UNITED STATES DISTRICT COURT FOR THE DISTRICT OF MINNESOTA

UNITED STATES OF AMERICA,

Plaintiff,

v.

Civil No. 08-SC-5348 (ADM/JSM)

THOMAS J. PETTERS: PETTERS COMPANY, INC., PCI; PETTERS GROUP WORLDWIDE, LLC; DEANNA COLEMAN aka DEANNA MUNSON; ROBERT WHITE; JAMES WEHMHOFF: LARRY REYNOLDS dba NATIONWIDE INTERNATIONAL RESOURCES aka NIR; MICHAEL CATAIN dba ENCHANTED FAMILY BUYING COMPANY: FRANK E. VENNES JR. dba METRO GEM FINANCE, METRO GEM INC., GRACE OFFERINGS OF FLORIDA, LLC, METRO PROPERTY FINANCING. LLC, 38 E. ROBINSON, LLC, 55 E. PINE, LLC, ORLANDO RENTAL POOL, LLC, 100 PINE STREET PROPERTY, LLC, ORANGE STREET TOWER, LLC, CORNERSTONE RENTAL POOL, LLC, 2 SOUTH ORANGE AVENUE, LLC, HOPE COMMONS, LLC, METRO GOLD. INC:

Defendants.

and

ACORN CAPITAL GROUP, LLC

Applicant Intervenors.

NOTICE OF MOTION AND EXPEDITED MOTION TO INTERVENE FOR A LIMITED PURPOSE TO CLARIFY, MODIFY OR LIFT THE STAY TO PERMIT ACORN TO ENFORCE ITS ARTICLE 9 RIGHTS AGAINST POLAROID CORP. AND POLAROID CONSUMER ELECTRONICS, LLC

NOTICE OF HEARING

PLEASE TAKE NOTICE that on **December 5, 2008, at 9:00 a.m.** (CST) before the Honorable Ann D. Montgomery, Judge of the United States District Court, U.S.

Courthouse, 300 South Fourth Street, Suite 13W, Minneapolis, MN 55415, Acorn Capital

Group, LLC ("Acorn")¹, will move to intervene for the limited purpose of requesting the

Court to clarify, modify or lift the stay imposed by the "Amended Order for Entry of

Preliminary Injunction, Appointment of Receiver, and Other Equitable Relief" entered on

October 22, 2008, to permit Acorn to enforce its rights and remedies under Article 9 of

the Uniform Commercial Code ("Article 9") against Polaroid Corp. and Polaroid

Consumer Electronics, LLC (collectively, "Polaroid").

MOTION

In accordance with Fed. R. Civ. P. 24(a) and 24(b), and other applicable law,

Acorn moves the Court for leave to intervene for the limited purpose of seeking the Court

to clarify, modify or lift the stay imposed by "Amended Order for Entry of Preliminary

Injunction, Appointment of Receiver, and Other Equitable Relief" entered on October 22,

2008 to permit Acorn to enforce its Article 9 rights and remedies against Polaroid.

Dated: December 2, 2008

WINTHROP & WEINSTINE, P.A.

By: /s/ Michael A. Rosow

Daniel C. Beck, #192053

Michael A. Rosow, #317998 Jessica S. Karich, # 0387156

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Attorneys for Acorn Capital Group, LLC

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¹ Acorn brings this motion on behalf of itself and as servicer for various holders of the

promissory notes.

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