiliates Topsight Oregon, Inc. and
Reed Slatkin Investment Club, L.P. Liquidating Trust"
7

8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA**
10 **NORTHERN DIVISION**

11 In re
12 REED E. SLATKIN and Substantively
13 Consolidated Affiliates TOPSIGHT
OREGON, INC. and REED SLATKIN
INVESTMENT CLUB, L.P.,
14 Reorganized Debtors.

Bk. No.: ND 01-11549-RR
[substantively consolidated with
former Case No. ND 01-12990-RR]

CHAPTER 11

Adv. No. AD 03-01113-RR

15
16 R. TODD NEILSON, Trustee of the
Chapter 11 Bankruptcy Estate of Reed E. Slatkin,
17 Plaintiff,
18 v.

**STIPULATION FOR DISMISSAL
OF ADVERSARY PROCEEDING
WITH PREJUDICE ; AND ORDER
THEREON**

19
20 ETHEL DANTO, individually and as trustee and
on behalf of the DANTO FAMILY TRUST
21 DATED MAY 16, 1991; BARBARA LINSON,
individually and as trustee and on behalf of the
22 J.J. DANTO TRUST; JOHN LINSON, an
individual; JENNIFER DE VOCHT, an
23 individual; TOM DE VOCHT, an individual; and
DOES 1-35, Inclusive,
24 Defendants.

[No Hearing Set or Required]

LODGED

04 DEC 13 AM 10:11
CLERK OF COURT
CENTRAL DISTRICT OF CALIFORNIA
BY: *[Signature]*

1 This Stipulation is entered into by and between (1) R. Todd Neilson (“Trustee”),
2 the plaintiff and trustee of the Estate of Reed E. Slatkin and Substantively Consolidated
3 Affiliates Topsight Oregon, Inc. and the Reed Slatkin Investment Club, L.P., Liquidating Trust
4 (the “Liquidating Trust”), and (2) defendants Barbara Linson, individually and as trustee and
5 on behalf of the J.J. Danto Trust and the Danto Family Trust, John Linson, Jennifer DeVocht,
6 and Tom De Vocht (the “Danto Parties”), through their respective attorneys of record. The
7 Stipulation is based on the following facts:

8 1. In March 2003, the Trustee commenced this adversary proceeding to, set aside
9 and recover fraudulent transfers made by Slatkin to the Danto Parties and others. The Danto
10 Parties answered the Trustee’s complaint denying all of the material allegations thereof.

11 2. In In re Reed E. Slatkin, Case No. ND 01-11549-RR (the “Slatkin Case”) in this
12 Court, on December 20, 2002, the Court entered its “Order Authorizing Trustee To Settle
13 Fraudulent Transfer and Preference Claims Without Further Court Order” (the “Settlement
14 Authority Order”). In the Settlement Authority Order, the Court authorized the Chapter 11
15 Trustee, in certain circumstances specified therein, to enter into and perform settlement
16 agreements without further court order but with the approval of the Official Committee of
17 Unsecured Creditors (the “Committee”) in the Slatkin Case and the Office of the United States
18 Trustee.

19 3. In November 2004, the Trustee and the Danto Parties entered into a Settlement
20 Agreement and Mutual General Release (the “Settlement Agreement”) pursuant to which
21 Danto Parties agreed, among other things, to make certain payments to the Liquidating Trust.

22 4. In accordance with the Settlement Authority Order, the Settlement Agreement
23 has been approved by the Office of the United States Trustee and by the members of the
24 Liquidating Trust Board.

25 5. The Danto Parties have made all payments required to be made by them pursuant
26 to the Settlement Agreement.

27 ///
28 ///

AGREEMENT

Pursuant to the Settlement Agreement, the parties agree that the adversary proceeding should be dismissed with prejudice.

IT IS SO STIPULATED.

DATED: December 10, 2004

GUMPORT|REITMAN

By *John P. Reitman*
John P. Reitman

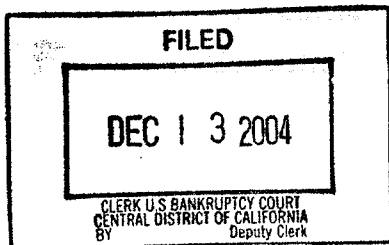
Attorneys for Plaintiff R. Todd Neilson, Trustee of the Estate of Reed E. Slatkin and Substantively Consolidated Affiliates Topsight Oregon, Inc. and the Reed Slatkin Investment Club, L.P., Liquidating Trust

DATED: August __, 2004

MOXON & KOBRIN

By _____
Helena K. Kobrin

Attorneys for Defendants Barbara Linson, individually and as trustee and on behalf of the J.J. Danto Trust and the Danto Family Trust, John Linson, Jennifer DeVocht, and Tom De Vocht



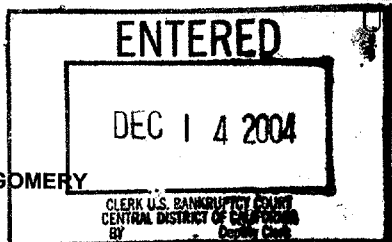
ORDER

Based on the foregoing Stipulation, Neilson v. Danto, et al., Adv. No. AD 03-01113-RR, is hereby dismissed with prejudice as to all defendants.

IT IS SO ORDERED.

