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**UNITED STATES DISTRICT COURT
DISTRICT OF OREGON**

**IN RE: CONSOLIDATED CAPITAL
CONSULTANTS LITIGATION**

Case No. CV 00-1290-KI

**NOTICE OF MOTION AND MOTION FOR
ORDER AUTHORIZING RECEIVER TO
TAKE CERTAIN ACTIONS IN
CONNECTION WITH SETTLEMENTS OF
RELATED LITIGATION**

Date: June 19, 2002
Time: 9:00 a.m.
Ctrm: 9A
Judge: Hon. Garr M. King

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PLEASE TAKE NOTICE that on June 19, 2002, at 9:00 a.m., Thomas F. Lennon, Receiver ("Receiver") for Capital Consultants, LLC ("CCL"), will move and does hereby move for an Order Authorizing the Receiver to Take Certain Actions in Connection with Settlements of Related Litigation. The relief requested herein is conditioned on the Court's approval of the Settlement Agreements pursuant to the Motion of the Receiver and Plaintiffs for Approval of Settlement, Claims Bar and Injunction in the Capital Consultants Litigation, to be heard concurrently herewith.

Specifically, the Receiver moves the Court for a order approving specific aspects of the settlements as they relate to the Receiver and the Receivership Estates and authorizing him to take certain actions in connection therewith, as follows:

1. The Receiver asks the Court to approve the Receiver's execution of the Settlement Agreements on behalf Receivership Estates and confirm the Receiver's authority to enter into the Settlement Agreements on behalf the otherwise unrepresented CCL Clients, identified on Exhibit "C" to the Settlement Agreements, pursuant to the Court's Order Authorizing the Receiver's Participation in Mediation of Related Litigation, entered January 25, 2001.

2. As part of the Wilshire Settlement, the Receiver has agreed to sell certain Class B, non-voting stock of Wilshire Credit Corporation and a related liquidation bond, to WFSG for

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the sum of \$10,500,000. The Receiver asks the Court to approve the Receiver's sale of such securities and to issue a Sale Order, substantially in the form attached as Exhibit "A" to the Memorandum of Points and Authorities filed concurrently herewith.

3. The Receiver asks the Court to approve the Receiver's agreement, on behalf of the Receivership Estates, to compromise the claim of Dean Kirkland, as referenced in section 3.3 of the Wilshire Settlement Agreement and described more specifically in the Memorandum of Points and Authorities filed concurrently herewith and Exhibit "B" thereto.

4. The Receiver asks the Court to approve the Receiver's agreement, on behalf of the Receivership Estates, to compromise the claims of Blake Grayson and the Blake and Erika Grayson LLC, as referenced in section 3.3 of the Wilshire Settlement Agreement and described more specifically in the Memorandum of Points and Authorities filed concurrently herewith and Exhibit "C" thereto.

5. The Receiver asks the Court to approve the Receiver's agreement, on behalf of the Receivership Estates, to compromise the claims of Robert Maloney and the Klamath County Investment Fund, as described in section 3.3 of the Lane Powell Settlement Agreement.

6. The Receiver asks the Court for authorization to return to the Receivership Estates the portions of the dividends which would otherwise be payable on the claims of Kirkland, Maloney, Klamath, and Blake Grayson, but are disallowed per the parties'

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agreements or permitted objections, for payment of other claims against the Receivership Estates, including administrative claims, pursuant to whatever plan of distribution is ultimately approved by the Court.

7. The Receiver asks the Court for authorization to agree to rescission of CCL's Directors and Officers policy of insurance issued by ASLIC, pursuant to the terms of the Wilshire Settlement Agreement.

8. The Receiver asks the Court to issue an Order stating that (a) except for any continuing rights, obligations and duties under such Settlement Agreements, once approved, the Receiver is relieved of any further responsibility or obligation to mediate on behalf of or represent the otherwise unrepresented CCL Clients in mediations, settlement negotiations or litigation; (b) pursuant to section 5.16 of the Wilshire Settlement Agreement, among others, to the extent the unrepresented CCL Clients, identified in Exhibit "C" to the Settlement Agreements, wish to pursue any non-settling parties in litigation, they must join any pending lawsuits in their own name and through their own counsel, or file separate lawsuits on their own behalf; and (c) in either event, or if the unrepresented CCL Clients determine not to pursue lawsuits against any non-settling parties, such CCL Clients will be bound by the terms of the Settlement Agreements entered into by the Receiver to date

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including, without limitation, section 7.3.1 thereof, once such Settlements have been approved by the Court.

If you oppose this Motion, you are required to attend the hearing on June 19, 2002, at 9:00 a.m., and you must file your written opposition with the Clerk of the United States District Court (1000 S.W. Third Avenue, Portland, Oregon 97204), under the caption In re: Consolidated Capital Consultants Litigation, Case No. 00-1290-KI, and serve a copy of your opposition on the undersigned on or before June 10, 2002. IF YOU FAIL TO FILE AND SERVE AN OPPOSITION AND ATTEND THE HEARING ON THE ABOVE DATE, you shall lose your opportunity for a hearing on your opposition to this Motion.

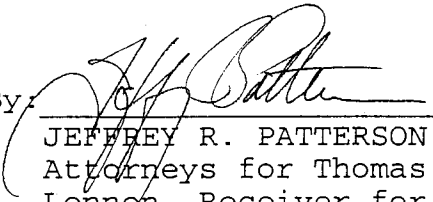
This Motion is based upon this Notice of Motion and Motion, the Memorandum of Points and Authorities and Proposed Order filed concurrently herewith, and any further reply brief, evidence or argument that may be submitted to the Court prior to or at the time of the hearing. If you received only a copy of this Notice of Motion and Motion, and you wish to review the supporting papers and/or the related Settlement Agreements and motion to approve the Settlement Agreements, you may view all papers on the Receiver's website at www.capitalconsultantsllc.com, or you may

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obtain copies from the Clerk of the Court or by contacting
counsel for the Receiver.

Dated: May 16, 2002

ALLEN MATKINS LECK GAMBLE &
MALLORY LLP

By: 

JEFFREY R. PATTERSON
Attorneys for Thomas F.
Lennon, Receiver for Capital
Consultants, LLC