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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS

MARC SPITZER, Chairman  
JIM IRVIN  
WILLIAM A. MUNDELL  
JEFF HATCH-MILLER  
MIKE GLEASON

2003 FEB 25 P 12:49

AZ CORP COMMISSION  
DOCUMENT CONTROL

IN THE MATTER OF:

DOCKET NO. S-03491A-02-0000

AMERICAN NATIONAL MORTGAGE  
PARTNERS, L.L.C.  
15021 N. 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260

SECURA INNOVATIVE INVESTMENT, INC.  
15021 N. 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260

SECURA MORTGAGE MANAGEMENT, L.L.C.  
15021 N. 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260

CASH FLOW UNIVERSITY, INC.  
15021 N. 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260

SECURA FUND ARIZONA, L.L.C.  
15021 N. 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260

LARRY WILLIAM DUNNING and SHEILA  
DUNNING, husband and wife  
5635 East Lincoln Drive, #23  
Paradise Valley, AZ 85253-4121

PHIL VIGARINO and JANE DOE VIGARINO,  
husband and wife  
15021 N. 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260

ROBERT K. REHM  
15021 N. 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260

MARK KESLER and JANE DOE KESLER, husband  
and wife  
10783 W. Encanto Blvd.  
Avondale, AZ 85323

FRANK CASPARE and GAIL CASPARE, husband  
and wife  
27 Taconic  
Millwood, NY 10546-1125

Arizona Corporation Commission  
**DOCKETED**

FEB 25 2003

DOCKETED BY	<i>CAR</i>
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SIXTH  
PROCEDURAL ORDER

1 **BY THE COMMISSION:**

2 On February 14, 2003, Mr. Alan Baskin of the law firm Roshka Heyman & DeWulf filed a  
 3 motion to withdraw as counsel for Respondents Larry Dunning, Sheila Dunning and Cash Flow  
 4 University, Inc. in this matter ("Motion"). The Motion was filed pursuant to Rule 5.1(a)(2)(c) of the  
 5 Arizona Rules of Civil Procedure. Counsel states that the Motion is based on ER 1.16, Rule 42,  
 6 Rules of the Supreme Court of Arizona, and asserts that good cause exists to permit counsel to  
 7 withdraw. The Motion asserts that counsel and Mr. Dunning have an irreconcilable conflict that will  
 8 not allow counsel to continue the representation of any of his clients, but that counsel cannot disclose  
 9 the basis of the conflict, because to do so would result in a breach of the attorney-client privilege.  
 10 Counsel avows that the conflict renders his firm's continued involvement in this matter untenable.  
 11 Counsel states that he has advised his clients of the hearing date. The hearing is set to commence  
 12 March 24, 2003.

13 The Commission's rules allow the Commission or a presiding officer to permit the withdrawal  
 14 of an attorney from any proceeding upon written application and good cause shown under such terms,  
 15 conditions and notices to clients and other parties as the Commission or presiding officer may direct.  
 16 A.A.C. R14-3-104(E).

17 ER 1.16, Rule 42, Rules of the Supreme Court of Arizona, upon which counsel bases the  
 18 Motion, provides as follows:

- 19
- 20 (a) Except as stated in paragraph (c), a lawyer shall not represent a client or, where  
 representation has commenced, shall withdraw from the representation of a client if:
- 21 (1) the representation will result in the violation of the Rules of  
 Professional Conduct or other law;
- 22 (2) the lawyer's physical or mental condition materially impairs  
 the lawyer's ability to represent the client; or
- 23 (3) the lawyer is discharged.
- 24 (b) Except as stated in paragraph (c), a lawyer may withdraw from representing a client if  
 withdrawal can be accomplished without material adverse effect on the interest of the  
 25 client, or if:
- 26 (1) the client persists in a course of action involving the lawyer's  
 services that the lawyer reasonably believes is criminal or  
 fraudulent;
- 27 (2) the client has used the lawyer's services to perpetrate a crime  
 or fraud;
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- (3) a client insists upon pursuing an objective that the lawyer considers repugnant or imprudent;
- (4) the client fails substantially to fulfill an obligation to the lawyer regarding the lawyer's services and has been given reasonable warning that the lawyer will withdraw unless the obligation is fulfilled;
- (5) the representation will result in an unreasonable financial burden on the lawyer or has been rendered unreasonably difficult by the client;
- (6) other good cause for withdrawal exists.

- (c) When ordered to do so by a tribunal, a lawyer shall continue representation notwithstanding good cause for terminating the representation.
- (d) Upon termination of representation, a lawyer shall take steps to the extent reasonably practicable to protect a client's interests, such as giving reasonable notice to the client, allowing time for employment of other counsel, surrendering papers and property to which the client is entitled and refunding any advance payment of fee that has not been earned. The lawyer may retain papers relating to the client to the extent permitted by other law.

No objection to the Motion has been filed.

Although the Motion does not reveal the basis of the avowed conflict, we find that based on the Motion, good cause exists to permit the requested withdrawal pursuant to A.A.C. R14-3-104(E). We will therefore grant the Motion. Also pursuant to A.A.C. R14-3-104(E), we will require that counsel take steps to the extent reasonably practicable to protect the interests of Larry Dunning, Sheila Dunning and Cash Flow University, Inc.

IT IS THEREFORE ORDERED that the motion to withdraw as counsel for Respondents Larry Dunning, Sheila Dunning and Cash Flow University, Inc. filed by Mr. Alan Baskin of the law firm Roshka Heyman & DeWulf is hereby granted.

IT IS FURTHER ORDERED that Mr. Alan Baskin and the law firm Roshka Heyman & DeWulf shall immediately surrender any papers and property to which Larry Dunning, Sheila Dunning and Cash Flow University, Inc. are legally entitled, as required by ER 1.16.

IT IS FURTHER ORDERED that if Mr. Alan Baskin and the law firm Roshka Heyman & DeWulf are in possession of any advance payment of fee that has not been earned, such advance payment shall be immediately refunded, as required by ER 1.16.

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1 IT IS FURTHER ORDERED that Respondents Larry Dunning, Sheila Dunning and Cash  
2 Flow University, Inc. shall file, by March 3, 2003, a notice of Substitution of Counsel.

3 DATED this 25<sup>th</sup> day of February, 2003.

4  
5   
6 TEENA WOLFE  
ADMINISTRATIVE LAW JUDGE

7 Copies of the foregoing mailed/delivered  
8 this 25 day of February, 2003 to:

9 Charles R. Berry  
10 TITUS, BRUECKNER & BERRY, P.C.  
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Secura Mortgage Management, L.L.C.  
Secura Fund Arizona, L.L.C.  
Robert K. Rehm

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28 400 East Van Buren, Ste. 800  
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Attorneys for Cash Flow University, Inc  
Larry William Dunning

Cash Flow University, Inc.  
15021 North 74<sup>th</sup> Street, Ste. 100  
Scottsdale, AZ 85260  
Via Certified Mail, Return Receipt Requested

...

1 Larry William Dunning and Sheila Dunning  
2 5635 East Lincoln Drive, #23  
3 Paradise Valley, AZ 85253-4121  
4 Via Certified Mail, Return Receipt Requested

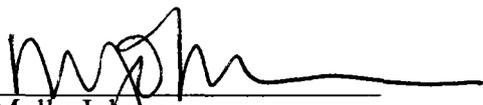
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20 Securities Division  
21 ARIZONA CORPORATION COMMISSION  
22 1300 West Washington Street  
23 Phoenix, Arizona 85007

24 By:

25   
26 Molly Johnson  
27 Secretary to Teena Wolfe  
28