

1 LESLEY ANNE HAWES (117101)  
DIAMOND McCARTHY LLP  
2 150 California Street, Suite 2200  
San Francisco, CA 94111  
3 Phone: (415) 692-5200  
Email: lhawes@diamondmccarthy.com  
4 Counsel for Receiver, Kathy Bazoian Phelps  
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7 **UNITED STATES DISTRICT COURT**  
8 **NORTHERN DISTRICT OF CALIFORNIA**  
9 **SAN FRANCISCO DIVISION**

10  
11 SECURITIES AND EXCHANGE  
COMMISSION,

12 Plaintiff,

13 v.

14 JOHN V. BIVONA; SADDLE  
RIVER ADVISORS, LLC; SRA  
15 MANAGEMENT ASSOCIATES,  
LLC; FRANK GREGORY  
16 MAZZOLA,

17 Defendants, and

18 SRA I LLC; SRA II LLC; SRA III  
LLC; FELIX INVESTMENTS, LLC;  
19 MICHELE J. MAZZOLA; ANNE  
BIVONA; CLEAR SAILING  
20 GROUP IV LLC; CLEAR SAILING  
GROUP V LLC,  
21

22 Relief Defendants.

Case No. 3:16-cv-01386-EMC

**[PROPOSED] ORDER APPROVING  
SECOND INTERIM ADMINISTRATIVE  
MOTION FOR AN ORDER PURSUANT TO  
LOCAL RULE 7-11 FOR THE APPROVAL  
OF FEES AND EXPENSES FOR THE  
SUCCESSION RECEIVER AND COUNSEL  
FROM APRIL 1, 2019 THROUGH JUNE 30,  
2019 AND FOR CLAIMS AGENT  
STRETTO FROM JUNE 18, 2018  
THROUGH FEBRUARY 28, 2019**

Date: No Hearing Set  
Time: No Hearing Set  
Judge: Edward M. Chen

23 The successor receiver in this matter appointed pursuant to the Court’s Revised Order  
24 Appointing Receiver (the “Receiver Order”) (Dkt. No. 469), Kathy Bazoian Phelps (the  
25 “Receiver”), requests that the Court grant her *Second Administrative Motion for an Order*  
26 *Pursuant to Local Rule 7-11 for the Approval of Fees and Expenses for the Successor Receiver*  
27 *and Counsel from April 1, 2019 through June 30, 2019 and for Claims Agent Stretto from June*  
28 *18, 2018 through February 28, 2019* (the “Motion”).

1 The Motion is supported by the Declaration of the Receiver, in which she states that the  
2 fees and expenses requested by the Receiver and her claims agent Stretto are true and correct and  
3 the Motion complies with the Billing Instructions for Receivers in Civil Actions Commenced by  
4 the U.S. Securities and Exchange Commission. The Receiver also submits that the fees charged  
5 are reasonable, necessary, and commensurate with the skills and experience required for the  
6 activities performed.

7 The Motion is also supported by the Declaration of counsel for the Receiver Lesley Anne  
8 Hawes of the firm Diamond McCarthy LLP. In her declaration, Ms. Hawes states that the fees  
9 and expenses requested by Diamond McCarthy LLP are true and correct and that the Motion  
10 complies with the Billing Instructions for Receivers in Civil Actions Commenced by the U.S.  
11 Securities and Exchange Commission. Additionally, that the fees charged by Diamond McCarthy  
12 LLP are reasonable, necessary, and commensurate with the skills and experience required for the  
13 activities performed.

14 The Receiver has also represented that she has conferred with counsel for the Securities  
15 and Exchange Commission, and counsel for the SRA Investor Group, who have each confirmed  
16 that they do not oppose the Motion.

17 GOOD CAUSE APPEARING, IT IS HEREBY ORDERED that:

18 1. The Motion is GRANTED;

19 2. The Receiver's fees in the amount of \$85,735.50 and reimbursement of expenses  
20 in the amount of \$185.93 for services rendered and costs incurred from April 1, 2019 through  
21 June 30, 2019 are approved;

22 3. The Receiver is authorized to pay from assets of the receivership estate \$185.93  
23 for reimbursement of costs approved and \$68,588.40 of the fees approved. The sum of  
24 \$17,147.10 of the approved fees shall be held back as the agreed 20% hold back to be held in the  
25 estate until further order of the Court.

26 4. Diamond McCarthy's fees in the amount of \$30,625.00 and reimbursement of  
27 expenses in the amount of \$1,924.16 for services rendered and costs incurred from April 1, 2019  
28 through June 30, 2019 are approved;

1           5.       The Receiver is authorized to pay from assets of the receivership estate \$1,924.16  
2 for reimbursement of costs approved and \$24,500.00 of the fees approved. The sum of \$6,125.00  
3 of the approved fees shall be held back as the agreed 20% hold back to be held in the estate until  
4 further order of the Court;

5           6.       Stretto's fees in the amount of \$2,958.40 for services rendered during the period of  
6 June 18, 2018 through February 28, 2019 are approved and the Receiver is authorized to pay  
7 Stretto said amount from the assets of the receivership estate.

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9  
10 Dated: \_\_\_\_\_

\_\_\_\_\_  
Honorable Edward M. Chen  
United States District Court