

IN THE UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

STANFORD INTERNATIONAL BANK,
LTD., *et al.*,

Defendant.

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Civil Action No. 3:09-CV-298-N

ORDER

Before the Court is the Receiver’s Motion to Approve Sale of Investment Interests in USFR, MCB, DGSE, and Superior. The Court, having reviewed the Motion, and determining that the transactions referenced therein are at arms-length, in good faith, and not encumbered by liens or charges cognizable under United States law that would preclude the proposed sales, is of the opinion that the Motion be and hereby is GRANTED in all respects.

IT IS ORDERED THAT the Court has jurisdiction over all parties to the Purchase and Sale Agreement by and among Stanford Venture Capital Holdings, Inc. (“SVCH”), Stanford Group Company (“SGC”), Stanford International Bank, Ltd. (“SIBL”) and KTBU Acquisition LLC (the “USFR Agreement”), executed on December 17, 2009, and to the subject matter of the USFR Agreement. *See* App. to Mot. to Approve Sale at 8 [1061].

IT IS FURTHER ORDERED THAT the Court has jurisdiction over all parties to the Purchase and Sale Agreement between SVCH and Mr. Gene Calhoun (the “MCB

Agreement”), executed on October 1, 2009, and to the subject matter of the MCB Agreement. *See* App. to Mot. to Approve Sale at 23.

IT IS FURTHER ORDERED THAT the Court has jurisdiction over all parties to the Purchase and Sale Agreement between SIBL and DGSE Companies, Inc. (the “DGSE PSA”), executed on January 27, 2010, and to the subject matter of the DGSE PSA. *See* App. to Mot. to Approve Sale at 38.

IT IS FURTHER ORDERED THAT the Court has jurisdiction over all parties to the Debt Conversion Agreement between SIBL and DGSE (the “DGSE Debt Conversion Agreement” and, together with the DGSE PSA, the “DGSE Agreements”), executed on January 27, 2010, and to the subject matter of the DGSE Debt Conversion Agreement. *See* App. to Mot. to Approve Sale at 52.

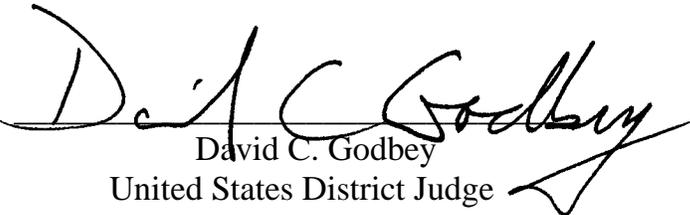
IT IS FURTHER ORDERED THAT the Receiver is authorized and empowered to act on behalf of SVCH, SGC and SIBL in connection with all matters arising out of or related to the USFR Agreement, MCB Agreement, and DGSE Agreements and the transactions contemplated thereby.

IT IS FURTHER ORDERED THAT the transactions contemplated by the USFR Agreement, MCB Agreement, and DGSE Agreements are in the best interests of the Receivership Estate.

IT IS FURTHER ORDERED THAT the terms and conditions of the USFR Agreement, MCB Agreement, and DGSE Agreements, the execution of the aforementioned agreements, and the consummation of the transactions contemplated thereby are authorized

and approved, and the parties are directed to close the transactions contemplated by the USFR Agreement, MCB Agreement, and DGSE Agreements at the earliest possible date.

Signed May 12, 2010.


David C. Godbey
United States District Judge