

COPY

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Attorneys for the Receiver

IN THE SUPERIOR COURT FOR THE STATE OF ARIZONA  
IN AND FOR THE COUNTY OF MARICOPA

Arizona Corporation Commission,  
Plaintiff,  
v.  
One Vision Children's Foundation, Inc.,  
an Arizona non-profit corporation;  
Hollister M. Marx, an individual; Wealth  
Management Resources, Inc., an Arizona  
corporation; Michael B. and Betty  
Maksudian, husband and wife; Michael  
A. and Lorrina Diaz, husband and wife,  
Defendants.

Cause No. CV 2002-020878

PETITION NO. 62  
PETITION FOR ORDER AUTHORIZING  
SECOND DISTRIBUTION ON  
APPROVED CLAIMS

Lawrence J. Warfield, as the court appointed Receiver, respectfully petitions the Court  
as follows:

1. On October 28, 2002, this Court entered its *Order Appointing Receiver*, which appointed Lawrence J. Warfield as Receiver of all of the assets of One Vision Children's Foundation, Inc. and Wealth Management Resources, Inc. ("Receivership Order").
2. On July 3, 2003, this Court entered a *Final Judgment* against Defendants Wealth Management Resources, Inc., Michael and Betty Maksudian, and Michael and Lorrina Diaz, which among other things granted judgment against the defendants for

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1 \$4,357,140.84 in restitution and authorized the Receiver to enforce the judgment (“Judgment  
2 Against Defendants”).

3 3. Following threats of litigation by the Receiver, the Receiver was able to recover  
4 \$948,908, a substantial portion of One Vision’s investment in the Yucatan Resorts.

5 4. On November 14, 2005, this Court entered its *Order Approving Claims Report*  
6 *and Authorizing First Interim Distribution Re: Petition No. 29*, which approved the  
7 Receiver’s Claims Report filed with the Court on August 15, 2005, approved the Receiver’s  
8 proposed First Interim Distribution, and authorized the Receiver to distribute the balances due  
9 under the First Interim Distribution as proposed in Exhibit 2 to the Claims Report.

10 5. The First Interim Distribution has been completed.

11 6. On April 27, 2006, this Court entered its *Order Re: Petition No. 48*, approving  
12 the settlement of the Receiver’s lawsuit against Merchant Capital entitled *Warfield v.*  
13 *Merchant Capital, LLC., et al*, pending before the Maricopa County Superior Court, Cause  
14 No. CV 2002-020878/CV 2004-019698 (Consolidated). The settlement of this lawsuit  
15 concluded the Receiver’s efforts to recover \$1,176,922.10 invested by the defendants with  
16 Merchant Capital LLC. The total recovery of One Vision’s investment in Merchant Capital  
17 was \$786,839.34, all but \$42,369.20 of which resulted from the efforts of the Receiver  
18 (including \$466,061.21 in periodic payments, \$222,675.79 as a result of motions filed in the  
19 lawsuit, and \$55,733.14 in the final settlement of the lawsuit).

20 7. On September 19, 2005, this Court entered its *Order Re: Petition No. 39*, which  
21 authorized the Receiver to prosecute his action against the agents that had been paid a

1 commission for selling One Vision's charitable gift annuities, entitled *Lawrence J. Warfield*  
2 *v. Michael Eberhardt, et al.*, Maricopa County Superior Court Cause No. CV 2005-052271  
3 ("Agent Lawsuit"). The Receiver has either obtained judgment against or settled with each of  
4 the defendants in the Agent Lawsuit. The last of these settlements were approved by the  
5 Court on December 22, 2006, pursuant to this Court's *Order No. 64*. The Agent Lawsuit has  
6 resulted in five judgments totaling \$258,970, and ten settlements totaling \$135,000 of which  
7 \$95,000 has been collected to date.

8         8. With the conclusion of the above litigation the only remaining work in the  
9 receivership is to collect on the Judgments Against Defendants, on the five judgments entered  
10 in the Agent Lawsuit and the remaining settlement payments.

11         9. As of September 30, 2006, the Receiver held in this receivership \$905,237.18 in  
12 cash. After providing for a reserve for accrued but unpaid expenses, administrative expenses  
13 to closing, and for unplanned contingencies, the Receiver believes that it is fair and  
14 reasonable to make at this time a second interim distribution to the approved claimants  
15 totaling \$772,300.90. Attached as Exhibit "A" to this Petition is a schedule of the approved  
16 claimants and approved claim amounts, the amounts paid under the First Interim Distribution  
17 (which included some hardship payments early in this case), and the amount to be distributed  
18 as part of the Second Interim Distribution, subject to the approval of this Court.

