

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

<p>SECURITIES AND EXCHANGE COMMISSION,</p> <p style="text-align:center">Plaintiff,</p> <p>v.</p> <p>MOBILE BILLBOARDS OF AMERICA, INC., et. al,</p> <p style="text-align:center">Defendants.</p>	<p style="text-align:center">CIVIL ACTION NO.  1:04-CV-2763-WBH</p>
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**NOTICE OF MOTION**

NOTICE IS HEREBY GIVEN that on October 12, 2008, S. Gregory Hays (“Receiver”), the court-appointed Receiver for Defendants Mobile Billboards of America, Inc. (“MBA”), International Payphone Corporation (“IPC”) d/b/a Outdoor Media Industries (“Outdoor Media”); California Mobile Billboards, Inc. (“CMBI”); and other affiliated entities, filed a motion (the “Distribution Motion”) seeking approval of the Plan for Claims Administration and Distribution of Proceeds (the “Plan for Distribution”). A copy of the Distribution Motion and the Plan of Distribution, along with supporting papers, can be found on the Receiver’s website, [www.haysconsulting.net](http://www.haysconsulting.net).

The Distribution Motion requests that the Court grant the Receiver the authority and discretion to make a final cash distribution from the Receiver Estate to investors and creditors pursuant to the Plan for Distribution. The Plan for Distribution explains the process that the Receiver will employ to determine the amounts that each investor and creditor is entitled to receive in the distribution and how that distribution is going to take place. In sum, the Receiver will use his funds tracing database compiled from bank records and the books and records of MBA to determine each investor’s or creditor’s net loss on a “cash in – cash out basis” – i.e., the principal amount of cash invested, less any returns, commissions, referral fees, settlement payments and any other payments received by the claimant. Each investor or creditor will have an opportunity to object to the determination of their net loss amount.

Once objections have been resolved, each investor or creditor who files a claim with the Receiver will then receive distribution equal to a pro rata share of their net loss amount. Distributions will be made from a single common pool of assets of the Receiver Estate and will be based upon the cumulative value of all cash and other assets included in the Receiver Estate. All Investor and Creditor Claims will be treated as Claims against all assets of the Receiver Estate, regardless of the specific investment made by each Investor.

Your rights may be affected by the Court's ruling on this Motion. If you object to or oppose the Distribution Motion and or the Distribution Plan, you must file a written Objection no later than October 30, 2008. Any Objection must be filed with the clerk of the Court, with a copy served on counsel for the Receiver, who is:

Merle R. "Bill" Arnold III  
TROUTMAN SANDERS LLP  
Bank of America Plaza, Suite 5200  
600 Peachtree Street, N.E.  
Atlanta, GA 30308-2216

If any Objections are filed and are not able to be resolved between the parties, the Receiver will move the Court to schedule a hearing on those Objections.