

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA**

**Case No.: 1:11-cv-24438-GAYLES**

**SECURITIES AND EXCHANGE  
COMMISSION,**

Plaintiff,

v.

**STIEFEL LABORATORIES, INC.,  
and CHARLES W. STIEFEL,**

Defendants.

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**ORDER**

**THIS CAUSE** comes before the Court on Plaintiff Securities and Exchange Commission's (the "Commission") Motion to Appoint a Tax Administrator and Distribution Agents for Fair Fund and Authorize Payment of Tax Related Fees, Expenses, and Obligations (the "Motion") [ECF No. 236]. Having reviewed the Motion and the record and being otherwise fully advised, the Court finds good cause to grant the Commission's request. Thus, it is **ORDERED AND ADJUDGED** that the Motion is **GRANTED**. It is further **ORDERED AND ADJUDGED** as follows:

1. Miller Kaplan Arase LLP is appointed Tax Administrator for the Fair Fund in this case pursuant to Section 468B(g) of the Internal Revenue Code, 26 U.S.C. § 468B(g), and related regulations, and shall satisfy the administrative requirements imposed by those regulations, including but not limited to: (a) obtaining a taxpayer identification number; (b) filing applicable federal, state, and local tax returns and paying taxes reported thereon out of the Fair Fund; and (c) satisfying any information, reporting, or withholding requirements imposed on the Fair Fund. Upon request, the Tax Administrator shall provide copies of any filings to the Distribution Agents appointed below or to the Court.

2. The Tax Administrator shall, at such times as the Tax Administrator deems necessary to fulfill the tax obligations of the Fair Fund, submit a request to the Distribution Agents for payment from the Fair Fund of any tax obligations of the Fair Fund. The Tax Administrator shall be entitled to charge reasonable fees for tax compliance services and related expenses in accordance with its agreement with the Commission for the Tax Years 2020 through 2021. The Tax Administrator shall, at such times as the Tax Administrator deems appropriate, submit a request to the Distribution Agents for payment of fees and expenses from the Fair Fund.

3. Robert Levenson and Christopher Martin, Commission attorneys, are appointed as Distribution Agents over the Fair Fund. The Distribution Agents shall perform such functions as are necessary to implement and administer a Distribution Plan and distribute the Fair Fund in accordance with that Plan. The Distribution Agents shall file a proposed Distribution Plan and obtain an order approving the Plan before undertaking any distribution of the Fair Fund.

4. The Distribution Agents are authorized to approve and arrange payment of all tax obligations owed by the Fair Fund and the fees and expenses of the Tax Administrator directly from the Fair Fund without further approval of the Court. All payments for taxes and the fees and expenses of the Tax Administrator shall be reported to the Court in a final accounting.

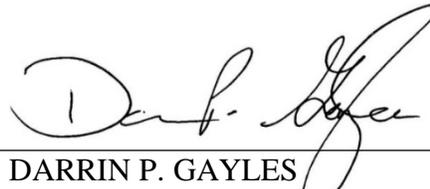
5. The Distribution Agents shall be deemed to be acting within the scope of their employment with the Commission in administering the Fair Fund. The Distribution Agents may be assisted by a Fund Administrator (whom this Court shall also appoint at the request of the Distribution Agents), and other Commission staff acting under their supervision. The Distribution Agents shall receive no compensation for administering the Fair Fund other than their regular salaries as Commission employees.

6. The Distribution Agents shall coordinate with the Tax Administrator to ensure that the Fair Fund, a Qualified Settlement Fund under Section 468B(g) of the Internal Revenue Code and related regulations, complies with the legal and regulatory requirements imposed on the Fair Fund and distribution payments.

7. The Distribution Agents may be removed for cause by the Court or upon motion of the Commission and replaced with a successor. The Distribution Agents and their designees, agents, and assistants are not required to post a bond and shall not be liable to any person for their actions hereunder, except on a finding by this Court of willful disregard of duty.

8. The Distribution Agents will submit a final report describing the distribution made to the Court prior to seeking termination of the Fair Fund and discharge of the Distribution Agents.

**DONE AND ORDERED** in Chambers at Miami, Florida, this 12th day of June, 2020.



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DARRIN P. GAYLES  
UNITED STATES DISTRICT JUDGE

Copies to all parties and counsel of record