

UNITED STATES BANKRUPTCY COURT MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION

FILED

AUG 29 2007

CLERK, U.S. BANKRUPTCY
ORLANDO DIVISION

IN RE:

CASE NO. 6:07-BK-00761-ABB

Chapter 11

LOUIS J. PEARLMAN, et al., Debtors.

Jointly Administered

ORDER FOR PRODUCTION OF DOCUMENTS AND RULE 2004 EXAMINATION

This matter came on for consideration pursuant to the Motion for Production of Documents and Rule 2004 Examination dated August 22, 2007, seeking documents from and an examination of Mr. Robert Fischetti ("Fischetti"). The Court finds good cause exists for granting said Motion. The movants in said motion, Bank of Bozeman, Bank Forward, McVilleville State Bank, Bank of Hazelton, Wadena State Bank, and Dakota Western Bank, are hereinafter individually and collectively referred to as "Movants."

IT IS ORDERED:

1. The aforesaid motion is granted to the extent reflected in this Order.
2. The examination shall occur September 18, 2007, beginning at 11:30 a.m. Eastern Time and continuing thereafter until complete, at Lowdes Drosdick Law Firm, 450 South Orange Avenue, Suite 800, Orlando, Florida 32801, unless Movants specify a different place and serve advance notice on Mr. Fischetti of such different place. If said examination of Mr. Fischetti is conducted by telephone (which is Movants' option), Movants shall arrange the telephone examination. If Movants specify another location for the examination and serve advance notice on Mr. Fischetti, such other location shall be within 15 miles of Orlando, Florida.

3. Mr. Fischetti shall copy and produce for Movants the documents and/or things on Exhibit A hereto, incorporated herein by this reference, and transmit them to Movants at Movants' expense by a date to be reasonably specified in a subpoena by Movants. Provided, however, Mr. Fischetti is excused from producing any attorney-client privileged or work product documents if he timely provides to Movants a privilege log of the excluded documents. Provided, further, Movants shall not be required to pay Mr. Fischetti for copies in advance of Movants receiving the copies.

4. Nothing in this Order requires Movants to subpoena Mr. Fischetti for the oral examination ordered hereby, it being understood that service of a copy of this Order on Mr. Fischetti or his attorney Rick Jancha is sufficient service by Movants.

5. Exhibit A hereto is incorporated herein by this reference. If Movants do not exercise their option to subpoena Mr. Fischetti for production before September 18, 2007, of documents and/or things described on Exhibit A, Mr. Fischetti is hereby ordered to produce, at the September 18, 2007, examination, the documents and/or things described on said Exhibit A.

Dated: August 29, 2007.



The Honorable Arthur B. Briskman

August 29, 2007

Date

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EXHIBIT A

The term "document" shall embrace and include, without limitation, all handwritten, typed, flash key-stored, other computer-stored, computer-generated, printed or photostatted or other mechanically reproduced matters, and drafts, duplicates, carbon copies or other copies thereof, in the possession, custody, or control of you or your counsel, including, without limiting the generality of this definition, all letters, correspondence, telegrams, telexes, facsimiles, memoranda, notes, reports, statements, paraphrases of statements, work papers, studies, records of telephone calls, records of meetings, recordings, computations, tabulation, charts, minutes, calendar or diary entries, agreements with third parties, agreements with the parties, labels, tags, brochures, promotional materials, financial books, financial statements, records, invoices, bills of lading, ledger cards, tax statements, checks, cancelled checks, photostats, microfilms, microfiches, photographs, slides, film or other such items possessed by you or any other person or entity so long as these items are within your possession, custody or control.

1. Any and all spreadsheets, lists or files, including without limitation a Microsoft Excel spreadsheet, listing individuals, account numbers, messages, and/or dollar balances, relating to or believed or suspected to relate to investment in or stock ownership of Trans Continental Airlines, Inc. ("TCA"), or Trans Continental Records, Inc. ("TCR") or any other Louis Pearlman-controlled corporation that issued or purported to issue stock certificates. Please produce such spreadsheets, lists or files whether or not you believe the individuals referred to therein ever received any stock certificates. Your production should include without limitation such spreadsheets, lists or files as are computer stored and refer in "message" fields to certificate numbers.

2. All documents in the nature of corporate minute books or containing signed or unsigned minutes of director or shareholder meetings, unanimous consents, notices of director or shareholder meetings, authorizations to borrow or sign corporate documents, or similar documents related to TCA, TCR, Rocks Timepieces, Inc., Top of the Pops, LLC ("TOP"), Rocks Jewelry, or Trans Continental Jets, LLC ("TCJ").

3. All emails, telefaxes, letters or other correspondence to or from Lawrence Waxman, Alan Siegel, Robert Fischetti, or Harry Milner related to TCA, TCR, TCJ, TOP, Rocks Timepieces, Inc., Rocks Jewelry, or any other Louis Pearlman entity, or related to any criminal or fraud investigation.

4. All documents indicating a last-known address or telephone number for Harry Milner or Lawrence Waxman.

5. All documents that you suspect or believe constitute or are evidence of any forgery, unauthorized, fraudulent or reckless alteration of documentation, or counterfeit documentation, related to TCA, TCR, TOP, Rocks Timepieces, Inc., Rocks Jewelry, or TCJ, including without limitation any security agreement, promissory note,

entity resolution to borrow or sign entity documents, guaranty, receipt for withdrawal of property, withdrawal order, stock certificate, or stock assignment.

6. If any memoranda, audio recordings, drafts of documents, investigator notes, emails, faxes, letters or other correspondence or handwritten, flash-key-stored, or other computer-stored notes known to Mr. McHale constitute refer to alleged or suspected forgeries, fraudulent or reckless or unauthorized alterations of documents, related to loans, investors or credit, or counterfeits of stock certificates or other documents related to loans or credit: produce all such memoranda, audio recordings, drafts of documents, investigator notes, emails, faxes or other correspondence. Your production should include without limitation any correspondence or memoranda referring to possible forgeries of signatures of directors, managers or officers of TCA, TCR, TOP, Rocks Timepieces, Inc., or Rocks Jewelry, or possible counterfeits of TCA, TCR, Rocks Timepieces, Inc., or Rocks Jewelry stock certificates.

7. All actual, apparent or suspected lists or registries of some or all of TCA's shareholders, Rocks Timepieces, Inc., shareholders, or TCR's shareholders.

8. The operating agreement and any other organizational document, or amendments thereto, for TOP, TCJ, or Rocks Jewelry.

9. All emails, faxes or other correspondence related to the 1995 unrecorded prospective, draft or actual amendments to TCA articles of incorporation.

10. All stock certificates or blank stock certificate forms of TCA, TCR, Rocks Timepieces, Inc., Rocks Jewelry, or any other Louis Pearlman entity.