

**UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

**SECURITIES AND EXCHANGE  
COMMISSION,**

Plaintiff,

v.

**UNITED DEVELOPMENT FUNDING  
III, LP, *et al.*,**

Defendants.

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Civil Action No. **3:18-CV-1735-L**

**ORDER**

Before the court is Plaintiff's Motion for an Order Appointing a Distribution Agent and Authorizing Payment of Administrative Fees and Expenses with Attached Local Rule 7.1 Certification ("Motion") (Doc. 21), filed April 26, 2021. The court having reviewed the Motion determines that the Motion should be and is hereby **granted**. Accordingly, it is hereby ordered that:

1) Strategic Claims Services ("Strategic") is appointed as Distribution Agent for the UDF Fair Fund, to assist in overseeing the administration and the distribution of the UDF Fair Fund in coordination with the SEC's counsel of record, pursuant to the terms of a distribution plan to be approved by this court. As Distribution Agent, Strategic will, among other things:

a) Perform services in accordance with the pricing schedule and cost proposal submitted by Strategic to the SEC;

b) Work with the SEC's counsel of record to develop a distribution plan to be approved by the court;

c) Determine the identities and locations of investors who may be eligible for a distribution;

d) Quantify distribution amounts of investors eligible for a distribution under a court-approved distribution plan (the “Plan”);

e) Respond to investor and distribution related inquiries;

f) Work with the court-appointed tax administrator (the “Tax Administrator”) to calculate a reserve for fees, expenses, and taxes (the “Reserve”) and perform all activities necessary to the distribution of UDF Fair Fund net the Reserve in accordance with the Plan;

g) Coordinate with the Tax Administrator to ensure timely compliance with all tax related obligations;

h) File with the court or provide to the SEC’s counsel of record to file with the court, a quarterly status report within forty-five (45) days of court approval of the Plan, and provide additional reports within thirty (30) days after the end of every quarter thereafter. Upon establishing an escrow account into which the monies in the UDF Fair Fund are transferred, Strategic will include a quarterly accounting report, in a format to be provided by the SEC, in the status report. The status report and quarterly accounting report will inform the court and the SEC of the activities and status of the UDF Fair Fund during the relevant reporting period and will specify, at a minimum:

i) The location of the account(s) comprising the UDF Fair Fund; and

ii) An interim accounting of all monies in the UDF Fair Fund as of the most recent month-end, including the value of the account(s), all monies earned or received into the account(s), funds distributed to eligible claimants under the Plan, and any monies expended to, among other things, satisfy fees, expenses, and taxes,

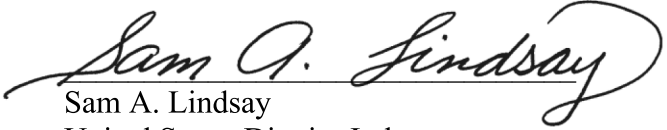
incurred or required in the administration of the UDF Fair Fund or the implementation of the Plan.

- i) Comply with the Plan and all court orders.
- 2) Strategic, as Distribution Agent, is entitled to rely on all outstanding rules of law and court Orders.
- 3) Strategic will be entitled to reimbursement and compensation from the UDF Fair Fund for the reasonable fees and expenses incurred in the performance of their duties, in accordance with the cost proposal submitted to the SEC's counsel of record. The SEC staff is authorized to approve and arrange payment of all fees and expenses of Strategic directly from the UDF Fair Fund without further order of this court. Strategic will submit invoices of all fees and expenses incurred in connection with their respective duties to the SEC's counsel of record for review and, as appropriate, payment. All payments will be reflected in the quarterly and final accountings referenced above.
- 4) Upon completing its duties as set forth herein, Strategic will provide to the SEC's counsel of record a final accounting in a form provided by the SEC's counsel of record; a final report providing statistics related to the distribution, including amounts disbursed to investors, amounts returned and/or not delivered or negotiated, outreach efforts on unnegotiated payments and the costs and results of the same, and statistics concerning payments made to individuals and entities; and an affidavit in a format acceptable to the SEC's counsel of record summarizing their activities as distribution agent.
- 5) Strategic may be removed *sua sponte* at any time by the court or upon motion of the SEC and replaced with a successor. In the event Strategic decides to resign, Strategic must first give written notice to the SEC's counsel of record and the court of its intention, and resignation, if permitted, will not be effective until the court has appointed a successor. Strategic will then follow

instructions from the court or a successor for relinquishing its duties, including all records related to UDF Fair Fund monies and property. Unless otherwise ordered, Strategic will within 30 days of the notice of resignation or removal, file with the court an accounting and a report of its activities as further set forth above in paragraph 5, and provide any other information requested by the SEC, the court, or the successor.

6) The court, to the extent necessary to close out this action, will retain exclusive jurisdiction over the distribution, including, but not limited to, claims against the Distribution Agent asserting liability for violation of any duty imposed by the Plan or other court order.

**It is so ordered** this 28th day of May, 2021.

  
Sam A. Lindsay  
United States District Judge