

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
(Miami Division)**

SECURITIES & EXCHANGE COMMISSION,

Plaintiff,

CASE NO.: 10-22078-CV-MORENO/TORRES

vs.

ESTATE OF KENNETH WAYNE MCLEOD,
F&S ASSET MANAGEMENT GROUP, INC. and
FEDERAL EMPLOYEE BENEFITS GROUP, INC.

Defendants.

**UNOPPOSED MOTION FOR ORDER AUTHORIZING THE RECEIVER
TO OPEN PROBATE ESTATE ON BEHALF OF KENNETH WAYNE MCLEOD
AND TO SERVE AS CURATOR OF ESTATE**

Michael I. Goldberg (the "Receiver"), in his capacity as Receiver of Federal Employee Benefits Group, Inc. ("FEBG") and F&S Asset Management Group, Inc. ("FSAMG") (collectively, the "Receivership Entities"), files this Motion for Order Authorizing the Receiver to Open a Probate Estate on Behalf of Kenneth Wayne McLeod and to Serve as Curator of Estate (or in such other capacity as directed by the probate judge). In support of this Motion, the Receiver states as follows:

1. On June 24, 2010, the United States Securities and Exchange Commission ("SEC") initiated these proceedings. In its complaint, the SEC alleges that the Receivership Entities, along with Kenneth Wayne McLeod ("McLeod"), perpetrated a Ponzi scheme defrauding approximately \$35 million from nearly 300 victims.

2. The Court entered an Order (the "Receivership Order") appointing Michael I. Goldberg as the receiver for the Receivership Entities. [D.E. 11]

3. Just prior to the filing of the SEC's complaint, McLeod died from a self-inflicted gunshot wound to the head. The Receiver has been informed by attorneys representing McLeod's wife, Susan McLeod, that she does not intend on opening a probate estate for McLeod.

4. The "Estate of Kenneth Wayne McLeod" is a named defendant in this case and it is important that a probate estate be opened in order for the SEC, the Receiver and other parties to make proper claim against McLeod and his assets. Moreover, the Receiver believes that it is important for a probate estate to be opened in order to properly administer and clear title to assets in McLeod's name under Florida law.¹ If authorized, the Receiver intends on opening the probate estate in Florida State Circuit Court in Jacksonville, Florida.

5. The Receivership Order provides that "[i]n the event the Receiver discovers funds of persons who have invested in FSAMG or have been transferred to other persons or entities, the Receiver shall apply to this Court for an Order giving the Receiver possession of such funds and, if the Receiver deems it advisable, extending the Receivership over any person or entity holding such investor funds." Receivership Order at p. 7. The Receiver believes that most of McLeod's assets have been acquired directly with funds stolen from persons who have invested in FSAMG and/or FEBG. Accordingly, the Receiver believes that opening a probate estate on McLeod's behalf and acting as Curator of his estate is the most efficient way for the Receiver to obtain possession of such assets for the benefit of the defrauded victims.

WHEREFORE the Receiver respectfully requests that this Court enter an order authorizing the Receiver to open a probate estate on behalf of Kenneth Wayne McLeod and to serve as Curator for such estate and grant such other relief this Court may deem just and proper.

¹ This would not include administering the life insurance policies on McLeod's life which pass outside of his estate under Florida law.

LOCAL RULE 7.1 CERTIFICATION OF COUNSEL

Pursuant to Local Rule 7.1, undersigned counsel hereby certifies that the Receiver has conferred with counsel for the United States Securities and Exchange Commission and Susan McLeod who have no objection to the relief requested herein.

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Attorneys for Receiver

By: //s//Michael I. Goldberg
Michael I. Goldberg
Florida Bar No.: 886602

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on August 6, 2010, I electronically filed the foregoing document with the Clerk of Court using CM/ECF. I also certify that the foregoing document is being served on this day on all counsel of record or pro se parties identified on the attached Service List in the manner specified, either via transmission of Notices of Electronic Filing generated by CM/ECF or in some other authorized manner for those counsel or parties who are not authorized to receive electronically Notices of Electronic Filing.

//s// Michael I. Goldberg
Michael I. Goldberg

SERVICE LIST

1:10-cv-22078-FAM

Notice has been electronically mailed to:

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