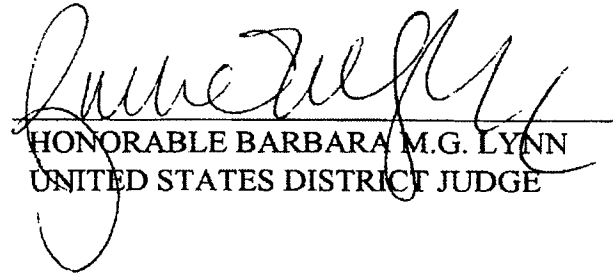


IT IS ORDERED that the Compromise and Settlement Agreement between the Receiver and Michael Klein, is hereby approved, and the Receiver is authorized to take all action necessary in order to consummate the transactions set forth in the Compromise and Settlement Agreement.

Signed this 30 day of November, 2000.



HONORABLE BARBARA M.G. LYNN
UNITED STATES DISTRICT JUDGE

After entry, please return to:

Michael J. Quilling
Quilling, Selander, Cummiskey & Lownds, PC
2001 Bryan Street, Suite 18000
Dallas, TX 75201

**ORDER APPROVING COMPROMISE AND
SETTLEMENT AGREEMENT AS TO MICHAEL KLEIN - PAGE 2**

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