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	UNITED STATE	S DISTRICT COURT
	NORTHERN DISTRICT OF CALIFORNIA SAN FRANCISCO/OAKLAND DIVISION	
	SECURITIES AND EXCHANGE	
	COMMISSION,) Case Number: CV-12-4486-WHA
	Plaintiff,) [PROPOSED] ORDER APPOINTING
	VS.) DISTRIBUTION AGENT)
	CARVE MARKS	
	GARY R. MARKS,)
	Defendant	
)
		_)
	Having considered Plaintiff Securities	and Exchange Commission's Motion to Appoint a
	Distribution Agent (the "Motion"), and for goo	od cause shown,
	IT IS HEREBY ORDERED:	
	1. The Motion is GRANTED .	
	2. Gilardi & Co., LLP is appointed to serve as Distribution Agent for the Fair Fund to	
	assist in overseeing the administration and the distribution of the Fair Fund in coordination with	
	Commission staff, pursuant to the distribution plan to be approved by this Court. Gilardi shall	
	coordinate with the Court-appointed Tax Administrator, Damasco & Associates, LLP, to ens	
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that the proposed Fair Fund, a Qualified Settlement Fund ("QSF") under Section 468(g) of the Internal Revenue Code, and related regulations, 26 C.F.R. §§ 1.468B-1 through 5, complies with all related legal and regulatory requirements, including but not limited to, satisfying any reporting or withholding requirements imposed on distributions from the QSF.

3. Gilardi shall be entitled to reimbursement and compensation from the funds to be distributed for the reasonable costs, fees, and other expenses incurred in the performance of its duties. All reimbursement and compensation requests must be approved by the Court before payment is made from the Fair Fund.

Dated: __July 9, 2014._____

