IT IS HEREBY ADJUDGED and DECREED this is SO ORDERED.

The party obtaining this order is responsible for noticing it pursuant to Local Rule 9022-1.

TO COUNT OF THE PARTY OF THE PA

Michael Carmel, Esq. #007356
LAW OFFICES OF MICHAEL W. Qated April 22, 2010

80 East Columbus Avenue Phoenix, Arizona 85012-2334 (602) 264-4965

e-mail michael@mcarmellaw.com

Attorney for the Reorganized Debtors

RANDOLPH J. HAINES U.S. Bankruptcy Judge

Lawrence E. Wilk, #006510 Jonathan P. Ibsen, #023284

JABURG & WILK, P.C.

3200 North Central Avenue, Suite 2000

Phoenix, Arizona 85012

(602) 248-1000

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ATTORNEYS AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012

e-mail lew@jaburgwilk.com

Attorneys for the Receiver/

Special Counsel to the Reorganized Debtors

UNITED STATES BANKRUPTCY COURT DISTRICT OF ARIZONA

In re:
AMERICAN NATIONAL MORTGAGE PARTNERS, LLC,
Debtor.
In re:
ANMP 74 TH ST., LLC,

Debtor.

In Proceedings Under Chapter 11

Case Nos: 03-03803 PHX RJH

03-03799 PHX RJH

FINDINGS OF FACT AND ORDER GRANTING MOTION TO APPROVE SETTLEMENT AGREEMENT WITH FIRST FIDELITY BANK DEFENDANTS

Hearing Date:	, 2010
Hearing Time:	m.
Location: Courtroom #603	
230 N. First Av	enue
Phoenix, AZ 850	003

The Court having received and reviewed the Motion to Approve Settlement Agreement with First Fidelity Bank Defendants ("Motion to Approve") filed by James C.

Substantively Consolidated Debtor Entities (collectively, "ANMP"), the Motion to

Sell ("Sell"), on behalf of American National Mortgage Partners, LLC and the

Approve having been properly noticed to all parties and non-parties in interest, [the Court

having received no Objections to the Motion to Approve from any such party or non-

27 party], and good cause appearing,

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JABURG & WHLA, F.C. ATTORNEYS AT LAW 3200 NORTH CENTRAL A VENUE SUITE 2000 PHOENIX, ARIZONA 85012

THE COURT HEREBY MAKES THE FOLLOWING FINDINGS OF FACT AND CONCLUSIONS OF LAW:

- 1. The Court has authority to make, and hereby makes, these findings of fact and conclusions of law pursuant to 28 U.S.C. §157 and Fed.R.Bankr.P. 9019.
- 2. Pursuant to the "Findings of Fact and Conclusions of Law, and Order Confirming Joint Plan of Reorganization" entered in this consolidated Bankruptcy Proceeding and dated December 7, 2005, Sell was authorized to pursue certain claims on behalf of ANMP, as well as claims on behalf of certain persons and entities which who and that had invested in one or more of the ANMP entities. (All of such persons and entities are referred to collectively as the "ANMP Investors").
- 3. Sell, on behalf of ANMP, exercising his authority as set forth above, and in his capacity as State Court-appointed Receiver, filed a civil action in Arizona Superior Court, Maricopa County Superior Court Case Nos. CV2004-003803, CV2004-013037 and CV2005-003832 (consolidated) (the "State Court Action") against Western Security Bank, which has been merged into First Fidelity Bank, National Association, Oklahoma City, Oklahoma ("First Fidelity Bank") and James M. Boyce also known as Marshall Boyce and Cynthia Boyce, husband and wife and others. First Fidelity Bank is the successor by merger to Western Security Bank under Articles of Merger effective June 22, 2007. First Fidelity Bank, James M. Boyce, also known as Marshall Boyce, and Cynthia Boyce, are collectively referred to herein as "First Fidelity Bank Defendants."
- 4. Sell and the First Fidelity Bank Defendants have entered into a Settlement Agreement and Mutual Release, dated as of January ______, 2010 (the "FFB Settlement Agreement"), a copy of which is attached as Exhibit A to the Motion to Approve.
- 5. The FFB Settlement Agreement resolves all claims held or made by ANMP and the ANMP Investors against the First Fidelity Bank Defendants and Western Security Bank in this bankruptcy proceeding and in the State Court Action.

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6.	The	terms a	nd co	nditio	ns	of the	FFB	Set	tlem	ent	Agr	eemen	ıt ar	e just	, fair a	and
reasonable,	were	entered	into	in go	od	faith,	and	are	in tł	ne b	est	interes	st o	f the	Debto	rs'
estates and	credito	ors.														

- 7. The Court specifically finds that the FFB Settlement Agreement is reasonable and should be approved based upon the following factors: (a) the probability of ANMP's success against the First Fidelity Bank Defendants in this bankruptcy proceeding and in the State Court Action; (b) the difficulties, if any, to be encountered in the matter of collection; (c) the complexity of the litigation in this bankruptcy proceeding and in the State Court Action, and the expense, inconvenience, and delay necessarily attending it; and (d) the paramount interests of the creditors and a proper deference to their reasonable views in the premises.
- 8. The Court finds that the compromise presented by the Settlement Agreement does not fall "below the lowest point in the zone of reasonableness," in accordance with applicable case law.
- 9. All of the foregoing findings of fact are binding on all parties and nonparties who have been served with notice of this matter and have failed to object within the time permitted by law.

The Court having made the foregoing findings of fact and conclusions of law; it is **ORDERED, ADJUDGED AND DECREED** that the Settlement Agreement with the First Fidelity Bank Defendants is approved in its entirety; and

IT IS FURTHER ORDER, ADJUDGED AND DECREED that James C. Sell, as Receiver of American National Mortgage Partners is authorized to execute the Settlement on behalf of American National Mortgage Partners and on behalf of the ANMP Investors, and shall be further authorized to execute such other documents as may be required in order to facilitate the terms of the Settlement.

DATED tills, 2010	DATED this	day of	, 2010
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The Honorable Randolph J. Haines United States Bankruptcy Judge