19         WHEREFORE, the Receiver respectfully requests that the Court enter an order:

20         1. Approving the Second Interim Distribution proposed by the Receiver; and

21         .....

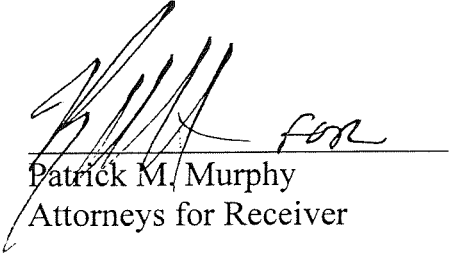
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2. Authorizing the Receiver to pay to the approved claimants the amounts of the Second Interim Distribution as set forth in Exhibit "A" to this Petition No. 62.

Respectfully submitted this 4<sup>th</sup> day of January, 2007.

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Patrick M. Murphy  
Attorneys for Receiver

0795-001(56904)

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One Vision Receivership  
**Proposed Second Interim Distribution**

Investor Claimant	Net Claim Approved by the Court	First Interim Distribution	Proposed Second Interim Distribution	Total of All Distributions	Balance of Remaining Claim
Collis, Velma	713,405.70	\$201,266.00	155,437.08	356,703.08	356,702.62
Craig, Charlotte	224,067.26	\$63,214.00	48,819.70	112,033.70	112,033.56
Encheff, Boyan	240,000.00	\$67,709.00	52,291.08	120,000.08	119,999.92
Endrizzi, Gilbert	204,945.67	\$57,819.00	44,653.90	102,472.90	102,472.77
Friese, Julie	66,072.07	\$18,640.00	14,396.06	33,036.06	33,036.01
Green, Ralph	0.00	\$0.00	0.00	0.00	0.00
Kelly, Howard	393,143.14	\$110,913.00	85,658.70	196,571.70	196,571.44
Lane, Michael	235,000.00	\$66,298.00	51,202.08	117,500.08	117,499.92
Maloney, Robert	100,000.00	\$28,212.00	21,788.03	50,000.03	49,999.97
Maxwell, Arthur	22,924.00	\$6,467.00	4,995.01	11,462.01	11,461.99
Piero, Charles	155,013.51	\$43,732.00	33,774.81	77,506.81	77,506.70
Schappert, Henry	51,009.00	\$14,391.00	11,113.52	25,504.52	25,504.48
Stuermer, Anne	896,935.84	\$253,043.01	195,425.20	448,468.21	448,467.63
Wright, Leona	242,083.30	68,296.00	52,745.73	121,041.73	121,041.57
<b>Totals</b>	<b>\$3,544,599.49</b>	<b>\$1,000,000.01</b>	<b>\$772,300.90</b>	<b>\$1,772,300.91</b>	<b>\$1,772,298.58</b>
Percent of Approved Claims		28.2%	21.8%	50.0%	

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Defendants.

Cause No. CV 2002-020878

NOTICE OF HEARING  
RE: PETITION NO. 62

(Assigned to Judge Bethany G. Hicks)

NOTICE is hereby given that Petition No. 62, filed in this matter by the Receiver will be heard by the Court on Tuesday, the 30<sup>th</sup> day of January, 2007, at the hour of 8:45 o'clock A.M., before Judge Bethany G. Hicks in the Courthouse of the Arizona Superior Court for Maricopa County, located at Maricopa County Superior Court, Central Court Building Suite 13E, Phoenix, Arizona 85003.

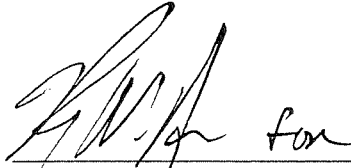
All persons interested in these proceedings are hereby notified of their right to appear and show cause, if any they have, why the Petition No. 62 should, or should not, be granted. Objections to Petition No. 62 should be set forth in writing and prior to the above hearing

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1 filed with the Court and served on all persons appearing on the Master Service List at the  
2 addresses set forth therein.

3 Dated this 4<sup>th</sup> day of January, 2007.

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6 

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8 4150 West Northern Ave.  
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11 Attorneys for Receiver

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