

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MINNESOTA

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UNITED STATES OF AMERICA,

Plaintiff,

v.

Civil No. 08-5348 (ADM/JSM)

1. THOMAS JOSEPH PETTERS;  
PETTERS COMPANY INC.,  
PCI; PETTERS GROUP WORLDWIDE, LLC;
2. DEANNA COLEMAN aka DEANNA MUNSON;
3. ROBERT WHITE;
4. JAMES WEHMHOFF;
5. LARRY REYNOLDS dba  
NATIONWIDE INTERNATIONAL  
RESOURCES aka NIR;
6. MICHAEL CATAIN dba  
ENCHANTED FAMILY BUYING COMPANY;
7. 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.

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**MEMORANDUM OF THOMAS HAY, WILLIAM DUNLAP AND PAUL TRAUB  
IN SUPPORT OF MOTION TO INTERVENE FOR THE LIMITED PURPOSE  
OF APPEARING AS INTERESTED PARTIES AT THE HEARING ON THE  
MOTION TO AUTHORIZE RECEIVER TO SELL SHARES OF BLUESTEM  
BRANDS, INC. HELD BY EBP SELECT HOLDINGS, INC. (SIC) AND  
RTB HOLDING, LLC**

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Thomas Hay, William Dunlap and Paul Traub (“Members”), in their capacity as members of EBP Select Holdings, LLC (“EBP”), seek to appear as interested parties at any hearing regarding the Motion to Authorize Receiver to Sell Shares of Bluestem Brands, Inc. Held by EBP Select Holdings, Inc.<sup>1</sup> and RTB Holding, LLC and Granting Related Relief [Dkt. No. 1850] (the “Bluestem Motion”).

Members are members of EBP. Thomas Hay owns a 3.4247% membership interest, William Dunlap owns a 2.0548% membership interest and Paul Traub owns a 0.6849% membership interest. As such Members have financial interests in the assets of EBP that will be affected by the Bluestem Motion. Members respectfully request that this Court permit them to be heard regarding the relief proposed in the Bluestem Motion.

Dated: May 10, 2011

BEST & FLANAGAN LLP

By s/ Patrick B. Hennessy  
Thomas B. Heffelfinger (#004328X)  
Patrick B. Hennessy (#0124412)  
Cynthia L. Hegarty (#0294627)  
225 South Sixth Street, Suite 4000  
Minneapolis, MN 55402  
(612) 339-7121

ATTORNEYS FOR THOMAS HAY,  
WILLIAM DUNLAP AND PAUL  
TRAUB

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<sup>1</sup> In his motion, the Receiver incorrectly identifies EBP as EBP Select Holdings, Inc. EBP is a limited liability company, not a corporation.