DATED: Dec 13, 2004

Robin Riblet
THE HONORABLE ROBIN L. RIBLET
UNITED STATES BANKRUPTCY JUDGE



AGREEMENT

Pursuant to the Settlement Agreement, the parties agree that the adversary proceeding should be dismissed with prejudice.

IT IS SO STIPULATED.

DATED: December __, 2004

GUMPORT|REITMAN

By _____
John P. Reitman

Attorneys for Plaintiff R. Todd Neilson, Trustee of the Estate of Reed E. Slatkin and Substantively Consolidated Affiliates Topsight Oregon, Inc. and the Reed Slatkin Investment Club, L.P., Liquidating Trust

DATED: ^{December} ~~August~~ 1, 2004

MOXON & KOBRIN

By Helena K. Kobrin
Helena K. Kobrin

Attorneys for Defendants Barbara Linson, individually and as trustee and on behalf of the J.J. Danto Trust and the Danto Family Trust, John Linson, Jennifer DeVocht, and Tom De Vocht

ORDER

Based on the foregoing Stipulation, Neilson v. Danto, et al., Adv. No. AD 03-01113-RR, is hereby dismissed with prejudice as to all defendants.

IT IS SO ORDERED.

DATED: _____, 2004

THE HONORABLE ROBIN L. RIBLET
UNITED STATES BANKRUPTCY JUDGE

PROOF OF SERVICE

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is Gumpert | Reitman, 550 South Hope Street, Suite 825, Los Angeles, CA 90071-2627.

On **December 10, 2004**, in the manner indicated below, the foregoing document described as: **STIPULATION FOR DISMISSAL OF ADVERSARY PROCEEDING WITH PREJUDICE; AND ORDER THEREON** was served on the interested parties in this action by placing true copies thereof enclosed in sealed envelopes addressed as follows:

[SEE ATTACHED SERVICE LIST]

 X **(FIRST CLASS MAIL)** I caused such envelope(s) to be mailed by first class mail by depositing them in an "OUT" box in the office of my employer, following this business's ordinary practice, with which I am readily familiar. On the same day correspondence is placed for collection and mailing in that "OUT" box, such correspondence is deposited in the ordinary course of business with the United States Postal Service by Desmond Mail Delivery Service pursuant to its contract with Gumpert | Reitman. (C.C.P. § 1013(a)(3)).

* * * * *

 (STATE) I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

 X **(FEDERAL)** I declare that I am employed in the office of a member of the bar of this Court, at whose direction the service was made.

EXECUTED **December 10, 2004**, at Los Angeles, California.



STEPHANIE L. MOORE

SERVICE LIST

UNITED STATES TRUSTEE

Brian Fittipaldi, Esq.
Office of the U.S. Trustee
128 East Carrillo Street
Santa Barbara, CA 93101

LIQUIDATING TRUSTEE

R. Todd Neilson
Neilson Elggren LLP
10100 Santa Monica Boulevard
Suite 410
Los Angeles, CA 90067

**COUNSEL TO LIQUIDATING
TRUSTEE**

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Gumport | Reitman
550 South Hope Street, Suite 825
Los Angeles, CA 90071-2627

**COUNSEL TO TRUSTE BOARD and
SPECIAL LITIGATION COUNSEL TO
TRUST BOARD**

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Kirkland & Ellis
777 S. Figueroa, 34th Floor
Los Angeles, CA 90017

**COUNSEL TO DEFENDANTS
BARBARA LINSON, JOHN LINSON,
AND JENNIFER DE VOCHT**

Helena K. Kobrin, Esq.
Ava M. Paquette, Esq.
Moxon & Kobrin
3055 Wilshire Boulevard, Suite 900
Los Angeles, CA 90010

NOTE TO USERS OF THIS FORM:

*Physically attach this form as the last page of the proposed Order or Judgment.
Do not file this form as a separate document.*

In re REED E. SLATKIN, and Substantively Consolidated Affiliates TOPSIGHT OREGON INC. and REED SLATKIN INVESTMENT CLUB, L.P., Reorganized Debtor.	CHAPTER <u>11</u> CASE NUMBER ND 01-11549-RR
--	---

**NOTICE OF ENTRY OF JUDGMENT OR ORDER
AND CERTIFICATE OF MAILING**

TO ALL PARTIES IN INTEREST ON THE ATTACHED SERVICE LIST:

1. You are hereby notified, pursuant to Local Bankruptcy Rule 9021-1(a)(1)(E), that a judgment or order entitled *(specify)*: STIPULATION FOR DISMISSAL OF ADVERSARY PROCEEDING WITH PREJUDICE; AND ORDER THEREON

was entered on *(specify date)*:

DEC 14 2004

2. I hereby certify that I mailed a copy of this notice and a true copy of the order or judgment to the persons and entities on the attached service list on *(specify date)*:

DEC 14 2004

Dated:

DEC 14 2004

JON D. CERETTO
Clerk of the Bankruptcy Court

By:

Kam Rust

Deputy Clerk

SERVICE LIST

UNITED STATES TRUSTEE

Brian Fittipaldi, Esq.
Office of the U.S. Trustee
128 East Carrillo Street
Santa Barbara, CA 93101

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Neilson Elggren LLP
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COUNSEL TO LIQUIDATING TRUSTEE

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