

FILED

IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION

2014 MAY 27 PM 4:48  
CLERK US DISTRICT COURT  
WESTERN DISTRICT OF TEXAS  
BY: *[Signature]*  
DEPUTY

SECURITIES AND EXCHANGE COMMISSION,

*Plaintiff,*

v.

Civil Action No. 1:13-cv-01036-LY

ROBERT A. HELMS, ET AL.,

*Defendants,*

and

WILLIAM L. BARLOW AND GLOBAL CAPITAL  
VENTURES, LLC,

*Relief Defendants, solely for the  
purposes of equitable relief.*

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**ORDER**

- (1) GRANTING RECEIVER AUTHORITY TO SELL OIL AND GAS INTERESTS;**
- (2) APPROVING ENGAGEMENT OF SALES AND MARKETING FIRM; AND**
- (3) APPROVING SALES PROCEDURES**

CAME ON THIS DAY to be considered, the Receiver’s Motion (1) for Authority to Sell Oil and Gas Interests; (2) for Authority to Retain Sales and Marketing Firm; and (3) for Approval of Sales Procedures (the “Motion”). Doc. #69. After considering the Motion, all supporting papers, and all responses thereto, if any, the Court is of the opinion that said Motion should be GRANTED in all respects. **IT IS THEREFORE ORDERED** that:

- 1. The Motion is **GRANTED** in all respects;
- 2. The Receiver is authorized to enter into the Marketing Agreement (attached to the Motion as **Exhibit 1**) with EnergyNet.com, Inc. (“EnergyNet”). The Receiver is authorized and directed to complete all actions necessary for performance under the Marketing Agreement;

3. EnergyNet may assist in marketing and selling the oil and gas interests on behalf of the Receivership Estate pursuant to the terms of the Marketing Agreement. Through its engagement by the Receiver, EnergyNet shall be treated as "Retained Personnel" as that term is defined and used in paragraphs 49 and 50 of the Order Appointing Receiver (Doc. #11). Provisions related to Retained Personnel in paragraphs 58-60 of the Order Appointing Receiver shall not apply to EnergyNet, which shall be compensated for its services pursuant to paragraph 13 of the Marketing Agreement approved by this Order;

4. All sales of Receivership Assets will be conducted "AS IS – WHERE IS", and no warranties of any kind will be provided, except that whatever interest is owned by the Receivership Estate shall be transferred to the buyer;

5. The Receivership Assets shall be sold by public sale pursuant to 28 U.S.C. §2001(a). The Court determines that the requirements of 28 U.S.C. §2001(a) directing the sale of realty to take place at the courthouse or upon the premises or some parcel of the realty being sold would not be feasible in the present circumstances or in the best interests of the Receivership Estate. Accordingly, the Court orders that the sale of Receivership Assets pursuant to sealed bid auction conducted by EnergyNet is in the best interests of the Receivership Estate. The Receiver shall sell the Receivership Assets pursuant to sealed bid auction conducted by EnergyNet pursuant to the terms of the Marketing Agreement. Such sales shall satisfy 28 U.S.C. §2001(a);

6. The Receivership Assets to be sold by public sale pursuant to sealed bid auction conducted by EnergyNet are situated in more than one county, state, district or circuit. Accordingly, the Court orders that pursuant to and in satisfaction of 28 U.S.C. §2002 notice of the sale be given as follows: (1) the Receiver shall publish an advertisement in the Hart Energy

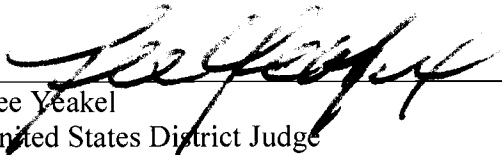
“A&D Watch” weekly electronic newsletter, for four consecutive weeks following the entry of this Order, describing the Receivership Assets to be sold substantially in the form described in the Motion, and directing potential purchasers to EnergyNet; (2) EnergyNet shall, within a reasonable time following the entry of this Order, publish information related to the sale of Receivership Assets on its website and distribute notification of the proposed transactions to a broad audience of potential individuals and institutional purchasers, in EnergyNet’s sole discretion; and (3) the Receiver shall, within a reasonable time following the entry of this Order, publish information related to the sale of Receivership Assets on the Receivership Estate website, <http://vendettaroyaltyreceivership.com>.

7. Prior to closing of any sale of oil and gas interests by the Receiver pursuant to the Marketing Agreement such sale must be approved by this Court. The Receiver shall move this Court for entry of a Confirmation Order or Orders for each or multiple oil and gas interests sold through EnergyNet pursuant to the Marketing Agreement. Motions to confirm the sales of oil and gas interests shall (i) identify the oil and gas interests; (ii) include the price to be paid; and (iii) the name of the buyer. Notice of any Motion for Confirmation Orders shall be given by Receiver to the parties herein and to any person or entity known to hold or putatively hold a security interest in such interests;

8. Any party objecting to the Receiver’s proposed sale of any oil and gas interest must do so by intervention within fifteen (15) days of the filing of the Receiver’s Motion for entry of a Confirmation Order. If no objection is made through intervention within fifteen (15) days after the Receiver files such a Motion, the Court shall deem the Motion to be unopposed; and

9. Following entry of a Confirmation Order by this Court, the Receiver shall effectuate confirmed sales of oil and gas interests and any payment to EnergyNet pursuant to the Marketing Agreement. All sales of oil and gas interests confirmed by this Court shall be free and clear of all liens, claims and encumbrances.

Signed at Austin, Texas this 27th day of May, 2014.

  
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Lee Yeakel  
United States District Judge