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| <p>District Court, Denver County, Colorado<br/>1437 Bannock Street<br/>Denver, CO 80202</p> <hr/> <p>FRED J. JOSEPH,<br/>Securities Commissioner for the State of Colorado,</p> <p>Plaintiff,</p> <p>v.</p> <p>SEAN MICHAEL MUELLER, MUELLER CAPITAL<br/>MANAGEMENT, LLC, and MUELLER OVER UNDER<br/>FUND, LP,</p> <p>Defendant.</p>   | <p><b>FILED Document</b><br/><b>CO Denver County District Court 2nd JD</b><br/><b>Filing Date: May 23 2012 1:35PM MDT</b><br/><b>Filing ID: 44437600</b><br/><b>Review Clerk: LaRhonda Majied</b></p> <p style="text-align: center;">▲ COURT USE ONLY ▲</p> |
| <p>Attorneys for: C. Randel Lewis, Receiver<br/>Name: John C. Smiley, #16210<br/>Theodore J. Hartl, #32409<br/>LINDQUIST &amp; VENNUM P.L.L.P.<br/>Address: 600 17<sup>th</sup> Street, Suite 1800 South<br/>Denver, CO 80202<br/>Phone No.: 303-573-5900<br/>Fax No.: 303-573-1956<br/>Email: <a href="mailto:jsmiley@lindquist.com">jsmiley@lindquist.com</a><br/><a href="mailto:thartl@lindquist.com">thartl@lindquist.com</a></p> | <p>Case Number: 2010CV3280</p> <p>Division: Courtroom:</p>  |
| <p><b>FOURTH SUBMISSION OF APPLICATION FOR FEES AND EXPENSES</b></p>   |   |

C. Randel Lewis, in his capacity as the receiver for the assets of Sean Michael Mueller (the "Receiver"), by and through undersigned counsel, submits to the Court this Third Application For Fees and Expenses (the "Application") in the above-captioned matter. The Receiver states the following:

1. On April 23, 2010, the Commissioner filed his Complaint for Injunctive and Other Relief against Sean Michael Mueller.
2. Also on April 23, 2010, this Court entered an Order Appointing Receiver (the "Receivership Order").
3. Pursuant to Paragraph 5.n.iv. of the Receivership Order, the Receiver may file an application with the court for fees and costs incurred by the Receiver and his counsel or

accountant. Such Application shall be provided to the Commissioner and the parties in this matter. Parties shall have ten (10) calendar days following the filing of the Receiver's Application to file any objections with the Court. If no objections are filed within the ten-day objection period, the Receiver may draw funds to pay for the referenced fees and expenses without further order of the Court.

4. Except as noted below, this Application covers the period from November 1, 2011 through and including April 30, 2012. The attached exhibits include fees and expenses incurred by the following professionals employed in this matter:

| <i>Exhibit</i> | <i>Party</i>   | <i>Amount Requested</i> |
|----------------|--|-------------------------|
| Exhibit A      | C. Randel Lewis, Receiver  | \$ 96,375.00            |
| Exhibit B      | C. Randel Lewis Receivership Wells Fargo Account Disbursements (excludes previously approved fee application payments) | \$ 5,524.67             |
| Exhibit C      | Lindquist & Vennum P.L.L.P., Attorneys for C. Randel Lewis, Receiver - Fees  | \$324,096.25            |
| Exhibit C-1    | Lindquist & Vennum P.L.L.P. - Enumeration of Costs   | \$ 25,403.78            |
| Exhibit D      | Finance & Accounting Solutions, LLC  | \$ 1,930.50             |
| Exhibit E      | RubinBrown LLP (November 1, 2011 through March 31, 2012)   | \$ 38,782.00            |
| Exhibit F      | Richards Kibbe & Orbe LLP  | \$ 19,937.71            |
| Exhibit G      | Snell & Wilmer   | \$ 26,934.68            |
| Exhibit H      | Kern Consulting LLC  | \$ <u>9,187.00</u>      |
| <b>TOTAL</b>   |  | <b>\$548,171.59</b>     |

5. Absent any objections to the fees and expenses submitted on Exhibits A - H attached to this Application, the Receiver will disburse funds in payment of such fees and expenses no sooner than ten (10) calendar days following the filing of this Application.

Respectfully submitted this 23<sup>rd</sup> day of May, 2012.

**LINDQUIST & VENNUM PLLP**

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**CERTIFICATE OF SERVICE**

I hereby certify that on this 23<sup>rd</sup> day of May 2012, a true and correct copy of the foregoing **FOURTH SUBMISSION OF APPLICATION FOR FEES AND EXPENSES** was served via Lexis-Nexis or via US Mail on the parties listed below and a true and correct copy of the foregoing document (without the exhibits) was sent via US Mail, postage prepaid, to all investors and creditors listed on the service list for this case, which is maintained in the Receiver's records.

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/s/ Laura Weimer  
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