IN THE UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

SECURITIES AND EXCHANGE	§
COMMISSION,	§
	§
Plaintiff,	§
	§
v.	§
	§
STANFORD INTERNATIONAL	§
BANK, LTD., STANFORD GROUP	§
COMPANY, STANFORD CAPITAL	§
MANAGEMENT, LLC, R. ALLEN	§
STANFORD, JAMES M. DAVIS, and	§
LAURA PENDERGEST-HOLT	§
	§
Defendants.	§

CASE NO. 3-09-CV0298-N

DEFENDANT LAURA HOLT'S RESPONSE TO JOINT MOTION OF THE SEC AND RECEIVER FOR ENTRY OF SECOND AMENDED ORDER APPOINTING RECEIVER [DOCKET NO. 958]

TO THE HONORABLE DAVID GODBEY:

Defendant Laura Holt ("Defendant" or "Holt") files this response to the joint motion of the SEC and Receiver for entry of a second amended order appointing receiver, and respectfully states as follows:

1. Holt does not oppose the SEC and the Receiver's request that the Court reappoint the Receiver to complete filings in additional districts pursuant to 28 U.S.C. § 754. Nor does Holt oppose their request that the Court extend the litigation stay to related litigation.

2. Holt files this response to preserve her objections that the proposed Second Amended Order Appointing Receiver – like the prior orders – contains certain provisions that no longer should apply to her. For example, given that Holt is now facing criminal charges, the provisions of the receivership order requiring Holt to cooperate with the Receiver no longer should apply to her. In addition, the Receiver initially was granted the authority to review Holt's mail for the purpose of identifying Holt's assets, but the Receiver has now had more than sufficient time to identify Holt's assets. Holt therefore objects to the Receiver's continued review of her mail – an unwieldy process that has caused months of delay in receiving important family-related bills and countless personal notes from friends, family, and church members.

3. Holt also requests that, in issuing an amended receivership order, the Court clarify that the amended order does not amend or alter any of the Court's prior rulings relating to proceeds of the D&O Policy. Holt requested that the Receiver make this clarification in the proposed Second Amended Receivership Order, but the Receiver refused to do so.

4. Holt understands that there are pressing reasons why the SEC and the Receiver want the Court to enter the proposed Second Amended Receivership Order. To avoid any unnecessary delay in approval of the requested proposed Second Amended Receivership order, Holt will file a separate motion to amend the receivership order. In the meantime, except for the relief in the joint motion which Holt does not oppose, Holt specifically reserves all potential grounds for modifying the receivership order, including grounds not identified in this response. DATED this 8th day of February, 2010

Respectfully submitted,

/s/ Jeffrey M. Tillotson, P.C. Jeffrey M. Tillotson, P.C. Texas Bar No. 20039200 John Volney Texas Bar No. 24003118 Christopher J. Akin Texas Bar No. 00793237 LYNN TILLOTSON PINKER & COX, L.L.P. 2100 Ross Avenue, Suite 2700 Dallas, Texas 75201 (214) 981-3800 Telephone (214) 981-3839 Facsimile jmt@lynnllp.com jvolney@lynnllp.com cakin@lynnllp.com

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above and foregoing document has been served *via ECF* on counsel of record on this the 8th day of February, 2010

<u>/s/ Christopher J. Akin</u> Christopher J. Akin