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14 *Attorneys for the Receiver*

15 UNITED STATES BANKRUPTCY COURT
16 DISTRICT OF ARIZONA

17 In re:
18 AMERICAN NATIONAL MORTGAGE
19 PARTNERS, LLC,
20 Debtor.

In Proceedings Under
Chapter 11
Case Nos: 03-03803 PHX RJH
03-03799 PHX RJH

21 In re:
22 ANMP 74TH ST., LLC,
23 Debtor.

**MOTION TO ADOPT AND APPROVE
STATE COURT ORDER AUTHORIZING
SETTLEMENT REGARDING WILLIAM
JACOBSON, ATLAS MINING
COMPANY, CLEARWATER MINES,
INC., AND PARK COPPER AND GOLD
MINING COMPANY**

24 James C. Sell, the Court appointed Receiver for American National Mortgage Partners
25 and related entities in State Court Action No. CV2003-005724 (hereinafter the "State Court
26 Action") hereby requests that the Court adopt and approve the Order previously entered in the
27 State Court action regarding authorization of the Receiver to enter into a settlement regarding
28 William Jacobson, Atlas Mining Company, Clearwater Mines, Inc., and Park Copper and Gold
Mining Company (hereinafter referred to as the "Settlement")(Exhibit "A"), which Order was
entered by the Honorable Richard J. Gama, Superior Court Judge on May 3, 2005.

1 The Motion authorizing Receiver to enter into the Settlement was noticed to those
2 parties listed on the mailing list for State Court proceeding. This did not include all of the
3 creditors of the Bankruptcy estates. No Objections were received.

4 In general terms, the Settlement provides as follows:

5 A. Within 90 days of approval, Borrower shall pay to the Receiver the sum of
6 \$406,000. During the 90 day period, the outstanding balance of \$406,000 shall
7 accrue interest at 8% per annum, until paid in full.

8 B. In addition to the payment of \$406,000, Atlas shall deliver to the Receiver,
9 for the benefit of the Receivership Estate, 175,000 restricted shares of stock in
10 Atlas. These shares shall be delivered to the Receiver and the Receiver shall not
11 be responsible for any transfer or registration fees. Any such fees shall be borne
12 and paid by the Borrowers. Atlas shall have the right to buyback from Receiver,
13 on three days written notice, any amount of the 175,000 shares at the average
14 closing bid price of the shares for a consecutive 10 day period prior to the notice,
15 but in no event, at a price less than 46 cents per share.

16 C. Borrower has agreed to waive all defenses as to any claims which the
17 Receiver may have for the outstanding amounts owed and has agreed to the entry
18 of a judgment in the full amount of the current outstanding balance in the event the
19 Borrower fails to comply with the terms of the Agreement.

20 In order to ensure that Orders have been obtained from all appropriate jurisdictions, the
21 Receiver hereby requests that the State Court Order previously entered by Judge Gama be
22 adopted and approved by this court. This Motion shall be noticed, by negative notice, to all
23 parties listed on the Master Mailing List of the above-referenced Bankruptcy Proceedings.

24 DATED this 6th day of May, 2005.

25 **JABURG & WILK, P.C.**

26 /s/ Lawrence E. Wilk, #006510

27 _____
28 Lawrence E. Wilk
Attorneys for James C. Sell

29 COPY of the foregoing mailed
30 this 6th day of May, 2005.

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34 Stanford E. Lerch, Esq.
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EXHIBIT A

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7 Attorneys for James C. Sell, Receiver

8 SUPERIOR COURT OF ARIZONA
9 MARICOPA COUNTY

10 ARIZONA CORPORATION
11 COMMISSION,

12 Plaintiff,

13 v.

14 AMERICAN NATIONAL MORTGAGE
15 PARTNERS, L.L.C., et al.

16 Defendants.

Case No: CV2003-005724

**ORDER AUTHORIZING
SETTLEMENT REGARDING
WILLIAM JACOBSON, ATLAS
MINING COMPANY, CLEARWATER
MINES, INC., AND PARK COPPER
AND GOLD MINING COMPANY**

(Assigned to the Honorable J. Richard
Gama)

17 This matter having come before this Court pursuant to James C. Sell, the
18 Receiver's, Motion (the "Motion") to authorize the settlement (the "Settlement") with
19 William Jacobson ("Jacobson"); Atlas Mining Company ("Atlas Mines"); Clearwater
20 Mines, Inc. ("Clearwater"); and Park Copper & Gold Mining Company ("Park").

21 The Court having determined that notice of the Motion was provided to parties
22 entitled to same, and no objections having been filed, and the Court having reviewed the
23 Motion, and determined that Settlement is in the best interests of the Receivership its
24 investors and creditors;

25 **IT IS HEREBY ORDERED AS FOLLOWS:**

26 A. That the settlement is approved according to it's terms; and
27
28

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B, The Receiver is authorized to execute any and all documents necessary to facilitate the enforcement of the Settlement.

Done in Open Court this 3 day of ^{May} ~~April~~, 2005.



The Honorable Richard J. Gama
Judge of the Superior Court

The Honorable Richard J. Gama MARICOPA COUNTY SUPERIOR COURT 101 West Jefferson, ECB 611 Phoenix, Arizona 85003-2243	The Honorable Cathy M. Holt MARICOPA COUNTY SUPERIOR COURT 101 West Jefferson, Phoenix, Arizona 85003-2243
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COPIES of the foregoing mailed this 3rd day of ^{May} ~~April~~, 2005 to:

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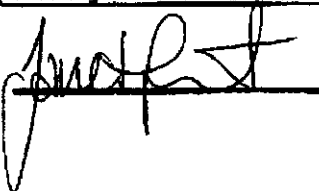
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Court Appointed Receiver



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