

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF INDIANA 00 SEP 15 AM 11:30

UNITED STATES SECURITIES
AND EXCHANGE COMMISSION,

Plaintiff,

KENNETH R. PAYNE,
JOHANN M. SMITH,
DANIEL G. DANKER, CONSTANCE
BROOKS-KIEFER,
HEARTLAND FINANCIAL SERVICES,
INC., AND JMS INVESTMENT
GROUP, LLC.

Defendants.

Civil Action No.
IP00-1265 C

Judge J.D. Tinder

LAURA A. BRIGGS
CLERK

**AGREED STIPULATION BETWEEN RECEIVER AND KENNETH R. PAYNE FOR
RECEIVER TO TAKE POSSESSION OF CERTAIN ASSETS**

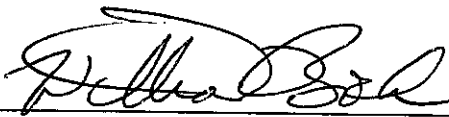
Kenneth R. Payne ("Payne"), by his counsel, Fred Scott, and James A. Knauer ("Receiver"), Receiver for Heartland Financial Services, JMS Investment Group, L.L.C., by his counsel William Bock, now stipulate and agree that the Receiver may take possession of certain property which is titled in the name of Kenneth R. Payne as follows:

- A. Real estate located at 9817 Gulfstream Drive, Indianapolis, Indiana.
- B. Real estate located at 975 High Drive, Carmel, Indiana.
- C. Boat located at Indianapolis Yacht Club.
- D. Any motorcycles titled in the name of Kenneth R. Payne.
- E. Any Jet Skis titled in the name of Kenneth R. Payne.
- F. Any vehicles titled in the name of Doris Payne.
- G. All personal property which is located in the real estate of Kenneth R. Payne described in sub paragraphs A and B above.
- H. Payne and the Receiver further agree that the Receiver may proceed to have the above described assets appraised and, to the extent that the value of

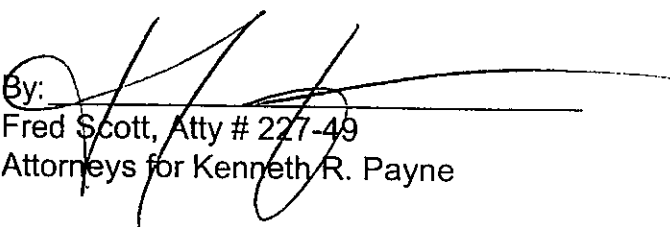
such assets exceeds any secured claims against such assets, the Receiver may sell such assets and hold the cash constituting the proceeds of such sale.

The right, title and interest of Kenneth R. Payne in such assets shall follow and attach to the proceeds of such sale, subject to final determination of the court concerning the right, title and interest of Kenneth R. Payne in such assets.

KROGER, GARDIS & REGAS, L.L.P.

By: 
William Bock, III, Atty # 14777-49
Attorneys for Receiver, James A. Knauer

Scott & Radez

By: 
Fred Scott, Atty # 227-49
Attorneys for Kenneth R. Payne